



PARAGON GLOBE BERHAD

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**ANTI-BRIBERY &
ANTI-CORRUPTION POLICY**

(VERSION 3.0)

APPROVED BY THE BOARD OF DIRECTORS OF THE COMPANY ON 22 NOVEMBER 2022

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1. INTRODUCTION

- 1.1 Paragon Globe Berhad and its subsidiaries ("the **Group**") are committed to conduct its business across the board ethically and transparently. This means avoiding practices of bribery and corruption of all forms in the Group's daily operations. The Group has adopted zero-tolerance approach against all forms of bribery and corruption and commit to preserve the highest standard of integrity in the course of business.
- 1.2 This Anti-Bribery & Anti-Corruption Policy ("**Policy**") sets out the information, guidance and responsibilities to the Board of Directors and the employees on the Group's overall position in dealing with bribery and corruption activities and issues and to establish the boundaries on interactions for all the parties. This Policy is not intended to provide definitive answers to all the questions regarding bribery and corruption but rather to assist all parties on the recognition of bribery and corruption activities and issues and to how the Group acts and combats bribery and corruption in furtherance of the Group's commitment of transparency in its business operation.
- 1.3 This Policy shall be read in conjunction with the Group's Code of Conduct, Whistleblowing Policy, Conflict of Interest and Related Party Transactions Policy, Malaysian Companies Act 2016 and the Malaysian Anti-Corruption Commission Act 2009 and the Malaysia Anti-Corruption Commission (Amendment) Act 2018 or any amendment thereto (**MACC Act**).

2. SCOPE

- 2.1 This Policy is specifically applicable to all employees of (whether permanent, fixed-term or temporary basis), directors (executive and non-executive) and committee members of the Group (collectively known as "**Personnel**"). Contractors, sub-contractors, consultants, agents, sponsors, representatives, joint venture partners, vendors or service providers of any kind in relevant part when performing such work or services for or on behalf of the Group or any other persons associated with and engaged by the Group (collectively known as "**Business Partners**") are expected to comply with and adopt this Policy or that with similar principles and standards.
- 2.2 In the context of this Policy, third party refers to any individual or organisation the Group come into contact during the course of business. This includes actual and potential clients, customers, suppliers, distributors, business contacts, advisers, and government and public bodies including their advisors, representatives, officials, politicians and public parties ('collectively known as "**Third Party**").
- 2.3 All arrangements made by the Group with the Business Partners and Third Party are subject to a clear contractual term, including specific provisions that require the Business Partners and the Third Party to comply with minimum standards and procedures relating to anti-bribery and corruption.
- 2.4 All Business Partners and Third Party are required to read, understand and comply with this Policy.

3. DEFINITIONS

3.1 The following definitions are included in this Policy:

“Bribery”	: Means the act of offering, giving, receiving or soliciting something of value in exchange for some kind of influence the decisions or action in return, that the recipient would otherwise not offer.
“Board”	Means the Board of Directors of Paragon Globe Berhad.
“Business Partners”	Means including but without limitation to consultants, contractors, sub-contractors, service provider, professional advisors and joint venture partners
“Company/Group”	Means Paragon Globe Berhad and its subsidiaries
“Conflict of Interest”	Means when a person's own interests either influence, have the potential to influence, or are perceived to influence their decision making of the Group.
“Corruption”	Means "the abuse of entrusted power or position to secure or gain a personal benefit" and means the act of soliciting, giving, accepting or receiving gratification, directly or indirectly, to/from a person in authority either in the form of money, services or valuable goods as an inducement or reward to or not to do an act in relation to the person's principal affairs. Corruption may also include acts of extortion, collusion, breach of trust, abuse of power, trading under influence, embezzlement, fraud or money laundering.
“Directors”	Means all independent and non-independent directors, executive and non-executive directors of the Group and shall also include alternate or substitute directors.
“Donations and Sponsorship”	Means any charitable contributions and sponsorship payment made to support the community.
“Employee/Personnel”	Means any person who is employed by Paragon Globe Berhad and/or its subsidiaries including but not limited to its director whether executive or non-executives, senior management and any individual on direct hire.
“Government/ Public Official”	Means officer or employee of any government or any public body, state-owned enterprise, agency or legal entity, at any level, who holds a legislative, administrative or judicial mandate (either appointed or elected), any person exercising a public function or any officer or employee of a public international organization.

“Gratification”

Shall have the meaning defined in Section 3 of the MACC Act and means: -

- (a) money, donation, gift, loan, fee, reward, valuable security, property or interest in property being property of any description whether movable or immovable, financial benefit, or any other similar advantage;
- (b) any office, dignity, employment, contract of employment or services and agreement to give employment or render services in any capacity;
- (c) Any payment, release, discharge or liquidation of any loan obligation or other liability, whether in whole or in part;
- (d) Any valuable consideration of any kind, any discount, commission, rebate, bonus, deduction or percentage;
- (e) Any forbearance to demand any money or money's worth or valuable thing;
- (f) Any other service or favour of any description, including protection from any penalty or disability incurred or apprehended or from any action or proceedings of a disciplinary, civil or criminal nature, whether or not already instituted, and including the exercise or the forbearance from the exercise of any right or any official power of duty; and
- (g) Any offer, undertaking or promise, whether conditional or unconditional, of any gratification within the meaning of any of the preceding paragraphs (a) to (f)

“Third Party”

Means any individual or organisation that Paragon Globe Berhad come into contact which is independent from the Group.

4. GENERAL

- 4.1 The Group is committed to conduct business in an ethical and honest manner. This Policy is to prevent the occurrence of bribery and corruption in relation to the business of the Group. As the Group upholds a zero-tolerance approach for bribery and corruption activities, all Personnel, Business Partners and Third Party must not participate in any bribery or corrupt activity such as collusion, breach of trust, abuse of power, trading under influence, embezzlement, fraud or money laundering.
- 4.2 Bribery may take the form exchange of money, goods, services, property, privilege, employment position or preferential treatment. A bribe refers to any inducement, reward or object/item of value offered to another individual in order to gain or retain commercial, contractual, regulatory or personal business or advantage.
- 4.3 Bribery may be "outbound", where someone acting on behalf of the Group attempts to influence the actions of someone external, such as a Government Officers or Client Decision Maker. Bribery may also be "inbound", where an external party is attempting to influence someone within the Group such as a decision-maker or someone with access to confidential information. Hence any Personnel, Business Partners or Third Party shall not, whether directly or indirectly, offer, give, receive or solicit any item of value, in the attempt to illicitly influence the decisions of a person in a position of trust within an organization, either for the intended benefit of the Group or for the benefit of the Personnel, Business Partners or Third Party itself.
- 4.4 This Policy applies equally to its business dealings with commercial ('private sector') and government ('public sector') entities, and include interactions with their directors, employees, agents and other appointed representatives at all levels. Even the perception of bribery or corruption is to be avoided, in particular when dealing with Government Official.
- 4.5 This Policy applies to all the Personnel and all countries worldwide, without exception and without regard to regional customs, local practices or competitive conditions.
- 4.6 Under MACC Act, bribery and corruption are criminal offences and the Group recognizes the legal consequences of this offences. If any entity in the Group or Personnel is found to have taken part in bribery or corrupt activities to benefit the Group, the Group shall on conviction be liable to a fine of not less than 10 times the sum or value of the gratification which is the subject matter of the offence where such gratification is capable of being valued or is of pecuniary nature, or one million ringgits, whichever is higher or to imprisonment for a term not exceeding twenty years or both.
- 4.7 The Group will be considered commits an offence if a person associated with the Group corruptly gives, agrees to give, promises or offers to any person any gratification whether for the benefit of that person or another person with intent to obtain or retain business for the Group or to obtain or retain an advantage in the conduct of business for the Group. All these may lead to serious damage to the Group's reputation.
- 4.8 Hence, the Personnel Business Partners and Third Party must not engage in any form of bribery or corruption and must not accept bribes in any degree and if they are uncertain about whether something is a bribe, a gift or act of hospitality.

5. GIFTS, ENTERTAINMENT, HOSPITALITY, DONATION AND SPONSORSHIP

5.1 This section of the Policy refers to the following four (4) areas:

- (i) Gifts, entertainment, hospitality & travel;
- (ii) Facilitation payments and kickbacks;
- (iii) Political contributions; and
- (iv) Charitable or educational contributions and sponsorship.

5.2 Gifts, Entertainment and Hospitality ("Gifts")

5.2.1 Gifts

Generally, the Group adopted a "No Gift Policy". Nevertheless, the Group aware that exchange of gifts can be a very delicate matter where in certain cultures or situations, gift giving is part of business etiquette.

Despite acknowledging the "No Gift Policy", the Group accepts normal and appropriate gestures of hospitality and goodwill in limited circumstances (whether given to or received from external parties) provided that the giving or receiving of the Gifts is not made with the intention to influence, induce or encourage the party to whom it is being given, to obtain or reward the retention of a business or for a business advantage, or as an explicit or implicit exchange for favours, positions or benefits. Particularly, no Gifts should be given or accepted during a crucial process such as contract negotiation or tender processes if there is any realistic risk that giving and acceptance of such Gifts could influence the outcome of the said negotiations or processes.

Although the Group practices "No Gifts Policy", there are exception whereby receiving and provisions of the Gifts are permitted in the following situation: -

- (i) Exchange of Gifts or the corporate gifts of nominal/ appropriate value at the company-to-company level (ie: gifts exchanged between companies as part of official visit);
- (ii) Festive or ceremonial gifts of appropriate value during festive seasons or other ceremonial occasions (ie: red packets without cash or cash equivalent, oranges, hampers, cookies and chocolates);
- (iii) Gifts given to external organisations or individual in relation to company official function, work-related conferences, corporate events and activities (ie: door gifts or commemorative gifts to all that attending the events); or
- (iv) Corporate gifts bearing the Company's name and logo and are of nominal/ appropriate value (ie: diaries, table calendars, notepads, plaques, pens).

As a general principle, all such Gifts other than stated above shall be refused or immediately returned. In the event refusing or returning the Gifts is likely to offend and severe the business relationship with the Business Partners or the Third Party (as the case may be) or appear to be disrespectful, the Personnel are expected to record and disclose within five (5) working days of the receipt of the Gifts in the "**Gift, Benefits, and Hospitality Disclosure Form**" for submission to the Anti-Bribery and Anti-Corruption Compliance Function of the Group which shall then assess the circumstances including whether it accords with the Group's pre-determined thresholds and frequency. A sample form can be found in the Appendix 2 of this Policy.

As the Group recognises that the practice of giving and receiving Gifts varies amongst countries, regions, cultures and religions. As such, definitions of what is acceptable and not acceptable will inevitably differ for each.

5.2.2 Entertainment

The Group recognise that it is a common practice within the business environment to provide and accept of appropriate and proportionate entertainment in the normal course of business is a legitimate way to network and to build business relationships.

Our Personnel may offer appropriate and proportionate entertainment that is legal and reasonable within the scope of their work as part of business networking as well as a measure of goodwill towards the recipients. Whilst the act of hospitality through entertainment is a central part of business etiquette, it may create a negative perception if observed or known by others despite selfless motives behind the entertainment provided. Our Personnel must always bear in mind that perception is more important than facts and therefore our Personnel is expected to always exercise proper care and good judgement when providing entertainment to external parties, especially when it involves public officials.

Our Personnel must at all times conduct themselves with integrity in relation to accepting entertainment from any party. It is important for our Personnel to exercise proper care and good judgement before accepting entertainment offered or provided by Business Partners or other external parties. Our Personnel or any of their family members must not accept entertainment in exchange for an exercise or non-exercise of their job function or activity. This is to safeguard the Group's reputation and avoid allegations of impropriety or undue influence or worse, corruption.

The quantum and frequency of entertainment may refer to the Group's Staff Grading Entitlement Table and unless so fixed and approved by Board of Directors.

5.2.3 Hospitality

Hospitality is generally referred to the corporate events or activities organised by an organisation, which involves entertainment of employees and/or other parties for the benefit of that organisation. Examples of hospitality includes seminars / workshop / talks on subject matters relevant to the industry and town hall sessions. Other parties may include customers, contractors, consultants, bankers, lawyers, service providers of any kind, stakeholders with whom a business relationship (whether past, present or prospective) exists and the public at large.

The Group recognises that providing hospitality be it through corporate events, sport events or other public events, acceptance of an appropriate level of hospitality given in the normal course of business, is a legitimate way to network, promote goodwill and build business relationships.

Our Personnel must exercise proper care and good judgement to ensure that the arrangement is legal under applicable laws, made for the right reasons and reasonable in its form and limit. More importantly, it must not be given or give rise to the perception that it is given to obtain business or advantage of any kind or unduly influence the outcome of a business decision. Our Personnel must consult their immediate supervisor when offering or accepting any hospitality to/from public officials.

The quantum and frequency of hospitality may be fixed by the Board and unless so fixed shall not exceed RM300 for all Personnel.

5.3 Facilitation Payments and Kickbacks

Facilitation payments are payments or provision made personally to an individual in control of a process or decision to secure or expedite the performance of a routine or administrative duty of function. Facilitation payments need not involve cash or other financial asset, it can be in any sort of advantage with the intention to influence a person with its duty such as influencing the timing of issuance of permits, licenses, processing authority approvals or working permits etc.

The Group adopts a strict policy to prohibit facilitation payments either directly or indirectly and will not make any form of facilitation payments of any nature in its course of business. The Group recognises that facilitation payments are a form of bribery and must not be made. This includes expediting or facilitating the performance of a public official for a routine governmental action which tend to be made by low level officials with the intention of securing or speeding up the performance of a certain duty or action.

The Group does not allow kickbacks to be made or accepted. Kickbacks are typically payments made in return for a business favour or advantage. Kickbacks are usually fulfilled after a company has been awarded with a contract. They take place in purchasing, contracting procurement or other departments responsible for decisions to award contracts. The supplier provided the bribe by kicking part of the contract fee back to the buyer, either directly or through intermediary.

In any case, all Personnel shall decline to offer or make any form of facilitation payment directly or indirectly to any Government Official for any purposes. In the event the Personnel has received a request or is offered with facilitation payments which is suspicious, concerns or unsure of the nature of the payments, such Personnel should immediately notify and consult the Anti-Bribery and Anti-Corruption Compliance Function. The Personnel could also report to the Company via the channel as outlined in the Whistleblowing Policy.

The Group recognised that despite the strict policy on facilitation payments and kickbacks, there might be occasion or circumstances where Personnel may encounter with any requests or being forced to make facilitation payments or kickbacks and any avoidance in doing so may put the Personnel or its family at risk. Under these circumstances and in order to protect the life, limb or liberty of the Personnel or its family, the Personnel is allowed to make such payments but must keep the amount to the minimum, request for a receipt whenever possible and reasonably detailed the purpose for the payment. The payment would need to be recorded transparently and accurately. With that, the Personnel must immediately report the incident to its Anti-Bribery and Anti-Corruption Compliance Function for the necessary action to be taken. Making facilitation payments in such situation is the only exception which can be used as a defense when faced with allegations of bribery and corruption.

5.4 Political Contributions

The Group shall not make any political contribution.

Political contribution is a donation or funding, whether in cash, kind or by any other means to any political parties or political candidates, party affiliated organisation or towards political campaigns or initiatives for or on behalf of the Group. Any appearance of making such contribution or expenditure to any political party, candidate or campaign must be avoided by the Group.

If there is any direct or indirect request for political contributions, the Group shall obtain approval from the Board before making any political contributions. It is important to ensure that such political contribution is considered legal under the applicable laws and must not be made with any promise or expectation of favourable treatment in return and must be accurately reflected in the Group's accounting books and records.

The Group respects the right of individual Personnel to participate in political activities or make personal contributions provided that this is in its individual capacity with its own money and at its own time. Under no circumstances shall the Personnel's individual political views and actions to be reflective or representative of the Group. The Group will not in any event compensate or reimburse in any way for a personal political contribution.

5.5 Charitable Donations and Educational Contributions and Sponsorships

The Group accepts and encourages the act of donating to charities or educational institutions as part of its corporate social responsibility initiatives, whether through services, knowledge, time or direct financial contributions (cash or otherwise) provided that the donations or sponsorships are ethical and legal under applicable laws and in an appropriate circumstance and in an appropriate manner.

It is to be note that all requests for Corporate Social Responsibility's event, charitable donations, educational contributions and sponsorships must be carefully examined for its legitimacy and must be made in good faith and in compliance with the Group's Code of Business Conduct and Ethics in order to ensure that only the qualified and deserving entity receive the donations and sponsorships. This is crucial to ensure that no element of corruption in giving out the donations or sponsorships.

In accordance to the Group's transparency, all donations and sponsorships must comply with the following: -

- (i) ensure that such donation or sponsorship is allowed under the applicable laws;
- (ii) obtain all necessary internal authorisation;
- (iii) accurately stated in the Group's accounting books and records; and
- (iv) made to well established entities to ensure the proper administration of the funds.

Personnel of the Group is encouraged to make donation and sponsorship in its personal capacity but it should never be in exchange for any improper purposes which will affect the Group's business such as to obtain business or advantage of any kind or unduly influence the outcome of a business decision or cause others to perceive it. The use of donations or sponsorships in this manner is strictly prohibited under this Policy.

6. EMPLOYEES RESPONSIBILITIES

- 6.1 The Group recognises the value of integrity in its employees. Hence, the Employees are required to understand, familiar and abide to the information and directives contained in this Policy and to carry out the responsibilities and obligations herein alongside with other anti-bribery and anti-corruption information to be given from time to time.
- 6.2 All Employees are equally responsible for the prevention, detection and reporting of bribery and other forms of corruption issues or activities occur within the Group or violations of all laws, policies or procedures relating to bribery and corruption. In the event of circumstances wherein the Employee is being forced to make a bribery, the employee is required to promptly record all transactions and payment accurately and the detailed reason. Thereafter, the Employee should immediately raise its concern to its Anti-Bribery and Anti-Corruption Compliance Function and seek for guidance on the next course of action. The Employee could also report any event of bribery or corruption or violations through channels listed in this Policy.
- 6.3 The Group has zero-tolerance approach to bribery and corruption. Any violation of this Policy will be regarded as serious matter by the Group and is likely to result in disciplinary action including dismissal and termination in accordance with local law.

7. BUSINESS PARTNERS AND THEIR CONDUCT

- 7.1 The Group require all Personnel to conduct appropriate due diligence process of the Business Partners that the Group contracts with for and on behalf of the Group which includes without limitation to consultants, contractors, sub-contractors, service provider, professional advisors and joint venture partners and any other party provide services or goods to the Group as to understand the background of the Business Partners including its general background, the management and the board, business operations, disclosure relating interaction with Government Official (if any) and compliance to anti bribery and corruption before entering into any arrangements. All Business Partners are to comply with the relevant laws and the Group's standard operating procedures and Policy. Personnel are required to inform to the Business Partners that they are required to comply with this Anti-Bribery and Anti-Corruption Policy and "Anti-Bribery and Anti-Corruption Declaration Form" need to be signed by all Business Partners before on- boarding and dealing with the Group with effective from the date of this Policy. For all the Business Partners that have been dealing with the Group before the effective date of this Policy, the "Anti-Bribery and Anti-Corruption Declaration Form" and this Policy shall be distributed to the Business Partners in due course. All Business Partners are required to certify that they have received, read, understood and duly executed the Anti-Bribery and Anti-Corruption Declaration Form. A sample declaration can be found in the Appendix 1 of this Policy.
- 7.2 As part of the Group's commitment to combat bribery and to avoid any actions that might implicate and tarnish the Group's reputation, the Group expects all Business Partners to comply with this Policy, refrain from bribery and share the same standard of ethical and integrity in conduct of its business. As all form of bribery and corruption are unacceptable and will not be tolerate, in the event of breach or suspected breach arises, immediate action shall be taken by the Group. Any Business Partners who failed to comply with this Policy may lead to immediate termination of the respective contract and without prejudice to the rights of the Group to claim for damages.
- 7.3 Unless evidence suggests otherwise, all the Business Partners are independent contractor and are not agent of or representative of the Group. As such, the Business Partners are not entitled or must not hold themselves out to have the authority to bind the Group for any purpose.

8. DEALING WITH THIRD PARTY

- 8.1 As part of the Group's commitment to apply the highest standards of ethical conduct, all Third Party are required to acknowledge compliance with this Policy.

9. CONFLICTS OF INTEREST

- 9.1 Conflicts of interest (potential or actual) arise where there is personal interest that can be considered to have potential interference with objectivity in performing duties or exercising judgement for or on behalf of the Group. Personnel should avoid or deal appropriately with situations in which its personal interest would conflict with its duties and responsibilities. Personnel must not use their position, official working hours, Group's resources and assets, or information available to them to obtain personal gain or to bring disadvantages to the Group.
- 9.2 In such situations where conflict of interest arises, Personnel are required to declare the matter to the Conflict of Interest and Related Party Transactions Compliance Function the immediately, in accordance with the Conflict of Interest and Related Party Transaction Policy, for appropriate actions to taken. The sample of Conflict of Interest Declaration Form can be found in Appendix 1 of the Conflict of Interest and Related Party Transaction Policy.

10. WHISTLEBLOWING CHANNEL

- 10.1 If a Personnel, Business Partners or Third Party in good faith and without malicious intent, suspect or reasonably believe that there is an instance of bribery or corrupt activity may have occurred or about to occur in relation to the Group, the Personnel, Business Partners or Third Party are encouraged to raise its concerns or disclose the actual or perceived bribery or corruption at as early stage and to the extent reasonably possible. If anyone is uncertain about whether a certain action or behaviour could be considered as bribery or corruption, he or she should speak to the Anti-Bribery and Anti-Corruption Compliance Function or Senior Independent Director of the Group.
- 10.2 All Personnel, Business Partners and Third Party can vocalise or disclose their concerns swiftly and confidentially using the reporting channels under the Whistleblowing Policy available at <https://www.pgbgroup.com.my> or through email to Senior Independent Director via boonhin.tee@pgbgroup.com.my.
- 10.3 All concerns reported will be taken seriously, treated in confidential manner and investigated immediately. All reports made in good faith shall be addressed in a timely manner and without incurring fear of reprisal regardless of the outcome of any investigation. The anonymity will be protected unless the disclosure is required by law pursuant to an investigation or legislation, but the whistleblower may be required to provide a statement as supporting evidence to any investigation. In addition, Personnel who whistleblow internally will be protected against detrimental action for having made the disclosure to the extent reasonably practicable.

11. VICTIM OF BRIBERY OR CORRUPTION

- 11.1 It is mandatory for the Personnel, Business Partners or Third Party to inform or report the incident in writing to the Anti-Bribery and Anti-Corruption Compliance Function or Senior Independent Director of the Group as soon as practicable if they:
- (i) are being offered a bribe by anyone; or
 - (ii) are being asked to make one; or
 - (iii) suspect that they may be bribed or asked to make a bribe in the near future; or
 - (iv) have reason to believe that they themselves or another employee is a victim of another corrupt activity.

12. PROTECTION AND REPORTING VIOLATIONS

- 12.1 Where there are reasonable grounds and genuine reasons to suspect there is a violation of this Policy, Personnel, Business Partners or Third Party are required to report the particulars of such suspicious to the Group's dedicated channel of reporting.
- 12.2 For the Personnel, Business Partners or Third Party that refuse to accept or offer a bribe or those who report a concern relating to potential act(s) of bribery or corruption, the Group ensure that there will be no repercussions for making genuine reports. The Group will at all times support Personnel, Business Partners or Third Party who raise concerns in good faith under this Policy, even if investigation finds that he/she was mistaken.
- 12.3 All reports made for violation of this Policy will be treated seriously and the Group committed to ensure that no one suffers any detrimental treatment as a result of refusing to take part in bribery or corruption activities, or because of reporting a concern relating to the potential act(s) of bribery or corruption. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment in relation to the concern raised.
- 12.4 Any concerns or reports should be addressed immediately to the Anti-Bribery and Anti-Corruption Compliance Function or Senior Independent Director of the Group if they have reason to believe they have been subjected to unjust treatment as a result of a concern or refusal to accept a bribe.

13. ANTI-BRIBERY AND ANTI-CORRUPTION COMPLIANCE FUNCTION

- 13.1 The Group shall establish and maintain an Anti-Bribery and Anti-Corruption Compliance Function to be responsible for all anti-bribery and anti-corruption compliance matters. Details of the Anti-Bribery and Corruption Compliance Function Structure is attached in Appendix 3.

- 13.2 The Anti-Bribery and Anti-Corruption Compliance Function shall perform their responsibilities below within the Company structure, equipped to act effectively, including but not limited to: -
- (i) provide advice and guidance to personnel on the issues relating to bribery and corruption;
 - (ii) take appropriate steps to ensure that adequate monitoring, measurement, analysis and evaluation on the issues relating to bribery and corruption is performed;
 - (iii) report on the performance of the anti-bribery and anti-corruption management of the employees to the Audit Committee during the Board Meeting;
 - (iv) conduct regular risk assessment to identify the bribery and corruption risks affecting the business and report to the Risk Management Committee during the Board Meeting; and
 - (v) assess the effectiveness of the internal controls in achieving the anti-bribery and anti-corruption objectives and report to the Audit Committee during the Board Meeting.
- 13.3 Appropriate resources shall be provided for effective operation of the management of issues relating to bribery and corruption and that the anti-bribery and corruption compliance function is staffed with persons who have the appropriate competence, status, authority and independence.
- 13.4 The lines of authority for the Anti-Bribery and Anti-Corruption Compliance Function tasked with responsibility for overseeing the anti-bribery and anti-corruption compliance programme shall be directly to the Audit Committee and Risk Management Committee.

14. TRAINING AND COMMUNICATION

- 14.1 This Policy shall be clearly communicated to all Personnel, Business Partners and Third Party at the outset of business relations, and as appropriate thereafter. All Personnel, Business Partners and Third Party must read and understand the position on anti-bribery and anti-corruption and abide to this Policy.
- 14.2 The Group shall conduct training on this Policy as part of the induction process for all new employees. Current employees will also receive on regular basis, relevant training material on how to adhere to this Policy and will be asked to formally accept in writing that they will comply with this Policy.
- 14.3 Human Resources Department shall maintain and kept records of the Personnel which have received training, and produce communicate and update the training schedule accordingly. A signed confirmation of the Policy duly executed Policy by the Personnel shall be kept by the Human Resources Department for the duration of the employment of the said Personnel.
- 14.4 The Group may at any time recommend or provide relevant anti-bribery and corruption training or awareness to any Personnel, Business Partner or Third Party if the Group deemed necessary based on circumstantial requirements and whenever the knowledge on anti-bribery and anti-corruption needs to be enhanced. As good practice, all businesses in the Group shall provide its employees with anti-bribery training from time to time where there is a potential risk of facing bribery or corruption during work activities.

15. RECORD KEEPING

- 15.1 The Group shall keep all financial records and have appropriate internal controls in place to act as evidence to justify the business reason for making payments to, or receiving payments from, third parties.
- 15.2 All Personnel shall declare and keep a written record of the amount and reason for gifts, entertainment, hospitality and travel accepted and given, including donations, sponsorships and expenses of similar nature by whatever name called, and understand that such expenses should be submitted and claimed in accordance with the Group's reimbursement procedures and/or applicable policy.
- 15.3 All records and documents must be kept by the Group for seven (7) years or such time as required by the applicable law.
- 15.4 All documents, accounts and records relating to dealing with Business Partners and Third Party, such as customers, suppliers and business contracts shall be prepared and maintained with strict accuracy and completeness. No accounts should be kept "off-book" to facilitate or conceal improper payments.

16. MONITORING, REVIEWING AND ENFORCEMENT

- 16.1 The adequacy and operating effectiveness of this Policy shall be monitored and the implementation of this Policy shall be reviewed on a regular basis, or at least at yearly basis. Internal control systems and procedures designed to prevent bribery and corrupt gratification will be subjected to regular audits to ensure that they are effective in practice.
- 16.2 The Group is committed to continually improving its policies and procedures relating to this Policy from time to time to improve its effectiveness at combatting bribery and corruption. The Group shall monitor the legal and regulatory regimes where it operates and any changes to its' business environment and risks and identify opportunities for the improvement of this Policy. Personnel, Business Partners and Third Party are encouraged to offer any feedback on this Policy and propose any suggestions on how this Policy may be improved. This Policy will be reviewed periodically and may be amended at any time. All Personnel, Business Partners and Third Party will be notified of any material revisions to this Policy (where relevant).
- 16.3 Any Personnel that found guilty of an act of bribery or corruption in breach of this Policy shall be dealt with according to the Group's disciplinary measures. For Business Partners or Third Party, non-compliance of this Policy may lead to termination of the respective contract without prejudice to the right of the Group to claim for damages.

17. REVISIONS

This Policy shall be reviewed at least once for every three (3) years, to ensure its adequacy in implementation and enforcements.

This Anti-Bribery and Anti-Corruption Policy has been reviewed and approved by the Board on 22 Nov 2022.

APPENDIX 1

PARAGON GLOBE BERHAD

(REGISTRATION NO: 194801000095 (1713-A))

ANTI-BRIBERY & ANTI-CORRUPTION DECLARATION FORM

I, _____ hereby declare that I have read and understood Paragon Globe Berhad's Anti-Bribery and Anti-Corruption Policy. I will abide by the requirements and provisions set out in the Policy.

Name:

Title:

APPENDIX 2

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GIFTS, BENEFITS AND HOSPITALITY DISCLOSURE FORM

Please submit the completed form and other relevant information or documentation relating to the gift (e.g., a photograph of the gift or value of the gift) to the office.

Part A – To be completed by the Employee making the declaration	
Name	
Position	
Department	

Part B – Details of Gifts, Benefits & Hospitality						
No.	Offered To /Offered By <i>*Please circle the appropriate one</i>	Description of Gift(s)	Gift Quantity	Date offered	Estimated Value of Gift (RM)	Decision regarding gifts <i>*Please tick (√) the appropriate one</i>
1.	Name: Position: Organisation:					<input type="checkbox"/> Declined <input type="checkbox"/> Retained <input type="checkbox"/> Donate the gift <input type="checkbox"/> Transferred to organisation <input type="checkbox"/> Distributed to Team Member <input type="checkbox"/> Other, _____
2.	Name: Position: Organisation:					<input type="checkbox"/> Declined <input type="checkbox"/> Retained <input type="checkbox"/> Donate the gift <input type="checkbox"/> Transferred to organisation <input type="checkbox"/> Distributed to Team Member <input type="checkbox"/> Other, _____
3.	Name: Position: Organisation:					<input type="checkbox"/> Declined <input type="checkbox"/> Retained <input type="checkbox"/> Donate the gift <input type="checkbox"/> Transferred to organisation <input type="checkbox"/> Distributed to Team Member <input type="checkbox"/> Other, _____
4.	Name: Position: Organisation:					<input type="checkbox"/> Declined <input type="checkbox"/> Retained <input type="checkbox"/> Donate the gift <input type="checkbox"/> Transferred to organisation <input type="checkbox"/> Distributed to Team Member <input type="checkbox"/> Other, _____

Part B – Details of Gifts, Benefits & Hospitality

No.	Offered To /Offered By <i>*Please circle the appropriate one</i>	Description of Gift(s)	Gift Quantity	Date offered	Estimated Value of Gift (RM)	Decision regarding gifts <i>*Please tick (✓) the appropriate one</i>
5.	Name: Position: Organisation:					<input type="checkbox"/> Declined <input type="checkbox"/> Retained <input type="checkbox"/> Donate the gift <input type="checkbox"/> Transferred to organisation <input type="checkbox"/> Distributed to Team Member <input type="checkbox"/> Other, _____

NOTE:

- All offers of gifts or hospitality valued over **RM300** must be registered and approved in accordance with Group's Code of Conduct, Anti Bribery and Corruption Policy, Whistleblowing Policy, Malaysian Companies Act 2016 and the Malaysian Anti-Corruption Commission Act 2009 and the Malaysia Anti-Corruption Commission (Amendment) Act 2018 or any applicable laws in order to establish a clear policy position to business associates.
- This form is to be completed by the employee within FIVE (5) working days and to be submitted to Human Resource Department for safe keeping after obtaining the approval from the respective personnel/superior.
- This form sets out to disclosure of any Gifts and protect the employees of Group and members of the public to disclose any improper gifting.

RECIPIENT SIGNATURE

Name :
Designation:
Date :

IMMEDIATE SUPERIOR SIGNATURE

Name :
Designation:
Date :

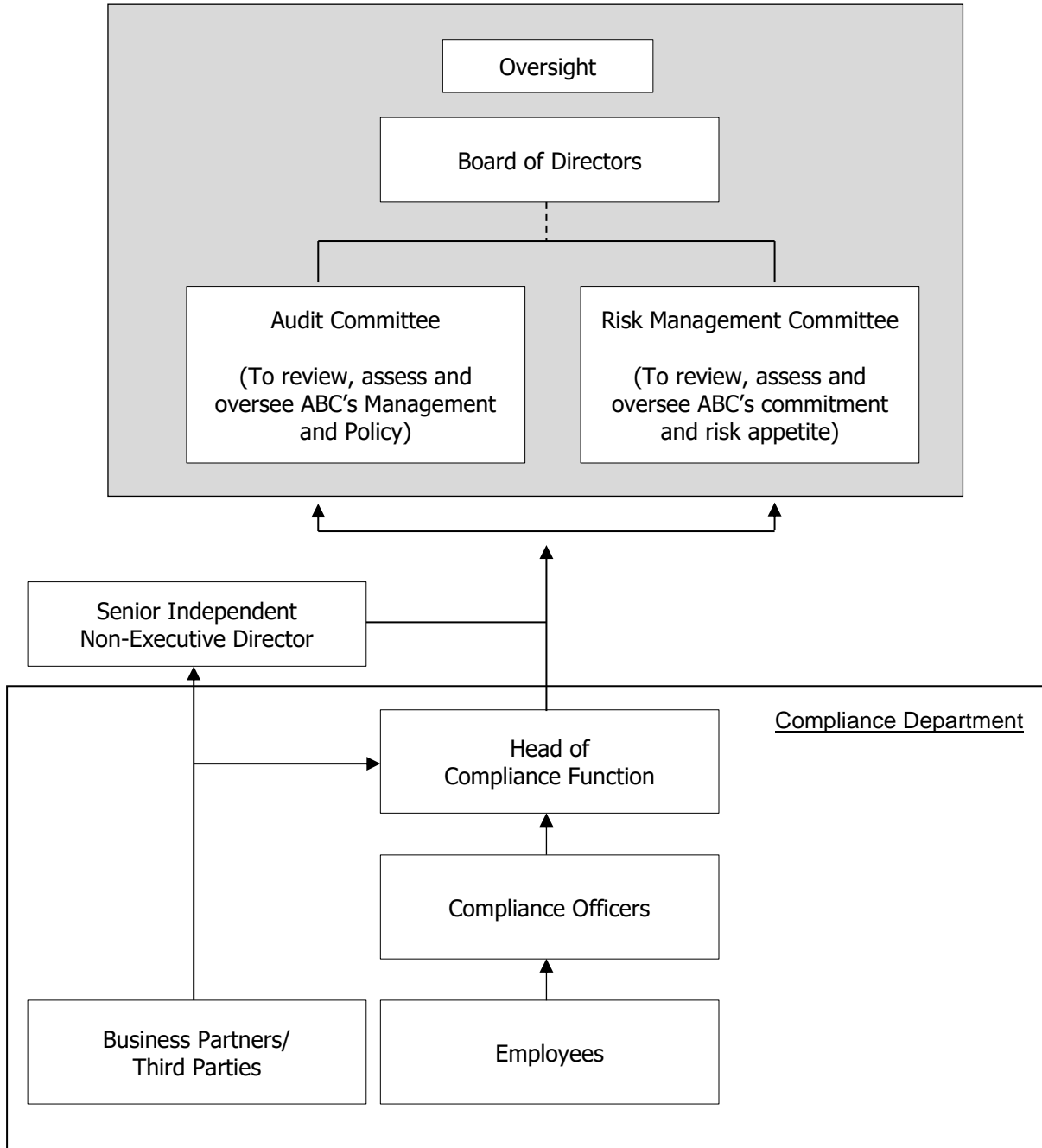
****The information requested on this form is mandatory and needed to address ethics issues involving gift acceptance. Failure to provide the information or to provide accurate or complete information may result in a determination that the gift(s) may not be accepted.*

APPENDIX 3

PARAGON GLOBE BERHAD

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ANTI-BRIBERY AND ANTI-CORRUPTION COMPLIANCE FUNCTION STRUCTURE



With the Board of Directors as its apex, we initiated a three-tiered governing structure that includes cross-functional departments that best represent our business operations during the current financial year. The Board of Directors are supported by both Audit Committee (“AC”) and Risk Management Committee (“RMC”). Both of the AC and RMC are supported by the Senior Independent Non-Executive Director and Head of Compliance Function to oversees the bribery and corruption matters in the Group while the Board remains to have the ultimate responsibility.

The newly set up Compliance Department with the Corporate Compliance Officer playing the role as the Head of Compliance Function which supported by the respective head of departments as the Compliance Officers. Business Partners and Third Parties are report or consult directly with the Senior Independent Non-Executive Director if there is any concern related to bribery and corruption while the employees directly to the Compliance Officers or Head of Compliance. The respective personnel will hold their roles and responsibilities to achieve the goals set and approved by the Board.



PARAGON GLOBE BERHAD

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