



ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

We, at Central Sugars Refinery Sdn Bhd and its subsidiaries (“**CSR**” or “**We**” or “**the Company**”) are committed to uphold and maintain the highest standard of integrity and ethics in conducting our business and day-to-day operations. We do not condone bribery and corruption activities and we adopt a strictly zero-tolerance policy against such unlawful and unethical conducts.

In order to ensure that our business operations and transactions are open, transparent and honest, we would like to draw all Employees’ and our Business Partners’ attention to our Anti-Bribery and Anti-Corruption Manual. It is the duty of all Employees and Business Partners acting for and on behalf of CSR to strictly adhere to the provisions as set out in the Anti-Bribery and Anti-Corruption Manual.

Below are some of the key concepts set out in the ABAC Manual:-

1. SCOPE AND COVERAGE

- 1.1 CSR’s Anti-Bribery and Anti-Corruption Manual (“**ABAC Manual**”) adheres to the Malaysian Anti-Corruption Commission Act 2009 (“**MACC Act 2009**”) and is guided by the Guidelines Policy on Adequate Procedures issued pursuant to section 17A (5) of the MACC Act 2009. Where applicable, the ABAC Manual should also be read together with other policies and procedures that may be issued by CSR from time to time.
- 1.2 This ABAC Manual is intended to apply to:
 - a. each and every employee of CSR and its subsidiaries, whether part-time or full-time, on a permanent basis or contractual or temporary basis, local or foreign and includes the directors (executive and non-executive) (for the purpose of this ABAC Policy, the aforementioned shall be collectively referred to as “**Employees**”); and
 - b. CSR’s affiliates, related companies, joint venture partners, business partners and all contractors, sub-contractors, consultants, agents, representatives and any third party who performs work or services for or on behalf of CSR (“**Business Partners**”).

- 1.3 This ABAC Manual is intended to be a guide and it is therefore not exhaustive or definitive. Furthermore, in order to ensure the effectiveness in combating bribery and corruption activities within CSR, this ABAC Manual may be amended and reviewed from time to time.
- 1.4 Should you require any clarification regarding the ABAC Manual, you may contact the Designated Officer at csrabc@central-sugars.com.my.

2. ANTI-BRIBERY AND ANTI-CORRUPTION

- 2.1 All Employees and Business Partners acting on CSR's behalf are prohibited from all forms of bribery and corruption and shall refrain from, whether directly or indirectly, any bribe from any personnel, official, agent, individual of any government, commercial entity, or individual in connection with the business or activities of CSR.
- 2.2 A bribe for purposes of this ABAC Manual may include any gratifications, gifts, hospitalities and / or entertainments offered or given with the intent to gain any benefit or advantage for CSR, or any gratifications, gifts, hospitalities and / or entertainments received or solicited in exchange for granting a benefit or advantage on behalf of CSR to a third party.

3. GIFTS, HOSPITALITY AND ENTERTAINMENT

3.1 Giving Gifts and Hospitality

- a. Generally, all Employees of CSR and Business Partners acting on behalf of CSR including their family members are prohibited from giving any gifts or hospitality for whatever reason and at any time, unless:-
- It is within the parameters set out in the ABAC Manual or prior approval is obtained from the Senior Management or Designated Officer in accordance with the procedures set out in the ABAC Manual;
 - It is not excessive, unreasonable, disproportionate to the circumstances or outside CSR's ordinary course of business;
 - It is not to influence a business decision or for to obtain a personal or business advantage; and
 - All details and expenses incurred to provide the gifts or hospitality is properly kept, documented and recorded for accounts and audit purposes.

3.2 Receiving Gifts and Hospitality

- a. Generally, all Employees of CSR including their family members are prohibited from receiving or soliciting gifts and hospitality from any third party or Business Partners of CSR unless:-
- It falls within the parameters set out in the ABAC Manual or prior approval is obtained from the Senior Management or the Designated Officer in accordance with the procedures set out in the ABAC Manual;
 - The acceptance of which does not influence the Employee's work performance and judgment;
 - The nature and value of the gift or hospitality is not outside CSR's ordinary course of business;
 - For gifts, it is not cash or of any cash value (eg vouchers, gift cards, coupons, shares); and
 - All gifts and hospitality received must be recorded in the Gift and Hospitality Register.
- b. In the event there is any doubt as to the appropriateness of a gift or hospitality offered, the Employee should either decline politely or consult the Senior Management / the Designated Officer for advice.

4 FACILITATION PAYMENT

- 4.1 Facilitation payment is a payment made with the intention to secure or expedite the performance of a routine or an administrative process. Employees and Business Partners acting on behalf of CSR shall not promise or offer, or agree to give or offer, or make, directly or indirectly, any facilitation payments to any person including public officials.

5 SPONSORSHIPS, DONATIONS AND CHARITABLE CONTRIBUTIONS

- 5.1 All donations, sponsorships and charitable contributions by CSR must not be used as a medium to cover up or disguise an undue payment or bribery and must be done in accordance with the approval limits / budgets based on CSR's Management Delegated Authority and / or other policies.

- 5.2 Appropriate due diligence must first be conducted on the recipient of any sponsorship, donation or charitable contribution to rule out any red-flags. Furthermore, any sum of donation or contribution shall be accurately stated in the CSR's accounting books and records.

6 POLITICAL ACTIVITIES OR CONTRIBUTIONS

- 6.1 CSR may, in certain circumstances, make or offer monetary or in-kind political contributions to political parties, politicians or candidates for parliamentary or state seats in election provided that such provisions are within the limits permissible by the laws and regulations and it is scrutinised by the Designated Officer and approved by the Board of Directors without the intention of influencing any person to act improperly or as a reward for having acted improperly.
- 6.2 Employees engaging in political activities are expected to do so as private citizens and not as representatives of CSR. Personal, lawful, political contributions and decisions to not make contributions will not influence compensation, job security or opportunities for advancement.

7 DEALINGS WITH THIRD PARTIES

- 7.1 CSR regularly deals with external third parties, including but not limited to customers, suppliers, agents, consultants joint venture partner and intermediaries on business dealings ('**Third Parties**').
- 7.2 All Third Parties having a business relationship with CSR, shall not offer or provide, direct or indirectly, to the Employees, any form on bribe, gift, reward, consideration, favour or any advantage.
- 7.3 CSR will not enter into any business dealings with any Third Parties who have a reputation of engaging and / or may reasonably be suspected of engaging in any bribery or improper business practices.
- 7.4 All Third Parties shall be made aware of this ABAC Manual and shall sign the Declaration Form.
- 7.5 All Third Parties shall be subject to ongoing and periodic monitors and / or due diligence by CSR to ensure ongoing compliance by the business counterparties. If at any point, during the due diligence exercise or in the business dealings, there are conflicts of interest or issues have been raised in respect of suspicion of corrupt practices, CSR reserves the right to sufficiently investigate and address the issue before the parties may progress with further engagement of business.

7.6 All Employees (including procurement) who have dealings with the Third Parties shall be made aware and strictly follow to the Due Diligence Checklist which can be found in Appendix I of the ABAC Manual.

8 DEALINGS WITH PUBLIC OFFICERS AND GOVERNMENT OFFICIALS

8.1 Employees shall exercise the utmost caution in dealing with Public Officials and Government Officials, whether in Malaysia or in any other jurisdictions. It should be noted that punishment for corruption and bribery may be more stringent in other jurisdictions. In dealing with Public Officials and Government Officials, the Employees are:

8.1.1 prohibited from paying for non-business travel and hospitality for any Public Officials and Government Officials and/or their families and/or associated persons;

8.1.2 required to comply with the local anti-corruption laws; and

8.1.3 required to ensure that all documentations pertaining to the gift, entertainment, or hospitality are properly recorded and stored.

8.2 Any business relationship, or business-related hospitality of Public Officials and Government Officials are subject to the approval of at least one member of the Board of Directors, and due care and judgment should be exercised by the Employee or the Board of Directors to confirm that there is no conflict of interest. It is unethical and illegal to provide entertainment or benefits in exchange for any present or future benefit or result.

8.3 The Board of Directors and Employees of CSR who are involved with the CSR's operations should consult with the relevant legal counsel for advice on applicable laws, especially laws regarding corrupt practices under foreign law (e.g. the US Foreign Corrupt Practices Act) and are expected to comply with those laws.

9 CONFLICT OF INTEREST

9.1 A conflict of interest arises when a personal, professional or financial interest interferes with a person's carrying out of his or her duty, or it could influence the person's ability to make decisions objectively.

9.2 Employees and Business Partners shall at all times avoid actual or apparent conflict of interest and to disclose or declare any such conflicts. Examples of conflict of interest are:

- a. Family members and close personal relationships
- b. Public officials / government officials
- c. Third parties / business partners

9.3 When Employee believes or reasonably believes that there is a conflict of interest which may potentially negatively impact CSR's reputation or which will cause the Employee to act against the interest of CSR, the Employee shall immediately make a declaration to the Senior Management or Designated Officer.

10 RECORD-KEEPING

10.1 All divisions in CSR are required to maintain written/digital records which evidence that due diligence has taken place and any risk of corruption identified have been carefully considered and resolved as practicably as possible.

10.2 As a general rule, divisions within CSR shall exercise discretion on the retention of written/digital records of operational work documents, transactional documents, customer's identification documents, business correspondence, and security documents for at least 7 years after the termination and/or conclusion of the business relationship to enable CSR to comply with any requests from the relevant authorities.

11 RECRUITMENT POLICY

11.1 CSR places considerable importance on the background screening of candidates and employees shall be selected based on the approved selection criteria, and to ensure that no element of corruption is involved in the hiring process.

11.2 Background checks are conducted on potential employees to ensure that employees have not been previously convicted of bribery related offences. Potential employees whom would be responsible for managerial positions, with decision-making obligations will be put against an integrity assessment higher than regular employees to ensure that all persons at the management level shares the same core ethical values with CSR.

11.3 Employees would be required to submit the necessary written declaration to CSR.

12 SUPPORT LETTER

12.1 CSR does not rely or provide any form of support letters but will only award contracts or enter into business transactions based on merits.

13 TRAINING AND AWARENESS AND CONTINUOUS IMPROVEMNET

13.1 CSR will from time to time conduct training and awareness for all Employees and Business Partners regarding anti-bribery and anti-corruption.

13.2 CSR will also conduct periodic risk assessments and / or audits on all personnel and its business processes to identify and assess any corruption risks.

14 RECOGNITION OF LOCAL AND INTERNATIONAL LAWS

14.1 CSR is committed to conduct its business in compliance with all laws, including foreign laws where it does its business.