



BRIBERY AND CORRUPTION PREVENTION POLICY

1. Objective

AYER takes a zero-tolerance approach towards bribery and corruption, and is committed to behaving professionally, fairly and with integrity in all our business dealings and relationships wherever AYER operates, and implementing and enforcing effective systems to counter bribery and corruption.

The Bribery and Corruption Prevention Policy (the "Policy") is to state the various policies of AYER with the aim to prevent, detect and take action against all bribery and corruption issues as well as to ensure compliance with the relevant and applicable laws and regulations. All Employees and Business associates of AYER are expected to adhere to the general principles as well as to comply with all the specific provisions of the Policy that are applicable to them and other policies adopted by AYER.

2. Conflict of Interest

Kindly refer to Section 7: Conflict of Interest of the AYER Code of Conduct and Business Ethics for Employees for its compliance requirements.

3. Whistleblowing Policy

Kindly refer to AYER's Whistleblowing Policy which can be downloaded from www.ayer.com.my.

4. Donations & Sponsorships

Donations and Sponsorships in cash or in kind shall be approved in accordance with Discretionary Authority Limits ("DAL"). Notwithstanding the above, any form of political donation, contribution or sponsor shall be avoided unless approval is granted by the Management Committee or Strategic Oversight Committee on a case by case basis.

5. Facilitation Payments

Facilitation payments means indirect/unofficial payment to any parties with the objective to expedite the operations or application process or reduce the waiting time. Facilitation payments in whatever manner are strictly prohibited by AYER.

Notwithstanding the above, payment to a party to avoid life-threatening incidence is not categorized as facilitation payment.

6. Gift, Benefits or Entertainment

Kindly refer to Section 8: Gift, Benefits or Entertainment of the AYER Code of Conduct and Business Ethics for Employees for its compliance requirements.



BRIBERY AND CORRUPTION PREVENTION POLICY

7. Dealing with Third Parties

Third parties in this Policy consists of Business associate and officer of a public body.

7.1 Business associate

A business associate is an external party who has or plans to have any form of business relations with AYER, such as customers, partner, contractor, sub-contractor, consultant, supplier, investor, service provider and others.

Below are the requirements when dealing with Business associate:

- AYER expects all Business associate to refrain from bribery and corruption.
- AYER shall endeavor to include clauses in all its contracts which will enable the AYER to terminate any contract if it is proven bribery or corruption is involved prior to entering into the contract.
- All contractors, sub-contractors, consultant, suppliers or service providers are required to comply with AYER Vendor Code of Business Conduct and declare their compliance. Notwithstanding the above, this shall apply only to a supply value which is greater than a threshold amount to minimize disruption to operations.

7.2 Government Official

The term "Government Official" as used above refers to an officer, employee, agent or representative of any governmental authority, including a department or agency of any government or a government-owned or controlled entity, a candidate for political office, a political party, any official of a political party, any state-owned enterprise, social or public organization, or any member of a Government Official's immediate family. Examples of Government Officials include police officers, persons responsible for issuing official permits or licenses, health inspectors, labor/employment authorities, and employees of companies or entities owned by the government such as oil companies, the news media, transportation entities, hospitals, schools and universities.

Below are the requirements when dealing with Government official or is/her immediate family members:

- Employees shall refrain from offering and/or receiving bribe to/from Officer of a public body in return for the benefits of AYER or his/her personal benefits.
- Nevertheless, gift which include but not limited to corporate gift such as pens, coffee mugs, calendar, diary book, festive hamper and other inexpensive items are permitted to be given to Officer of a public body.
- A courtesy business meal offered to the Officer of a public body is



BRIBERY AND CORRUPTION PREVENTION POLICY

allowed.

- Any travelling and accommodation paid by the Company for Officer of a public body shall be reasonable and are necessary for them to undertake the official duties.
- Discounts, provisions of free products and services provided to the Officer of a public body which are also applicable to AYER's customers or Business associate shall not be construed as bribe.

8. Anti-Money Laundering

Kindly refer to Section 10: Anti-Money Laundering of the AYER Code of Conduct and Business Ethics for Employees for its compliance requirements.

9. Procurement

Any solicitation and acceptance of bribes by AYER's employees or their contract employees or appointed authorized representative are strictly prohibited. Selection of contractor, sub-contractor, consultant, supplier, vendor, service provider is purely based on merits after due process is carried out to assess their credentials, capability to deliver and price quoted. Every employee or contract employee or appointed representative shall not abuse their position to influence or dictate the Company in favouring a vendor or contractor in return for a personal gain.

In this regard, Procurement SOP and Tender Policy and Procedures of AYER shall be strictly complied with.

10. Recruitment of Employees

A due diligence shall be undertaken prior to appointing an employee. AYER shall, depending on the person's proposed function and corresponding bribery risk, take reasonable steps to:

- i. verify that prospective employee's qualification is accurate;
- ii. obtain satisfactory reference from prospective employee's previous employers;
- iii. determine whether prospective employee have been involved in bribery or any criminal offence;
- iv. verify that AYER is not offering employment to prospective employee in return for his/her having, in previous employment, improperly favoured AYER; and
- v. verify that the purpose of offering employment to prospective employee is not to secure improper favourable treatment for AYER.



BRIBERY AND CORRUPTION PREVENTION POLICY

11. Management of Support Letter

It is a request for a "special pass" provided by an influential individual or party to another party to support an application or influence a consideration involving AYER's business affairs. Employees shall not offer bribes nor exercise undue pressure to the influential individual or party to secure the support letter. The support letter shall be provided by them to AYER in good faith after due consideration of the costs and benefits analysis.

12. Referral to Authorities

In the event of any non-compliance of the Policy, the Company shall report the case to the relevant regulatory authority in addition to termination of employment or business contract. In this regard, AYER shall provide full co-operation to the aforesaid regulatory authorities to facilitate their investigation.