



Farmiera Group of Companies

**ANTI BRIBERY AND CORRUPTION
(ABC) POLICY**

1.0 OBJECTIVE

The purpose of this Anti-Bribery and Corruption Policy is to establish comprehensive guidelines and procedures to prevent bribery and corruption within Farmiera (hereinafter referred to as "the Company") and to ensure compliance with the anti-bribery and corruption requirements set forth by Malaysian Penal Code 1936, Malaysian Anti-Corruption Commission Act 2009 ("MACCA"), Malaysian Anti-Money Laundering Act 2011, and Malaysian Companies Act 2016.

2.0 POLICY STATEMENT

The Company is committed to conducting its business with the highest standards of integrity, transparency, and compliance with all applicable laws and regulations. This policy prohibits any form of bribery or corruption, both domestically and internationally.

3.0 SCOPE

These Policy and Guidelines shall apply to the Board of Directors, officers, and employees, including contractual employees, consultants, agents, and persons associated with Farmiera Group ("Associated Persons").

Farmiera Group requires its Associated Persons to adhere to these Policy and Guidelines to avoid conflicts of interest or the appearance of conflicts of interest for either party in ongoing or potential business dealings between Farmiera Group and external parties.

A gift can be perceived as a bribe, which may tarnish Farmiera Group's reputation or result in a violation of anti-bribery and corruption laws.

4.0 PROHIBITION ON GIVING, SOLICITATION AND ACCEPTANCE OF GIFTS AND ENTERTAINMENT

Unless expressly permissible and, when required, pre-approved by the CEO of Farmiera Group as provided in these Guidelines, Farmiera Group and its Associated Persons shall not give, agree to give, promise or offer, solicit, accept or use, directly or indirectly any gifts such as gratuity, favour, loan, hospitality, and/or entertainment, or anything of monetary value to/from a person or corporation, at any time, on or off the work premises, in the course of their official duties or in connection with any of Farmiera Group's operations or any transaction Farmiera Group intends to enter or is a party to.

When and where pre-approval is required by these Guidelines, the requesting employee shall use the Gifts, Benefits, and Sponsorship Declaration Form (Appendix A) to submit his/her application for approval. There are circumstances where the Guidelines do not require pre-approval, but disclosure of gifts, entertainment, or sponsorship for the senior management's knowledge and oversight. Under these circumstances, the Gifts, Benefits, and Sponsorship Declaration Form shall be used for disclosure purposes.

To ensure ethical conduct and avoid conflicts of interest, Farmiera Group strictly prohibits the following:

- Giving gifts with the expectation of receiving something in return.
- Offering gifts to influence the decisions or actions of Board members or officers.
- Giving or receiving gifts that could create the impression of a conflict of interest.
- Providing or accepting gifts of cash or cash equivalents, regardless of the amount.
- Accepting sponsorships for internal events such as annual dinners or anniversary celebrations.
- Going on business trips sponsored by external parties (consultants, suppliers, customers, etc.) unless justified and pre-approved by the Managing Director.
- Engaging in or accepting entertainment during business dealings unless justified and pre-approved by the Managing Director.
- Making facilitation payments (also known as "grease payments"), which are unauthorized payments to officials or individuals to expedite routine government activities (e.g., obtaining permits, processing documents, receiving police protection).

Charitable donations or gifts as part of Farmiera's corporate social responsibility activities

5.0 EXCEPTION TO PROHIBITION

While Farmiera Group generally prohibits the giving, soliciting, and accepting of gifts and entertainment, certain situations are permitted, as outlined below:

5.1 Gifts received or given during Business:

- Gifts to Public Officials - Gifts under **RM100** require no pre-approval, but must be declared on the Gifts, Benefits, and Sponsorship Declaration Form. Gifts of RM100 or more, or those not meeting all policy requirements, require pre-approval from the CEO. "Public Official" includes any domestic or international government official, such as elected officials, government employees, and individuals acting on their behalf.
- Gifts to Commercial Entities - Gifts exceeding **RM300** at fair market value require pre-approval on the Gifts, Benefits, and Sponsorship Declaration Form, even if meeting other policy requirements. Gifts under **RM300** meeting all policy requirements require declaration but no pre-approval.
- Other Permitted Gifts and Entertainment:
 - ❖ Gifts or tokens offered during gatherings, conferences, etc. where Farmiera participates.
 - ❖ Certificates, plaques, cards, etc. as tokens of appreciation.
 - ❖ Seminar bags, meals, and beverages offered equally to all attendees at events.
 - ❖ Working meals/dinners with suppliers or stakeholders, provided they are modest and customary in the industry.
 - ❖ Product samples of nominal value from suppliers, if allowed by standard procedures.
 - ❖ Company-to-company gift exchanges as part of official visits, with the gift becoming company property.

- ❖ Gifts from Farmiera to external institutions/individuals for official functions or celebrations.
- ❖ Gifts from Farmiera to employees/directors and their families for internal/external company events.
- ❖ Token gifts with the Farmiera logo (t-shirts, pens, etc.) given to attendees of events for brand building/promotion.
- Hampers/Food/ Flowers received from supplier or customers during festive seasons. The receiving of such gifts should be reported by filling in the Declaration Form. The CEO may then decide whether to:
 - ❖ Permit the employee to keep the hamper
 - ❖ Redistribute the hamper to all employees (e.g., food items).
 - ❖ Direct the employee to reject and return the gift or sponsorship offer.
 - ❖ Distribute to employees as lucky draw or
 - ❖ Make other decisions deemed appropriate and consistent with Farmiera's Code of Conduct.
- Recruitment of employees – Payment to employees for successfully referring candidates who are employed by Farmiera as part of the employee referral program Business rewards, commissions, and rebates provided to employees, customers and partners in accordance with established company policies and programs; eg, Employee referral programs.

6.0 Due Diligence

Farmiera dealings with third parties, which include but not limited to customers, contractors, vendors, suppliers, solicitors, agents, consultants, joint venture partners, introducers/government intermediaries etc., must be carried out in compliance with all relevant laws and consistent with the values and principles of the Farmiera's Code of Conduct. As part of this commitment, all forms of bribery and corruption are unacceptable and will not be tolerated.

All stakeholders must undergo a thorough due diligence assessment before entering any formal relationship or transaction with Farmiera Group. Various due diligence methods include background checks, internet searches, CTOS & CCRIS searches, document verification, and interviews.

(i) Internal Stakeholders

Board members, management, and employees fall under internal stakeholders. The Nomination Committee (NC) conducts due diligence on board members and key senior management, ensuring compliance with Farmiera's Fit and Proper Policy. The Human Resource (HR) Department handles due diligence checks on employees during recruitment, including background/reference checks and, if necessary, enhanced due-diligence checks.

(ii) External Stakeholders

External stakeholders, such as customers and business associates, undergo due diligence checks based on merit, including quality, pricing, capability, track record, and experience. Pre-qualification/due diligence is required for approving new and existing suppliers and business associates. Credit customers also undergo due diligence checks before engagement, verifying their identity and financial status in accordance to credit control standard operating procedure.

To help ensure that Farmiera only do business with third parties that share Farmiera's standards of integrity, all third parties must sign the declaration form which states that:

- a. They understand and will comply with all applicable laws and regulations relating to code of conduct, and whistleblowing. Besides, they must be ready to commit to the anti-corruption principles which includes promoting values of integrity, transparency, accountability and good corporate governance, prevention of corruption, fighting any form of corrupt practice, as well as supporting anti-corruption initiatives led by the government and the local authorities (hereinafter collectively referred to as "the requirements").
- b. They have not been convicted nor subject to any investigation, inquiry or enforcement proceedings by the relevant authorities of any actual or suspected breach and will report any actual or suspected breach as soon as reasonably practicable and to the extent permitted by the law, to Farmiera.
- c. They undertake to promptly inform Farmiera of any breach and/or alleged/suspected breach of the requirements and cooperate with Farmiera in any investigation of such breach involving Farmiera's staff.
- d. They further acknowledge that Farmiera has the right to suspend or terminate their contract/agreement/job and disqualify them from tendering for future contracts/jobs if they were found to have breached the requirements or any other terms and conditions which may be implemented by Farmiera pursuant to the contract/agreement/job.
- e. They acknowledge that the provisions set out in the declaration form shall form part of the terms and conditions of their appointment and/or contract of service.

7.0 FREQUENCY OF CORRUTION RISK ASSESSMENT

The Corruption Risk Assessment shall be conducted at annual basis, with the frequency determined by the nature of the business, changes in the regulatory environment, and emerging risks. The results of the assessment shall be used to update the ABC Policy and enhance the effectiveness of anti-bribery and corruption controls.

8.0 ROLES & RESPONSIBILITIES

8.1 Board Responsibilities

The Board of Directors holds the ultimate responsibility for ensuring the effectiveness of the Anti-Bribery and Corruption (ABC) program. This includes:

- a. Providing oversight and approval of the ABC Policy.
- b. Ensuring that adequate resources are allocated to implement and maintain effective ABC controls.
- c. Receiving periodic reports on the status of the ABC program.

8.2 Senior Management Responsibilities

Senior Management is responsible for the day-to-day implementation of the ABC Policy. This includes:

- a. Establishing a culture of zero tolerance for bribery and corruption.
- b. Integrating ABC considerations into strategic decision-making.
- c. Ensuring that adequate resources are allocated to implement ABC controls effectively.
- d. Reporting regularly to the Board on the status of the ABC program.

9.0 FREQUENCY OF REVIEWING ABAC CONTROL EFFECTIVENESS

The organization shall review the effectiveness of its Anti-Bribery and Corruption (ABC) controls on annual basis. This review will include an assessment of the implemented controls, their impact on reducing corruption risks, and any necessary adjustments.

10.0 TRAINING & AWARENESS

10.1 Training Programs

The organization shall develop and implement comprehensive Anti-Bribery and Corruption (ABC) training programs for employees at all levels. These programs will cover relevant laws and regulations, the organization's ABC Policy, and practical guidance on identifying and mitigating corruption risks.

Attendance and acknowledgement record shall be obtained from all participants (directors and employees) acknowledging understanding and adherence to the Group stance.

10.2 Awareness Initiatives

The organization will conduct periodic awareness campaigns to ensure that employees, contractors, and relevant stakeholders are informed about the ABC Policy, reporting mechanisms for suspected bribery and corruption, and the consequences of non-compliance.

11.0 REPORTING AND RECORDING

Whistleblower Protection:

If an employee believes it is necessary to report an integrity concern, they should complete the Whistle Blowing Report Form (as per Whistle Blowing Policy) and send it directly to the Head of Human Resources at Farmiera Head Office:

General Manager (Head), Human Resources
Farmiera Group of Companies
Human Resources Division
No 16-1 Jalan Kasuarina 10-KS07 Bandar Botanic 41200 Klang, Selangor
Direct Line Tel: +603-3319 9116
Email: elainefong@farmiera.com

Record Keeping: The Company shall maintain accurate records related to anti-bribery and corruption compliance.

12.0 REVIEW OF THIS POLICY

The Head of Human Resources shall regularly review and update this policy to ensure ongoing compliance with Bursa Malaysia's requirements. This Anti-Bribery and Corruption Policy is fundamental to the Company's commitment to ethical business practices and will be strictly enforced at all levels of the organization.