

OCB BERHAD GROUP
ANTI-CORRUPTION POLICY

It is the policy of OCB Berhad and its group of companies to promote an ethical code of conduct with the highest level of integrity in all of our business dealings. We have adopted a zero-tolerance approach to all forms of corruption. This Anti-Corruption Policy reiterates our commitment to conduct our business within the provision of all the applicable anti-corruption regulatory requirements and to ensure mandatory compliance among our organization, directors, officers and employees.

Our commitments are:

- To conduct our business dealings in a manner that is fair, honest, transparent and with integrity.
- To provide our personnel the necessary training and awareness of their responsibilities related to this policy.
- We shall not give, agree to give, promise to give, offer to or accept from any individual or entity any gratification or inducements, whether directly or indirectly to gain or retain business, or an advantage for our organization, or for any other purposes.
- We will encourage our employees to be vigilant and to provide the procedures to report any suspicious form of corrupt practices, to ensure that the sensitive information is appropriately handled.
- To take a firm and vigorous actions against any personnel who engages in any such corrupt practices.

This is our commitment to the Anti-Corruption Policy. It will assist us to further improve our corporate governance and help promote a sustainable business environment that each of our employees can be proud of.

MOHD HARRIS BIN PARDI

Chief Operating Officer cum Executive Director
OCB Berhad Group of Companies

Date: 1 June 2020

STANDARD OPERATING PROCEDURE ANTI-CORRUPTION

1 Objective

To provide information and guidance to those working for the OCB Berhad Group of Companies ("the Group") how to recognize and report on any incidence of corruption or gratification or bribery that has happened or may be happening with any employee or agents of the Group.

2 Scope

This Standard Operating Procedure ("SOP") applies to all employees (including full-time, contract, part-time, temporary staff or interns) and any other person providing services to the Group, including consultants, vendors, independent contractors, external agencies and/or any other party with a business relationship with Group ("agents").

3 Responsibilities of Key Personnel

3.1 Board of Directors

Agree and sets out the Anti-Corruption Policy ("Policy").

3.2 Corporate Level

- To implement the Policy by setting out the Anti-Corruption SOP.
- To approve relevant anti-corruption training on compliance and awareness for employees.
- To evaluate the effectiveness of the procedures adopted from time to time and advise the Board of Directors of any changes that may be required of the Policy.

3.3 Management

- To communicate the Policy and standard operating procedure to all employees.
- To communicate the Policy to all agents of the Group.
- To recognize the types of gratification, bribery and corruption that may occur within the business of the Group.
- To ensure an adequate system of internal control exists and operates effectively to minimize the opportunity for employees and agents to receive or give or offer any form of gratification, a bribery inducement in the conduct of the Group's business for personal benefit or for the benefit of the Group.
- To ensure new employees and agents are given approved briefing on Anti-Corruption Policy and SOP.

3.4 Employees

- To act ethically and with integrity at all times especially when he or she is representing the Group.
- To report any incidence of gratification, bribery or corruption to the person specified in Section 6 below as soon as the employee has knowledge or becomes aware of such incidence.
- To not give, agree to give, promise or offer to or accept from any person/party, any form of gratification or bribery either voluntarily or when asked to do so in the conduct of the Group's business for personal benefit or for the benefit of the Group.

4 Forms of Corruption

4.1 Bribery

Bribery is an inducement or reward offered, requested, promised or provided with the intent to obtain or retain any commercial, contractual, regulatory, business or personal advantage in the conduct of business for the Group. Hence, the employees shall not:

- give, agree to give, promise, or offer to any person/party any gratification payment, gift, hospitality or other benefit with the intent that a business or advantage will be received or retained in return, or to reward any business received or retained.
- accept any offer from any person/party that he/she knows or suspects, is made with the intent that the Group will provide or retain a business or advantage for that person/party or any other person/party.
- give, agree to give, promise or offer any gratification to a government official in any country to facilitate or speed up a routine or necessary procedure.
- threaten or retaliate against any person/party who refuses to offer or declines any form of gratification or bribery or who has raised concerns about possible bribery or corruption.

Bribes can take many forms, for example:

- money (or cash equivalent such as shares)
- unreasonable gifts, entertainment or hospitality
- sponsored travel
- kickbacks
- unwarranted rebates or excessive commissions (e.g. to sales agents or marketing agents)
- unwarranted allowances or expenses
- "facilitation" payments
- political or charitable contributions
- uncompensated use of the Group's services or facilities
- anything else of value.

4.2 Gifts, Entertainment, Hospitality and Travel

Employees and agents are required to comply with the Policy on Corporate Code of Conduct or any other policy and procedures relating to the receipt of gifts, entertainment, hospitality and sponsored travel.

Offering or receiving any gift, entertainment, hospitality and sponsored travel that may be perceived to unfairly influence a business relationship must be strictly avoided at all times. They should only be provided and received where they are appropriate, consistent with reasonable business practice, and would not be perceived to have any improper influence on the recipient.

Employees and agents must not request, accept, offer or provide gifts, entertainment, hospitality and sponsored travel designed to induce, support or reward improper conduct in connection with any business or anticipated future business involving the Group.

Employees and agents must never avoid their obligation to declare or seek approval for any business gift and entertainment by paying personally for it in circumstances where they would otherwise be required to declare and/or seek approval for it. All giving of gifts and entertainment must get necessary approval from their Immediate Superior or General Manager. The maximum amount of expenses shall be RM500.00 only.

All receipt of gifts, entertainment, hospitality and sponsored travel must be declared to their Immediate Superior or General Manager within 48 hours of receiving it or as soon as practically possible thereafter. The declaration must be made in the employee/agent's best interests.

In addition, when giving and/or receipt of gifts, entertainment, hospitality, sponsored travel or any other benefit, directly or indirectly, to or by the employee/agents, the employee/agents must make sure that it:

- is aimed at nothing more than general relationship building;
- could not be perceived as an attempt to gain influence in respect of any particular matter;
- is lawful in the country in which made.

4.3 Facilitation Payments or Kickbacks

The Group and its agents should not make, nor accept, facilitation payments or "kickbacks" of any kind. Facilitation payments are unofficial payments, no matter how small, made to public official in order to secure, expedite actions or increase the speed at which they do their job. All employees and agents must avoid any activity that might lead to, or suggest, that a facilitation payment or kickback is made or accepted by the Group.

4.4 Charitable Contribution and Sponsorship

The Group will have to ensure that donations to charities and other recipients are not disguised illegal payments to public officials in violation of the Malaysian Anti-Corruption (Amendment) Act 2018 ("MACCA 2018") or other applicable anti-bribery and corruption laws. The following guidelines should be followed before making a donation to a charitable entity or a donation under its social development programs:

- The donation should generate publicity or goodwill for the Group and/or demonstrate the Group's commitment to the community.
- The donation must not be related to, dependent on, or made in order to win or influence a business deal or decision or advantage.
- The donation must be given directly to the relevant charity or organization and not to an individual.

4.5 Record Keeping

The Group's books and records must accurately and properly reflect the nature and purpose of any payments made or received, and the nature of any transactions entered into. The Group should:

- keep financial records and have appropriate internal controls in place which will evidence the business reason for any payments made to Third Parties.
- ensure that all expense claims relating to hospitality, gifts, or expenses incurred are submitted and specifically record the reason for the expenditure.
- prepared and maintained with strict accuracy and completeness for all accounts, invoices, and other similar documents and records related to dealings with Third Parties.

5 Conflicts of Interest

5.1 Conflicts of interest arise where there is personal interest that can be considered to have potential interference with that person's objectivity in performing duties or exercising judgement for or on behalf of the Group. Employees/agents must avoid situations in which their personal interest would conflict with their duties and responsibilities. Employees must not use their position, official working hours, the Group's resources and assets, or information available to them for personal gain or to the Group's disadvantage.

5.2 In situations where conflict of interest arises, employees are required to immediately declare the matter to their Immediate Superior/ General Manager/ Head of Department.

6 Raising Concern

All employees are encouraged to raise genuine concerns about possible improprieties in the conduct of the Group's business, whether in matters of financial reporting or other operational or non-operational irregularities or malpractices, at the earliest opportunity in an appropriate way. If any employee believes reasonably and in good faith that bribery and corruption practices or activities exist in the workplace, then he/she should report this immediately to his/her line manager or to the most senior person in the factory or department.

However, if for any reason he/she is reluctant to do so, then he/she should report his/her concern in writing by email or speak in confidence to either one of the following designated individuals:

- a) Chief Operating Officer ("COO") cum Executive Director ("ED"):
Mohd Harris Bin Pardi at harris@ocbb.com.my or +6019 - 370 0136
- b) Company Secretary:
Tan Bee Keng at bktan@ocbb.com.my or +6019 - 318 3380

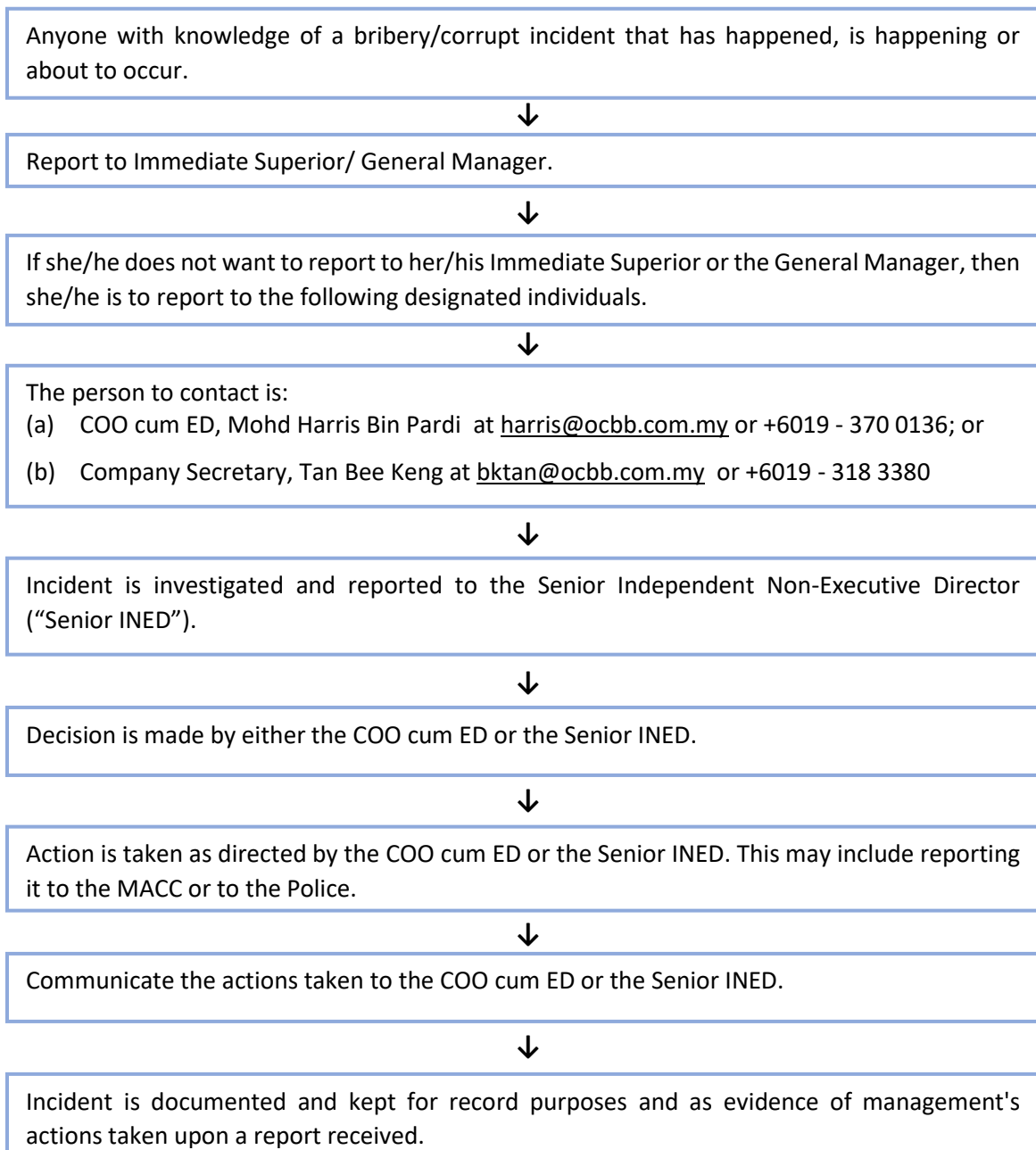
7 Reporting and Investigation

The Group will investigate any report made internally or via verbally. All reports will be handled confidentially. The investigation will document all relevant facts, including persons involved, times and dates.

Employees who raised concerns will be contacted if any further assistance is required and will be informed of who is handling the matter. Employees' identities will not be disclosed without prior consent. Where concerns cannot be resolved without revealing the identity of the employee raising the concern, the Group will enter into dialogue with the employee concerned as to whether and how it can proceed.

Recommended actions will be taken in light of the outcome of the investigation, including disciplinary steps, where appropriate, and action to correct any behaviour in breach of this Policy or other unfavourable treatment connected with the employee raising the concern.

7.1 Reporting and Investigating Procedure (Flow Chart)



8 Training

Training on awareness of this Anti-corruption Policy and standard operating procedures and its compliance forms part of the induction process for all new employees, officers and Directors. All employees, officers and Directors shall receive relevant training on how to implement and adhere to this Policy.

Agents of the Group who are consultants, vendors, independent contractors, external agencies or any other party with a business relationship with the Group will be informed of this Anti-Corruption Policy. They will be required to sign a copy of the said Policy as an acknowledgement that they understand and will adhere to it. All agents will be informed whenever significant changes are made to this Policy.

9 Monitoring and Review

The Group monitors the effectiveness and reviews the implementation of this Policy at appropriate intervals, considering its suitability, adequacy and effectiveness. Any improvement identified is made as soon as possible. Internal control systems and procedures are also subject to regular reviews to provide assurance that they are effective in countering any risks of corruption.

10 Review of the Policy

The Group shall, from time to time and at any time that it deems necessary, review this Policy to ensure that it continues to remain relevant and appropriate.

POLICY ON WHISTLE BLOWING

A) GENERAL STATEMENT

Whistle Blowing is an act of exposing wrongdoing, misconduct, or unethical activity within the organisation. This section explains the guidelines on our Whistle Blowing Policy. This policy is intended to provide an avenue for employees to expose secretive information or activity within the organisation that is deemed illegal, unethical, or not correct. In return the complainant shall be given protection from any form of reprisals or victimization for his/her act of whistleblowing which was done in good faith.

B) SCOPE

This Whistleblowing Policy applies to OCB Berhad (“the Company”) and all its subsidiary companies including all employees (whether permanent, contract, part-time or casual), Directors, Shareholders, Consultants, Vendors, Contractors, external agencies or any parties with a business relationship with the Company or its subsidiaries.

C) POLICY

This policy is intended to encourage in confidence the exposure of real or perceived irregularities that are taking place.

1. Integrity

Business Integrity is the key standard for the selection and retention of those who represent OCB Berhad. They will display high integrity value, irrespective of dealing with internal staff or external parties. OCB Berhad will observe and adhere to the standard procedures and must respect one another so that all will be treated equally and fairly. Paying bribes or kickbacks, engaging in industrial espionage, leaking data on OCB Berhad customers’ information to 3rd Party without authority, or gaining inside information or influence are just a few examples of what could give us an unfair competitive advantage and could result in violations of the law.

2. Anti-Bribery & Corruption Policy

Any form of bribery and corruption is prohibited. OCB Berhad and any third party acting on behalf of OCB Berhad must not provide, offer or accept bribes, kickbacks, corrupt payments, facilitation payments, or inappropriate gifts. OCB Berhad and any third party acting on behalf of OCB Berhad must comply with all applicable anti-bribery laws and regulations.

3. This policy will be in conjunction with the Policy on Corporate Code of Conduct.

The objective of this Policy:

- a) To deter all wrong doing and to promote high standards of good corporate practices.
- b) To provide proper avenues, channel or platform to raise or report on any concern/issues about actual or suspected improprieties in matters of financial reporting or other matters and receive feedback on any action taken on the wrong doings such as and not limited to fraud, thefts, dishonest acts, profiteering as a result of insider knowledge, accepting or giving bribes, intimidation, discrimination or harassment of staff, misappropriation of funds, disclosure of confidential information or documents to external parties, conflict of interests in business dealing with external parties or involved in prohibited activities.
- c) To give employees the assurance that they will be protected from reprisals or victimization for whistle blowing in good faith.
- d) The results of the investigation will only be disclosed to the whistle blower, if the whistle blower identifies himself/herself.

The channels for reporting of such concerns or matters are either via telephone, email and letters.

4. **COMMUNICATION CHANNEL**

Disclosure of information should initially and promptly be made by the Whistleblower to his/her line manager or to the most senior person in the factory or department.

However, if for any reason he/she is reluctant to do so, then he/she should report his/her concern in writing by email or speak in confidence to either one of the following designated individuals:

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| <ul style="list-style-type: none">a) Chief Operating Officer cum Executive Director:
Mohd Harris Bin Pardi at harris@ocbb.com.my or +6019 - 370 0136b) Company Secretary:
Tan Bee Keng at bktan@ocbb.com.my or +6019 - 318 3380 |
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5. CONFIDENTIALITY & PROTECTION

- a) A Whistleblower must identify himself / herself when submitting a complaint / disclosure. Upon making the disclosure in good faith:
- The Whistleblower will be protected from any form of reprisal from within the Company or its subsidiaries as a direct consequence of the disclosure.
 - The Whistleblower's identity shall be protected i.e. kept confidential unless otherwise required by law or for purposes of any proceedings by or against the Company;
 - The identity and personal information of the Whistleblower and the alleged wrongdoer may be revealed to persons involved in the investigations of the wrong doings.
- b) Protection under 5(a) above will be accorded by the Company only when the Whistleblower satisfies all the following conditions:
- The disclosure is done in good faith;
 - The Whistleblower is aware that the information and any allegations disclosed are true;
 - The Whistleblower has not communicated the disclosure to any other party not related to the disclosures;
 - The disclosure made is not for personal gain or interest.
- c) The Company views seriously any false, malicious or defamatory allegation. This can be considered as gross misconduct where appropriate disciplinary action may be taken by the Company.
- d) Suppliers/ Vendors of the Company and members of the public who become a Whistleblower will also be protected by the Company as to his/her/its identity subject to satisfying all conditions in 5(b) above.
- d) Employee and industrial relations related issues and human resources related issues are excluded from the operation of this Policy because they are other established mechanisms to raise such complaints.
- e) The Company will treat all such disclosures/reports in a confidential and sensitive manner and will only reveal information on a "need to know" basis or if required by law, the court or regulatory authority. Employees who have raised concerns internally will be informed of who is handling the matter, how they can make contact with them and if there is any further assistance required. The employees' identities will not be disclosed without prior consent. Where concerns cannot be resolved without revealing the identity of the employee raising the concern, we will enter into a dialogue with the employee concerned as to whether and how we can proceed.

6. REVIEW OF THIS POLICY

The Board of Directors reserve the right to change, add, suspend, cancel, remove, discontinue or otherwise modify this Policy unilaterally at any time without notice. Modification may be necessary, among other reasons, to maintain compliance with laws and regulation and/or accommodate organizational changes within the Company or Group.

OCB BERHAD

MOHD HARRIS BIN PARDI

Chief Operating Officer cum Executive Director