



GROUP OF COMPANIES

ANTI-BRIBERY & ANTI-CORRUPTION

POLICY & PROCEDURE

Definition

Words	Meanings
Bribery	Any action which would be considered as an offence of giving or receiving gratification under the MACC Act.
Business Associate	An external party with whom has established, or plans to establish, some form of business relationship or any other parties performing services for and on behalf of PB Group of Companies which may include but is not limited to the service providers, consultants, contractors, suppliers, agents and etc.
Corporate Gift	Something given from one organisation to another, with the appointed representatives of each organisation giving and accepting the gift.
Corruption	Any action which would be considered as an offence under the MACC Act which shall include but not limited to Bribery, fraud, abuse of power and money-laundering.
Conflict of Interest	The influence of a person's own interest; and/or potential of a person's own interest to influence; and/or perception that a person's own interests influence the decision-making process of PB Group of Companies. Conflict of Interest shall include but shall not be limited to situations where a personal interest is or may be considered to interfere with a person's objectivity in performing or exercising his duties/judgement on behalf of PB Group of Companies.
Donations and Sponsorship	Charitable contributions and sponsorships made to support the community.
Directors	Directors include all independent and non-independent directors, executive and non-executive directors of PB Group of Companies and shall also include alternate or substitute directors.
Employees	All individuals with whom PB Group of Companies has a contract of/for service, including but not limited to permanent and temporary employees and Directors.
Exposed Position	A position identified as susceptible to Bribery and Corruption through risk assessment. Such position may include but is not limited to roles involving procurement, financials, sales, relations with government officials or government departments or any other positions which PB Group of Companies has identified as vulnerable to Bribery and Corruption.
Facilitation Payment	A payment or other provision made personally to an individual in control of a process or decision. It is given to secure or expedite a routine or administrative duty or function.

Festive Gift	Traditional treats or gifts customary to the occasion such as hampers, and etc.
Gratification	<p>Include the following:-</p> <ul style="list-style-type: none">(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 or 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).
MACC Act	The Malaysian Anti-Corruption Commission Act 2009 (Act 694) and any statutory modification, amendment or re-enactment thereof for the time being in force.
Policy and Procedure	This Anti-Bribery and Anti-Corruption Policy and Procedure which shall be inclusive of any amendments, variations or additions thereto and all substitutions thereof by PB Group of Companies from time to time.
PB Group of Companies	PB Realty Sdn. Bhd. (Company No. 338851-D) being the principal company appointed and/or any of its subsidiaries, related companies, associated companies or companies with common directors and shareholders.



1. Objective

- 1.1. The Policy and Procedure sets out PB Group of Companies' position on Bribery and Corruption in all its forms and matters that may arise in PB Group of Companies' day to day operations.
- 1.2. The Policy and Procedure shall serve as a guideline on how to recognize and deal with Bribery and Corruption issues which may arise in the course of business and to ensure PB Group of Companies' businesses are conducted in honest, ethical and transparent manner.
- 1.3. This Policy and Procedure is not intended to provide definitive answers to all questions regarding Bribery and Corruption but is instead envisioned to provide a basic introduction on how PB Group of Companies combats Bribery and Corruption in furtherance of its commitment to fair, lawful and ethical behavior at all times, in addition to being designed to avoid situations in which Bribery and Corruption may take root.

2. Policy Statement

- 2.1. PB Group of Companies is committed to conduct business activities in the highest ethical standards, honest and transparent manner with integrity and in compliance with all applicable laws, including the MACC Act. PB Group of Companies has adopted zero-tolerance approach against all forms of Bribery and Corruption and takes a strong stance against such acts.
- 2.2. Failure to comply with this Policy and Procedure, whether intentional or not, may lead to disciplinary action and criminal liability for the individual(s) involved.
- 2.3. Take note that any person who commits an offence under sections 16, 17, 20, 21, 22 and 23 of the MACC Act, shall on conviction be liable to:-
 - (a) imprisonment for a term not exceeding twenty years; and
 - (b) a fine of not less than five 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 a pecuniary nature, or ten thousand ringgit, whichever is the higher.
- 2.4. Take note that any commercial organization who commits an offence under section 17A(2) of the MACC Act shall on conviction be liable to a fine of not less than ten 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 ringgit, whichever is the higher, or to imprisonment for a term not exceeding twenty years or to both.

3. Applicability

3.1. This Policy and Procedure shall apply to the following persons:-

- (a) The Directors of PB Group of Companies;
- (b) The Employees of PB Group of Companies; and
- (c) Business associates of PB Group of Companies.

(collectively referred to as “**the Parties**” or individually as “**the Party**”)

3.2. Any arrangement PB Group of Companies make with these Parties are subject to clear contractual terms including specific provisions that require the third party to comply with standards and procedures.

3.3. In the event of doubt in relation to this Policy and Procedure, the Parties shall contact any member of the Ethics and Compliance Committee of PB Group of Companies immediately. The current members of the Ethics and Compliance Committee are as follows:

- (a) Chairman: Datuk Seri Poh Geok Seng
- (b) Members: 1. Ong Keh Yang
2. Liew Sook Yee

3.4. Employees of PB Group of Companies shall be required to adhere to industry best practice and accepted standard of behavior and shall be required to execute *Employee Declaration Form (PB-ABAC-001)* for PB Group of Companies’ record.

3.5. Joint venture companies in which PB Group of Companies are non-controlling shareholder or partner and associated companies are encouraged to adopt this Policy and Procedure as the bare minimum or similar principles and standards as part of their anti-corruption framework.

4. Responsibilities of the Parties

4.1. The Parties shall be responsible for the comprehension and compliance of this Policy and Procedure which shall include the following:-

- (a) To familiarize themselves with the requirements and directives of the Policy and Procedure and communicate them to their subordinates (if any);
- (b) To promptly record all transactions of Gifts, Entertainment, Hospitality, Travel, Donation and Sponsorship (collectively referred to as “**GEHTDS**”) (received due to the Parties’ relationship with PB Group of Companies) accurately and in reasonable detail;
- (c) To escalate any suspicious transactions to the Chairman of the Ethics and Compliance Committee for guidance on next course of action;

- (d) To promptly report violations or suspected violations of the Policy and Procedure and/or the MACC Act through appropriate channels; and
- (e) To attend and complete all trainings and assessments in relation to the Policy and Procedure.

5. Anti-Bribery and Anti-Corruption

5.1. All forms of Bribery and Corruption shall be prohibited. Bribery and Corruption may take the form of exchange of money, goods, services, property, privilege and/or preferential treatment. The Parties shall not, whether directly or indirectly, offer, give, receive or solicit any gratification, in an attempt to influence decisions or actions of any person, with intent to:

- (a) obtain or retain business for PB Group of Companies; or
- (b) obtain or retain an advantage in the conduct of business for PB Group of Companies.

5.2. The Parties shall not participate in any corrupt or unethical activity including but not limited to extortion, abuse of power, fraudulent trading and/or money laundering. During transaction or business arrangement, you are expected to ask question and look out for corruption and bribery “red flags”. If you are unsure of the next course of action, you should consult the Ethics and Compliance Committee and should not ignore the red flags. Transaction may not proceed if there are “red flags” yet to be resolved.

5.3. Examples of “red flags” include but not limited to the followings:

- (a) The other party has a reputation or history of bribery;
- (b) Excessive reliance on third-party agents or “middleman”;
- (c) Unusual payment terms, such as large upfront payment or via agents;
- (d) Large amount of cash payment;
- (e) Payments to private account or offshore bank account;
- (f) Large charity contribution or sponsorship;
- (g) Gifts – lavishness, secrecy, inaccurate records;
- (h) Request for invoice with amount differ from the payment;

- (i) The other party refuses to disclose its owners, partners or principals;
 - (j) Objection to anti-bribery representations and warranties in commercial agreements or negative response when told of such requirements
 - (k) The transaction involves a country known for a high incidence of corrupt payments; and/or
 - (l) Family, business or other “special” ties with government or public officials
- 5.4. This Policy and Procedure shall apply to PB Group of Companies’ business dealings with commercial and government entities, and shall include interactions with their Directors, employees, agents and other appointed representatives.
- 5.5. PB Group of Companies shall award contracts based on merits and shall consider them at arm’s length. Support letters in all forms shall not be recognized as part of the business decision-making process of PB Group of Companies.
- 5.6. PB Group of Companies’ internal audit function shall conduct regular risk assessments once in every three (3) years, with intermittent assessments conducted, when necessary, in relation to Bribery and Corruption.

6. Conflict of Interest

- 6.1. Conflict of interest may arise directly or indirectly through an intermediary, such as third party, friends or family or when an employee is or could be influenced by a personal interest in carrying out his or her duties in PB Group of Companies’ business environment and activities. A conflict of interest can be intentional, perceived or potential. Conflict of interest is an act that leads to partial decision making which constitute the element of a corrupt conduct.
- 6.2. As such, PB Group of Companies encourage all employees to report through submission of [Conflict of Interest Disclosure Form \(PB-ABAC-002\)](#) of any actual or potential conflict of interest such as family relation, financial relation or other connection directly or indirectly related to their line of work when necessary.
- 6.3. The Parties shall avoid or appropriately deal with situations in which Conflict of Interest arise or may arise and they shall not use their position to gain advantage or to cause disadvantage to PB Group of Companies.

7. Business Associate

- 7.1. PB Group of Companies are committed to uphold the highest standard of ethics and integrity in all aspects of its procurement and sales activities. All Business Associates of PB Group of Companies shall refrain from Bribery and Corruption.
- 7.2. If suspicion of Bribery and Corruption arises in any collaboration with the Business Associate, PB Group of Companies shall be entitled to terminate the contract with the Business Associate and replace with another Business Associate.
- 7.3. PB Group of Companies shall endeavor to include clauses in contracts which shall enable PB Group of Companies to terminate any contract in which there is suspicion of Bribery or Corruption.
- 7.4. Prior to entering into any formalized relationships and in the event of suspicious behavior, allegations and/or investigations relating to Bribery and Corruption in relation to collaboration between PB Group of Companies and Business Associate, PB Group of Companies shall conduct due diligence on any relevant parties which shall include but not be limited to conducting searches through relevant database, conducting background checks and interviews to identify relationships with other parties and documenting the reasons for choosing one particular Business Associate over another.
- 7.5. All Business Associates shall be required to adhere to industry best practice and accepted standard of behavior and shall be required to execute the [Anti-Bribery and Anti-Corruption Declaration \(PB-ABAC-003\)](#) and the [Business Associates Due Diligence Questionnaire \(PB-ABAC-004\)](#) for PB Group of Companies' record.
- 7.6. If any red-flags are raised, these issues must be resolved. If it is not resolved, then the Business Associate shall be barred from being on the list of registered contractors / suppliers / customers / business associates and/or disqualified from participating in any of PB Group of Companies' business dealings.

8. Dealing with governments and public officials

- 8.1. Any improper or secret payments or transfer of items of any value (including gifts, business hospitality and facilitation payments) to a government official or person associated with government officials to persuade that official or person to help the company to obtain undue or illegal benefits is strictly prohibited.
- 8.2. The advantage to government and public official is strictly prohibited even if:-
 - (a) The benefits is not to the party who granted the advantage but for another party. For example, offer benefits such as gifts, travel expenses and scholarship to a family member of a government officer to influence a decision;

- (b) The benefits transfer through intermediaries or a third party with the knowledge that all or part of the payment will contribute directly or indirectly as an improper, secret or facilitation payment to a government officer;
 - (c) The business is not with the government and public official;
 - (d) The advantage granted does not result in the expected award of business or service;
 - (e) The government or public officials initially suggested or solicited the advantage.
- 8.3. PB Group of Companies' employees must comply with all applicable laws, conduct themselves with integrity and apply the highest ethical standards whenever they deal or otherwise engage with government, government agencies, regulatory bodies, statutory bodies (whether local or foreign) and any of its officials.

9. Gifts, Entertainment, Hospitality, Travel, Donation and Sponsorship

- 9.1. PB Group of Companies prohibits both the giving and receiving of GEHTDS which may influence business decisions. As GEHTDS varies between countries and regions, what may be normal and acceptable in one region may not be in another. The intention behind the GEHTDS should always be considered, so that it does not create an appearance of bad faith and impropriety and should not be misunderstood by others to be a bribe.
- 9.2. PB Group of Companies shall maintain a GEHTDS register to record GEHTDS received or provided **more than RM500.00** for audit purposes. Such designated register shall state the gift's nature, its value, the name of the provider, name of the recipient, reason or occasion for the gift.
- 9.3. PB Group of Companies shall avoid offering and/or accepting GEHTDS from any government officials and/or Business Associate without the approval from the Director of Human Resources Department and/or the relevant decision-makers according to their limits of authority. PB Group of Companies and the Parties shall not solicit any GEHTDS from any Business Associate directly or indirectly.
- 9.4. PB Group of Companies require for any GEHTDS to be offered and/or accepted at the premises of PB Group of Companies only. In the event that the employees of PB Group of Companies have been offered and/or received any GEHTDS outside of PB Group of Companies' premises, regardless of the amount or value of the gift and if the gift is made personally to the employee, the recipient must declare and inform the Ethics and Compliance Committee. The Ethics and Compliance Committee shall be responsible to exercise proper care and judgment by taking into account the pertinent circumstances in determining the appropriate treatment of the gifts
- 9.5. PB Group of Companies allow appropriate business related GEHTDS if the following principles are observed:-

(a) Transparency

Receipt and/or provision of any GEHTDS which shall not be more than RM500.00.

(b) Recipients

Receipt and/or provision of any GEHTDS shall not result in Conflict of Interest.

(c) Ability to Influence

Receipt and/or provision of any GEHTDS shall not occur if it may influence the direction of a business decision.

(d) Value

Receipt and/or provision of any GEHTDS shall not be more than RM500.00 and shall not be so frequent as to place the recipient under an obligation. Any GEHTDS which are more than RM500.00 shall be recorded on PB Group of Companies' designated register which shall be made available for audit purposes.

(e) Purpose

Receipt and/or provision of any GEHTDS offered openly in the normal course of business to promote good relations and/or mark special occasions shall not be interpreted as to gain unmerited advantage or cause disadvantage to others.

- 9.6. If there may be potential conflict of interest due to acceptance of a gift, the gift shall be politely returned with a letter of explanation of PB Group of Companies' "no gift" policy even if refusal of the gift and/or hospitality may be considered as disrespectful or may offend the other party. The letter shall be signed by a member of the Ethics and Compliance Committee.
- 9.7. PB Group of Companies shall ensure that all Donation and Sponsorship are given through legal and proper channels and that proper authorization has been obtained from the Director of Human Resources Department and/or the relevant decision-makers according to their limits of authority. Such Donation and Sponsorship shall be properly documented. Particular care shall be taken in ensuring that the charities or sponsored organizations on the receiving end are valid bodies and are able to manage the funds properly. PB Group of Companies shall take steps to ensure that donations to foreign-based charities or beneficiaries are not disguised illegal payments to government officials nor act as conduit to fund illegal activities in violation of any applicable law. When in doubt, the Parties shall escalate the matter to any member of the Ethics and Compliance Committee to determine the authenticity of such requests.
- 9.8. Corporate Gifts and/or Festive Gifts may be given to any Business Associate provided it is made for the right reason, not obligatory, not expecting any favours or advantage in return, made openly and legally, subject always to **a maximum of RM1,000.00** in

value. Any Corporate Gifts and/or Festive Gifts that exceeds RM1,000.00 shall be properly approved and minute by the Ethics and Compliance Committee.

- 9.9. If any Party is unclear about its obligations under this Policy and Procedure or have doubt about the scope of applicable laws or PB Group of Companies' policies concerning Bribery and Corruption, the Party shall check with any member of the Ethics and Compliance Committee immediately. The Committee member may further escalate any query to the Director(s) of PB Group of Companies to determine if legal advice is necessary.
- 9.10. Further instructions on the acceptance of GEHTDS may be referred to in the "**No Gift Policy**" appended herein as "**Appendix I**".

10. Non-Compliance

- 10.1. PB Group of Companies shall take immediate action against any Party who does not adhere to the Policy and Procedure. This may include but is not limited to disciplinary proceedings, termination of contract of employment, business arrangements, initiation of legal action and/or notification to the authorities.
- 10.2. PB Group of Companies shall notify the relevant regulatory authority if any identified bribery or corruption incidents have been proven.
- 10.3. Where notification to the relevant regulatory authorities have been done, PB Group of Companies shall provide full co-operation to the said regulatory authorities if necessary, including further action that such regulatory authority may decide to take against the said Employee.

TAKE NOTE that any Party found guilty by the authorities pursuant to Section 17A(2) of the MACC Act, is punishable by a fine not less than ten (10) times the sum or value of the gratification which is the subject matter of the offence, where the gratification is capable of being valued or is of a pecuniary nature, or RM1.0 million, whichever is higher or imprisonment for a term not exceeding 20 years or both. PB Group of Companies may also be liable if it fails to prevent bribery by an associated person¹ for PB Group of Companies' benefit.

Note:

¹ A person who performs any services or functions on behalf of another person, or under the instruction of another party, who works/ deals with PB Group of Companies.

11. Record Keeping for Managing Documentation

- 11.1. PB Group of Companies shall keep and maintain data, record and documents in accordance with statutory and regulatory requirements. PB Group of Companies shall have appropriate internal controls in place to safe-keep, archive, retrieve, retain and store proper records.
- 11.2. PB Group of Companies shall ensure that all GEHTDS are recorded in the designated register in a timely manner.

12. Whistleblowing Channel

- 12.1. PB Group of Companies encourage openness and transparency in its commitment to the highest standard of integrity and accountability.
- 12.2. PB Group of Companies shall establish a Whistleblowing Policy which contains details of PB Group of Companies' policies and procedures in relation to disclosure of any known malpractices or wrongdoings which are occurring or have occurred or may occur in PB Group of Companies.
- 12.3. The Parties who encounter actual or suspected violations of this Policy and Procedure shall report their concerns promptly and at the earliest opportunity so that corrective action can be taken as soon as possible. The Parties shall ensure that suspected Bribery and Corruption incidents are reported promptly via PB Group of Companies' email designated for whistleblowing matters: whistleblow@pbrealty.com.my or submission of the [Whistleblower Reporting Form \(PB-ABAC-005\)](#).
- 12.4. Reports shall be made in good faith, either anonymously or otherwise. Such reports shall be addressed by the Ethics and Compliance Committee in a timely manner and without instilling fear of reprisal regardless of the outcome of any investigation.
- 12.5. Details of PB Group of Companies' policies and procedures in relation to disclosure of any known malpractices or wrongdoings which are occurring or have occurred or may occur in PB Group of Companies may be referred as "**Whistleblowing Policy and Procedure**" appended herein as "**Appendix II**".

13. Awareness and Training

- 13.1. PB Group of Companies are committed to and shall arrange awareness-refresher by disseminate internal and external training and communications to ensure that all Parties have constant awareness in relation to the Policy and Procedure and to continuously promulgate integrity and ethics.
- 13.2. New recruits and/or Employees promoted shall undergo the anti-bribery and anti-corruption training in relation to the Policy and Procedure.

- 13.3. The Ethics and Compliance Committee may at any time recommend certain employees to be subject to training and/or refresher programs in relation to the Policy and Procedure if deemed necessary based on circumstantial requirements.
- 13.4. All trainings and awareness-refresher programs shall be documented.

14. Recognition of local and international legislations

- 14.1. PB Group of Companies are committed to and shall conduct its business ethically and in compliance with all applicable laws and regulations.
- 14.2. In the event that any clause in this Policy and Procedure is inconsistent with or in breach of any applicable laws and regulations, the Ethics and Compliance Committee shall take immediate steps to change or amend the Policy and Procedure.

15. Risk Assessment and Control Measures

- 15.1. Risk Assessment forms the basis of PB Group of Companies' anti-corruption efforts. As such, PB Group of Companies shall conduct internal and/or external corruption risk assessments annually and when there is a change in law or circumstances of the business.
- 15.2. PB Group of Companies shall implement and effectively manage routine Anti-Bribery and Anti-Corruption measures as deemed appropriate to ring-fence the organisation against possible legislative liabilities, as well as undertake ad-hoc measures deemed required based on circumstantial requirements that presents during the course of operation.
- 15.3. For this purpose, PB Group of Companies shall disseminate to employees any recent case laws, newspaper reports, and/or announcements by the MACC websites, and when required, to conduct additional trainings to create awareness of areas which could possibly be of an offence under the MACC.

16. Monitoring, Periodic Review and Disclosure

- 16.1. PB Group of Companies are committed to and shall continually improve the Policy and Procedure and may therefore endeavor to develop further integrity measures.
- 16.2. All Directors shall conduct a review on the effectiveness of the implementation of this Policy and Procedure at appropriate intervals, considering its suitability, adequacy, and effectiveness.

- 16.3. This Policy and Procedure shall be updated, amended or revised from time to time to ensure its adequacy in implementation and enforcement and adopted by the Directors as they deem appropriate.
- 16.4. This Policy and Procedure shall be posted on PB Group of Companies' website.

Dated this 15 day of June 2022.



Director of PB Group of Companies



Chairman of Ethics and Compliance Committee

APPENDIX I
NO-GIFT POLICY

PB Group of Companies are committed to the highest standards of ethics, honesty, and good governance in all aspects of its business operation. The core value of PB Group of Companies shall apply to every aspect of our business. In line with the commitment, PB Group of Companies adopts a “No-Gift Policy” (hereinafter referred to as “**No-Gift Policy**”) to reinforce the commitment.

1. Purpose

The purpose of this No-Gift Policy is to maintain ethical work and business relationship and to avoid any conflict of interest or the appearance of such conflict in the existing or potential business dealings between PB Group of Companies and external parties. This No-Gift Policy also serves to demonstrate PB Group of Companies’ commitment to provide equal treatment to all individuals and/or organizations that are in contact with PB Group of Companies.

2. Interpretation

- (a) “Gifts” means cash money, free fares, shares, lottery tickets, travelling facilities, entertainment expenses, services, club membership, any form of commission, hampers, jewellery, decorative items and any item of high value; and
- (b) “Person or persons associated with PB Group of Companies” means the directors, partners, employees, any other person who perform services for or on behalf of PB Group of Companies including but not limited to contractors, agents, distributors, suppliers, joint venture partners and other business associates.

3. Application

This No-Gift Policy is applicable to person or persons associated with PB Group of Companies and their immediate family members.

4. Policy Statements

- (a) PB Group of Companies prohibit person or persons associated with PB Group of Companies from providing or receiving gifts of any kind, save and except for those set out in paragraph 5 below, to or from any external party that are offered directly or indirectly both within and outside the work premises at any time.
- (b) PB Group of Companies require person or persons associated with PB Group of Companies to inform all existing or future external parties involved in any business dealing with PB Group of Companies that PB Group of Companies has

practiced a “No-Gift Policy” and to request the external party’s understanding for and adherence with this No-Gift Policy.

- (c) In the event person or persons associated with PB Group of Companies receives gifts from any individual or organization of **more than RM500.00**, such person shall declare the gifts by filling a *Gift Reporting Form (PB-ABAC-006)* or such other forms provided by the Ethics and Compliance Committee for them to decide on the following:
 - i) To return the gifts with a note of explanation immediately; or
 - ii) In the event the gifts fall within any category of exception, to share and distribute the gifts to the entire staff of PB Group of Companies, to place the gifts at common area for display, to donate the gifts to a charitable organization or any other methods which the Ethics and Compliance Committee deems appropriate.
- (d) The *Gift Reporting Form (PB-ABAC-006)* or such other forms shall disclose the information on the nature of the gift, the value of the gift, the names of the provider and recipient, and the reasons for receiving or providing the gift.
- (e) The Ethics and Compliance Committee shall be responsible to exercise proper care and judgment by taking into account the pertinent circumstances in determining the appropriate treatment of the gifts.

5. Exception

- (a) Gifts exchanged at PB Group of Companies level such as gifts exchanged between companies as part of an official company visit or courtesy call and thereafter the gifts shall be treated as PB Group of Companies’ property;
- (b) Gifts bearing the logo of PB Group of Companies such as T-shirts, pens, diaries, calendars, umbrellas and other small promotional items that are given out equally to members of the public as part of the brand building or promotional activity of PB Group of Companies;
- (c) Gifts such as commemorative gifts, door gifts, cards, thank you notes, certificates or other forms of token of appreciation or recognition that the persons associated with PB Group of Companies provide as event organizer, or receive as members of the public at official functions such as seminars, conferences, training events, workshop etc that are given equally to all participants of the event;

- (d) Gifts or contributions in any form to charitable organizations or individuals on a charity basis under PB Group of Companies' corporate social responsibility framework, policies or guidelines;
- (e) Gifts of food and/or consumables shall be regarded as belonging to the entire staff of PB Group of Companies even if addressed to an individual. Under no circumstances may an individual take the gifts of food home and it must be shared and distributed to the entire staff;
- (f) Gifts of perishable nature such as plants and flowers may be displayed at the lobby, reception or at any common area where all Employees may enjoy their presence; and
- (g) Such other exceptions as may be approved by the Ethics and Compliance Committee from time to time.

Notwithstanding the above, all gifts received or provided by PB Group of Companies above **RM500.00** must be declared and recorded in the [Gift Reporting Form \(PB-ABAC-006\)](#) or such other forms as may be prescribed by the Ethics and Compliance Committee and to be filled into the designated register.

6. **Non-compliance**

PB Group of Companies shall take immediate action including but not limited to disciplinary action, termination of employment or such other actions as PB Group of Companies deems fit and appropriate against any individual who had violated this policy.

7. **Raise a concern**

Person or persons associated with PB Group of Companies are encouraged to raise concerns about any issue or suspicion of malpractice to the Ethics and Compliance Committee at the earliest possible stage.



We appreciate your understanding and support in complementing our effort to conduct business with the highest standards of ethics.

Dated this 15 day of June 2022.



Director of PB Group of Companies



Chairman of Ethics and Compliance Committee

APPENDIX II

Whistleblowing Policy and Procedure

1. Whistleblowing

- 1.1. PB Group of Companies are committed to create value and contribute to society's progress and development through business activities. As responsible companies, PB Group of Companies are committed to conduct its businesses ethically with integrity, law-abiding spirit and professionalism.
- 1.2. PB Group of Companies takes serious view of any improper or potentially improper conduct which compromises PB Group of Companies' interests and aspirations.
- 1.3. As such, PB Group of Companies have established this Whistleblowing Policy and Procedure (hereinafter referred to as "Whistleblowing Policy") to encourage and provide a trusted avenue to all employees and external parties to disclose or report any illegal, unethical, and/or questionable practice or improper conduct committed or about to be committed within PB Group of Companies.
- 1.4. This Whistleblowing Policy aims to establish a robust, transparent and accountable communication channel for Employees and Business Associates of PB Group of Companies to voice their concerns in an effective, responsible and secured manner when they become aware of actual or potential wrongdoings that will cause us to fall short of our social and corporate responsibilities; and enable PB Group of Companies to take swift, fair and effective corrective actions that will enable us to comply with our social and corporate responsibilities and maintain the support and trust of Employees and Business Associates.
- 1.5. This Whistleblowing Policy may be updated or amended from time to time by the Ethics and Compliance Committee.

2. Scope of Improper Conduct

- 2.1. Whistleblowing Policy provides a system that enable PB Group of Companies' Employees and Business Associates acting in good faith to raise concerns and disclose actual or potential improper conduct in PB Group of Companies. Improper Conduct may include but not limited to the following:
 - (a) Any criminal offences;
 - (b) Fraud, dishonesty, theft or embezzlement;
 - (c) Violation of applicable laws and regulations;
 - (d) Breach of PB Group of Companies' Anti-Bribery and Anti-Corruption Policy;

- (e) Giving, solicitation or acceptance of bribes;
- (f) Corruption;
- (g) Unauthorized disclosure or sale of company information;
- (h) Falsification of reports or documents;
- (i) Abuse of Power;
- (j) Conflict of Interest;
- (k) Misuse or misappropriation of PB Group of Companies' funds, assets or information; and/or
- (l) Attempts to cover any of the aforementioned.

3. Procedure for Disclosure of Improper Conduct

- 3.1. Employees and Business Associates should report their concerns at the earliest opportunity so that corrective action can be taken as soon as possible. Disclosure of improper conduct may be done by sending an email with the relevant details to whistleblow@pbrealty.com.my or submission of the [Whistleblower Reporting Form \(PB-ABAC-005\)](#).
- 3.2. The Whistleblower is encouraged to raise concerns promptly and provide information such as "who", "what", "when", "where", and "how" the improper conduct or irregularity took place along with evidence of the same such as documents, pictures, conversation logs and etc. to allow effective action to be taken. Insufficient details in the whistleblowing report may impede the investigation and resolution of the concerns raised.
- 3.3. Disclosure shall be made in good faith, free from malicious intent, and shall not be for personal gain. PB Group of Companies strictly prohibits frivolous, vexatious or mala fide disclosure. If the subsequent investigation reveals that the disclosure was made with malicious intent, appropriate action may be taken against the whistleblower.
- 3.4. The reporting avenue is secured and are only accessible by authorized personnel. The monitoring and execution of this Whistleblowing Policy will be placed under the supervision of the Ethics and Compliance Committee. The Chairman of the Ethics and Compliance Committee shall be the chair for the meeting where a quorum of no less than two (2) members are present and in the absence of the Chairman, another member of the Ethics and Compliance Committee shall be the chair.

- 3.5. Where any member of the Ethics and Compliance Committee is the subject of the investigation, the member will be excluded from attending any meeting of the Committee.

4. Protection of the Whistleblower

- 4.1. Employees and Business Associates are encouraged to disclose their full name, NRIC as well as contact details such as telephone number and email address when making the whistleblowing report. This will enable PB Group of Companies to accord the person making the whistleblowing report necessary protection under this Whistleblowing Policy and also obtain more details pertaining to the whistleblowing report.
- 4.2. Whistleblowing reports may be made on an anonymous basis. However, natural justice usually requires that the details and identity of the Employee or Business Associate submitting the whistleblowing report be disclosed in any disciplinary investigation or action to be taken against the person(s) which is a subject of the complaint in the whistleblowing report. Anonymous whistleblowing reports will therefore be considered at the discretion of the Ethics and Compliance Committee. In exercising this discretion, the Ethics and Compliance Committee will consider the seriousness of the issues raised, the credibility of the whistleblowing report and the likelihood of confirming the allegation from the relevant source.
- 4.3. Whistleblowers are given the following protection under the Whistleblower Protection Act 2010:
 - (a) Protection of confidential information;
 - (b) Immunity from civil and criminal action; and
 - (c) Protection against detrimental action.
- 4.4. In order for PB Group of Companies to provide the above protection, the Whistleblower is encouraged to provide his name and contact details. The details of the Whistleblower shall be kept confidential at all times.

5. Exclusion from Protection

- 5.1. Pursuant to section 11 of the Whistleblower Protection Act 2010, protection of a Whistleblower shall be revoked or excluded in the following instances:
 - (a) The Whistleblower himself has participated in the improper conduct disclosed;

- (b) The Whistleblower has willfully made in his disclosure of improper conduct a material statement which he knew or believed to be false or did not believe to be true;
- (c) The disclosure of improper conduct is frivolous or vexatious;
- (d) The disclosure of improper conduct principally involves questioning the merits of government policy, including policy of a public body;
- (e) The disclosure of improper conduct is made solely or substantially with the motive of avoiding dismissal or other disciplinary action; or
- (f) The Whistleblower, in the course of making the disclosure or providing further information, commits an offence under the Whistleblower Protection Act 2010.

6. Whistleblowing Investigation

- 6.1. Upon receipt of the whistleblowing report, the Ethics and Compliance Committee will as soon as practicable establish a Whistleblowing Investigation Team comprising appropriate and suitably qualified personnel to investigate the concerns disclosed in the whistleblowing report in a fair and objective manner and at its discretion, consider involving any other or additional officer of PB Group of Companies and/or Ethics and Compliance Committee and/or an outside agency for the purpose of investigation. The investigation itself would not tantamount to an accusation and is to be treated as a neutral fact-finding process. If the Whistleblowing Investigation Team finds that the alleged wrongdoing or misconduct is true, PB Group of Companies will take appropriate action including disciplinary action, termination of contract and establishing new controls to prevent recurrence of the wrongdoing or misconduct in PB Group of Companies.
- 6.2. A member of the Whistleblowing Investigation Team or an officer appointed by the Ethics and Compliance Committee will within ten (10) working days, contact the person who submitted the whistleblowing report to acknowledge that the report has been received and indicate briefly how the report will be dealt. The Ethics and Compliance Committee is not obliged to contact the persons who submitted the whistleblowing report anonymously.
- 6.3. The Whistleblowing Investigation Team will keep a record of all steps taken in response to each whistleblowing report received as well as how the concerns raised were solved. The Whistling Investigation team will report their findings to the Ethics and Compliance Committee and Board of Directors.




- 6.4. The Ethics and Compliance Committee will inform the whistleblower the completion of investigation but, the details of the findings shall not be disclosed to the whistleblower.

Dated this 15 day of June 2022.



Director of PB Group of Companies



Chairman of Ethics and Compliance Committee