

# MULPHA INTERNATIONAL BHD

Registration No. 197401002704 (19764-T)

## ANTI-BRIBERY AND CORRUPTION POLICY

### 1. PURPOSE

#### 1.1 Mulpha's Commitment

Mulpha International Bhd and its subsidiaries (collectively referred to as "**Mulpha**") are committed to maintaining a high standard of ethical conduct in its business and corporate governance. Mulpha adopts a zero-tolerance approach towards all forms of corruption. Corruption refers to any activity intended to obtain benefit or advantage improperly or unlawfully and includes bribery, fraud, abuse of position for personal gain and money laundering.

Mulpha is committed to complying with anti-corruption laws in the countries in which Mulpha operates<sup>1</sup>. This Anti-Bribery and Corruption Policy, the Gift and Entertainment Policy, Conflict of Interest Policy and Whistleblowing Policy together form the measures implemented by Mulpha to prevent the occurrence of corruption in connection with its business (collectively, referred to as "**Mulpha Anti-Corruption Policies**").

#### 1.2 Scope

The Mulpha Anti-Corruption Policies apply to all directors, employees and Persons Associated (as defined below) with Mulpha ("**Stakeholders**") and sets out the responsibilities of Stakeholders in upholding the values contained in the policies. "**Persons Associated**" include customers, suppliers, contractors, business partners, consultants, agents, intermediaries, outsourced workers, representatives and other persons who engage in business with or who perform services for Mulpha.

#### 1.3 The Impact of Corruption

The impact of bribery and corruption for Mulpha includes:

- (a) business and financial loss to Mulpha and its Stakeholders;
- (b) damage to Mulpha's reputation;
- (c) punishment or fines;
- (d) blacklisting by authorities; and
- (e) risk to health and safety of Mulpha's employees.

The consequences for the party involved in bribery and corruption may include: (i) Disciplinary action or termination of employment; (ii) Termination of contracts; (iii) Prosecution by public authorities leading to fines and/or imprisonment upon conviction.

Given the severity of consequences for breach of anti-corruption laws, all Stakeholders of Mulpha are required to comply with the Mulpha Anti-Corruption Policies strictly.

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<sup>1</sup> Anti-Corruption legislations include the Australian Commonwealth Criminal Code Act 1995 (Cth), the Malaysian Anti-Corruption Commission Act 2009 and the UK Bribery Act 2010.

## **2. OBLIGATION AND RESPONSIBILITY**

### **2.1 Stakeholder's Obligation to Prevent Corruption**

Mulpha encourages its Stakeholders to actively monitor their standards of conduct in their relationship with all parties in engaging in business involving Mulpha and in particular:

- (a) to be aware of and adhere to the Gift and Entertainment Policy;
- (b) not to give or accept gifts from local or foreign public/government officials;
- (c) not to engage or be a participant in money laundering activities;
- (d) to be aware of conflicts of interest and their disclosure requirements in the Conflict of Interest Policy;
- (e) to report any suspicious activity related to bribery or corruption involving Mulpha to their manager/head of department, the Internal Audit & Risk Management Department or the Whistleblower Protection Officer through the process outlined in the Whistleblowing Policy;
- (f) as department head, to ensure that employees in your department are aware, understand and receive training with regard to the Mulpha Anti-Corruption Policies.

### **2.2 Mulpha's Responsibility**

Mulpha shall:

- (a) administer the Mulpha Anti-Corruption Policies guided by principles of fairness, objectivity and transparency;
- (b) provide the protections offered to Stakeholders under the Whistleblowing Policy including maintaining the confidentiality of the identity of the whistleblower and the matter reported;
- (c) provide adequate anti-corruption related training to employees, senior management and directors of Mulpha;
- (d) continuously monitor the compliance of Mulpha and its Stakeholders with anti-corruption legislation;
- (e) maintain written records as required under the Mulpha Anti-Corruption Policies in an accurate and timely manner;
- (f) review and update the Mulpha Anti-Corruption Policies if there are material changes to the applicable legal or regulatory framework and in any event, at least once every three (3) years.

## **3. MULPHA ANTI-CORRUPTION POLICIES**

### **3.1 Gift and Entertainment Policy**

Bribery occurs when a person gives or offers to give a gift or gratification to another person to obtain business or advantage improperly for themselves, Persons Associated or on behalf of Mulpha. Bribery also occurs when a person accepts or agrees to accept or solicits a gift or gratification for providing business or advantage improperly for themselves, Persons Associated or on behalf of Mulpha. Bribery can occur whether gifts are given or received directly or through a third party.

Upon prosecution, the relevant definition of "gift" varies between countries. However, Mulpha will adopt the following broad categories which may constitute a "gift" for the purposes of corruption:

- (a) cash, cash equivalents, donation, present, sponsorship, loans, fees, entertainment, reward, security, property, financial benefit or other similar advantage;
- (b) employment, consultancy or contract of service;

- (c) any payment, release, discharge of any loan or other obligation;
- (d) discount, commission, rebate, bonus, deduction;
- (e) overpayment, underpayment, percentage increase or percentage decrease; and
- (f) any service or favour, including protection from any penalty or action.

Employees, directors and Persons Associated with Mulpha must be aware that the giving or receiving of gifts and entertainment to obtain business or an advantage improperly for themselves, Persons Associated or on behalf of Mulpha may be interpreted as an offence under the anti-corruption legislation.

- (a) Mulpha allows gifts to be given in limited occasions under the Gift and Entertainment Policy but in all cases, gifts must not be given to obtain business or advantage improperly for themselves, Persons Associated or on behalf of Mulpha and must not be excessive in value and must not be overly frequent.
- (b) If offered a gift, employees, directors and Persons Associated with Mulpha must consider the value and frequency of the gift, and if the gift offered is overly frequent or excessive in value or offered to obtain business or advantage improperly, must politely decline the gift offered.
- (c) Mulpha does not permit employees, directors and Persons Associated with Mulpha to give gifts to or receive gifts from local or foreign public/government officials of any amount. This includes the giving or receipt of gifts, whether direct or indirect, such as through family members or associates or through donations or charitable contributions.

### **3.2 Conflict of Interest Policy**

A conflict of interest arises when an employee or director directly or indirectly benefits personally from his/her position or knowledge that is in conflict with Mulpha's interest. Mulpha's Conflict of Interest Policy requires that actual or potential conflicts be disclosed before any transaction be carried out.

### **3.3 Anti-Money Laundering and Due Diligence Checks**

Money laundering is a process of converting cash or property derived from illegal activities to give it a legitimate appearance and is an offence in the countries in which Mulpha operates. Any person who acquires, transfers, receives, retains or conceals proceeds of illegal activities may be committing an offence under the anti-money laundering laws. Mulpha will carry out checks and take all actions necessary in accordance with its due diligence policies on suspicious transactions to ensure its business is not used for money laundering activities.

### **3.4 Whistleblowing Policy**

Mulpha encourages all Stakeholders to report suspected wrongdoing, corrupt practices and other unethical behaviour involving Mulpha and provides protections to persons making a report under the Whistleblowing Policy in order that they do so without fear of reprisal or retaliation.

## **4. REPORTING AND INVESTIGATION**

### **4.1 How to report Bribery and Corruption?**

If you see or suspect any actual or potential bribery or corruption, you must report it immediately to either:

- (a) Your manager or head of department; or

- (b) If you do not feel comfortable making a report to your manager or head of department (for example, the manager or head of department is involved in the fraudulent or corrupt activity), you can raise it with the Whistleblower Protection Officer (*Ref. Whistleblowing Policy for details*); or
- (c) If you do not feel comfortable making a report to the Whistleblower Protection Officer, you are encouraged to report the incident to a director of Mulpha.

If you receive an allegation or offer of bribery or corruption, it must be referred to the Whistleblower Protection Officer for investigation.

#### **4.2 Investigation of Bribery and Corruption**

The Whistleblower Protection Officer must conduct an investigation based on principles of fairness, objectivity and transparency including:

- (a) An initial assessment of how the incident occurred;
- (b) Collection and verification of relevant evidence;
- (c) An assessment of the evidence including the merits of the matter reported and identification of any control breakdowns; and
- (d) Development of a management plan in consultation confidentially with Human Resources and Administration Department and/or the Board of Directors of Mulpha.

All reports of bribery and corruption must be provided to the Audit & Risk Management Committee of Mulpha, including the findings and management plan.

#### **5. FURTHER ENQUIRIES**

Please refer to the respective Gift and Entertainment Policy, Conflict of Interest Policy and Whistleblowing Policy for full details relating to Mulpha's policies and procedures. If you have any enquiries regarding the Mulpha Anti-Corruption Policies, please contact the following:

##### **Group Internal Audit & Risk Manager / Company Secretary**

Email : [whistle.blowing@mulpha.com.au](mailto:whistle.blowing@mulpha.com.au)

Tel. No. : +612-9239 5500 (Australia)  
+603-7718 6337 (Malaysia)

Address : Transport House, L5, 99 Macquarie Street, Sydney, NSW  
2000, Australia; or

PH1, Menara Mudajaya, No. 12A Jalan PJU 7/3, Mutiara  
Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan,  
Malaysia

***This Anti-Bribery and Corruption Policy was approved by the Board of Directors of Mulpha on 28 August 2020.***