



Anti-Bribery and Corruption Policy

1.0 Application and Interpretation

- 1.1 This revised Anti-Bribery and Corruption (“ABAC”) Policy is applicable to all directors and employees of Marine & General Berhad and its subsidiaries, effective 1 June 2023.
- 1.2 Rules, regulations and guidelines (including Circulars and Letters) from regulatory authorities with purview over Marine & General Berhad’s activities will automatically supersede the existing operating policies and procedures herein stated. Where such rules, regulations and guidelines that supersede the existing operating policies and procedures are issued and/or amended, the Company will circulate an appropriate advisory to the employees.
- 1.3 The word “he” shall also mean “she” unless the context states otherwise. Where the context so admits, words imparting any singular number shall include the plural number and vice- versa.
- 1.4 The terms “employee” or “staff” as used in this Code of Conduct refers to all employees of Marine & General Berhad and its subsidiaries.
- 1.5 The term director or directors, unless the context states otherwise, shall mean the members of the Board of Marine & General Berhad and its subsidiaries.
- 1.6 The term “M&G Group”, shall mean Marine & General Berhad and its subsidiaries.
- 1.7 The term “Company”, unless the context states otherwise, shall mean Marine & General Berhad.
- 1.8 The term “subsidiary”, unless the context states otherwise, shall mean both wholly-

owned and jointly-owned subsidiaries of Marine & General Berhad.

1.9 The term “financial limits of authority” refers to a set of financial authority limits placed on directors and staff of a company when entering into contracts and/or commitments. At the Marine & General Berhad’s level this is primarily the Financial Limits of Authority issued by the Finance and Administration Division.

1.10 “Public Official” refers to persons who hold a legislative, administrative or judicial office (either appointed or elected), any person exercising a public function, including for a public agency or a public enterprise (e.g. a state-owned enterprise).

2.0 General Guidelines

2.1 The M&G Group has a zero-tolerance policy against all forms of bribery and corruption. Directors and employees of M&G and its wholly-owned subsidiaries must not provide, offer or accept bribes, kickbacks, corrupt payments, facilitation payments, or inappropriate gifts, to Government Officials or any commercial person or entity, regardless of local practices or customs

2.2 All directors and employees of M&G and its wholly-owned subsidiaries must comply with all applicable anti-bribery laws and regulations, including, but not limited to, the Malaysian Anti-Corruption Commission Act (MACC Act).

3.0 Receipt of gifts, entertainment and hospitality

3.1 It is the responsibility of the directors and employees to inform such external parties of the M&G Group’s policy in relation to receipt of gifts, entertainment and hospitality, and to request the external parties’ understanding of and adherence with this policy.

3.2 The directors and employees of the M&G Group and their family members must refrain from, directly or indirectly, receiving lavish gifts of significant value in their personal capacity from external parties or agents representing those parties, where that aforementioned external party either has a business relationship with the M&G Group or is seeking to develop a business relationship with the M&G Group. Directors and employees must abide by this policy to avoid conflict of interest or the appearance of conflict of interest for either party in on-going or potential business dealings.

3.3 Although the general principle is to immediately refuse or return such gifts, accepting a gift on behalf of the M&G Group is allowed only in limited

circumstances, whereby refusing the gift is likely to seriously offend and may sever the business relationship with the external party. However, in no circumstances may an employee or his/her family/household members accept gifts in the form of cash or cash equivalent.

3.4 In the limited circumstances mentioned, employees are expected to immediately inform the acceptance to their direct superior and the person with oversight over matters relating to human resources. Where the limited circumstances involve a director or a member of the senior management, he/she is expected to inform any acceptance of gifts to the Chairman of the Audit Committee.

3.5 The M&G Group takes note that the occasional acceptance of a reasonable and modest level of entertainment provided by external parties in the normal course of business is a legitimate way to network and build good business relationships. However, it is important for directors and employees to exercise proper care and judgment before accepting entertainment offered or provided by an external party.

4.0 Provision of gifts, entertainment and hospitality to external parties

4.1 It is the responsibility of the directors and employees to inform such external parties of the M&G Group's policy in relation to provision of gifts, entertainment and hospitality, and to request the external parties' understanding of and adherence with this policy.

4.2 Directors and employees of the M&G Group must refrain from providing gifts of significant value to external parties except where it is:

- a) an exchange of gifts at the company-to-company level (e.g. gifts exchanged at a function, company visit or courtesy call);
- b) a gift from the M&G Group to external parties in relation to the M&G Group's official functions, events and celebrations; and
- c) a token gift of nominal value normally bearing the name and/or logo of the M&G Group or any subsidiary of the Company.

4.3 Any expenditure incurred in the provision of gifts to an external party must be proposed and approved in accordance with the prevailing financial authority limits of the Company or subsidiary in question.

4.4 In addition, the provision/exchange of gifts to external parties that have on-going or potential business dealings with the M&G Group should, where possible, be undertaken at either the business premises of M&G or the counterparty. Any provision/exchange of gifts at private residences is to be avoided.

4.5 Directors and eligible employees are allowed to entertain external parties through a reasonable act of hospitality as part of business networking, subject always to any internal limits on entertainment as may be prescribed under their respective terms of service or prevailing financial limits of authority. Directors and employees are strictly prohibited from providing or offering to provide entertainment with a view to improperly cause undue influence on any party in exchange for some future benefit or result.

5.0 Charitable contributions and sponsorships

5.1 Any charitable contribution and/or sponsorships should only be carried out where it has been approved by the appropriate approving authority overseeing charitable contribution and/or sponsorships for the Company or subsidiary.

5.2 Such contribution and/or sponsorships, must be properly recorded and documented in the Company or subsidiary's accounting records.

6.0 Dealings with Public Officials

6.1 Directors and employees must not give, promise to give, or offer, a payment, loan, reward, gift or entertainment, to a Public Official, with the expectation or hope that a business advantage will be received, or to reward a business advantage already given (i.e. securing a permit, securing or renewing a contract with favourable terms, influencing a Public Official to take or omit an action in violation of his or her lawful duty etc) or to "facilitate" or expedite a routine procedure.

6.2 Directors and eligible employees are allowed to entertain Public Officials through a reasonable act of hospitality as part of business networking, subject always to any internal limits on entertainment as may be prescribed under their respective terms of service. Any entertainment activities that would involve Public Officials shall not be excessive and lavish, and must commensurate with the official designation of the public official and not his personal capacity. Any employee providing the entertainment must also inform the employee's direct superior of the entertainment provided. Where the entertainment is provided by a director or a member of the senior management, he/she is expected to inform either the Group Executive Chairman or the Chairman of the Audit Committee of the entertainment provided.

7.0 Facilitation payments

7.1 The M&G Group does not make facilitation payments to secure a business advantage. Facilitation payments are typically small, unofficial payments made to secure or expedite a routine government action by a government official (such as

the issuance of permits, licences, processing visas or work permits, provision of mail pick-up and delivery etc.). All directors and employees must avoid any activity that might lead to, or suggest, that a facilitation payment will be made by or on behalf of the M&G Group.

- 7.2 Although facilitation payments to secure a business advantage is prohibited, the M&G Group recognises that there may be situations where facilitation payments may be tolerated if a facilitation payment is made in the context of an imminent threat i.e. loss of life, limb or liberty. Where such a facilitation payment had to be made, the director or employee must make the necessary disclosures to either the Group Executive Chairman or the Chairman of the Audit Committee.

8.0 Reporting lines

- 8.1 Where a director receives a request from an external party or Public Official that is deemed inappropriate under this policy, he should diplomatically but clearly advise the requestor that it is against M&Gs policy to make such payments, and decline to make or promise to make the payment. The solicitation should be promptly reported to either the Group Executive Chairman or the Chairman of the Audit Committee.
- 8.2 Where an employee receives a request from an external party or Public Official that is deemed inappropriate under this policy, he should diplomatically but clearly advise the requestor that it is against M&Gs policy to make such payments, and decline to make or promise to make the payment. The solicitation should be promptly reported to their direct supervisor or Head of Department.
- 8.3 When a director believes or have reason to believe that another person may be in breach of the anti-bribery and corruption provisions in this Policy, the director should report the matter to either the Group Executive Chairman or the Chairman of the Audit Committee.
- 8.4 When an employee believes or have reason to believe that another person may be in breach of the anti-bribery and corruption provisions in this Policy, the employee should report the matter to their direct supervisor or Head of Department. Where this option is not appropriate, the employee should report the matter in accordance with the Company's Whistle Blowing Policy.
- 8.5 M&G Group commits to protect the rights of individuals who report issues, raise genuine concerns or make appropriate suggestions. M&G Group will ensure that such individuals are protected from any form of harassment or threats when he/she:

- a) Reports in good faith without malicious intent(s);
- b) Reports what he/ she suspects is a violation of the ABAC Policy
- c) Raises a compliance question or seeks advice about a particular business practice; or
- d) Cooperates in an investigation of a potential violation of the ABAC Policy.

8.6 Any form of retaliation against such person will be regarded as a serious misconduct.

9.0 Training and communication

9.1 All directors and employees of the M&G Group should be aware of the content of this ABAC Policy and other relevant policies and procedures. As such, this policy shall be made readily accessible to all directors and employees of the M&G Group via the Company's corporate website.

9.2 Access to appropriate ABAC training will be provided to all directors and employees of the M&G Group. It is the responsibility of the director / employee to complete the training(s) within the specified timeline.

The revised Anti-Bribery and Corruption Policy has been approved by the Marine & General Board of Directors on 27 March 2023 and will become effective from 1 June 2023 onwards.



CHIEF OPERATING OFFICER

Badzanishah Shahrom

01st June 2023

Rev.1