

Policy

Code of Business Conduct

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Distribution:

All persons associated and business associates of ENFRASYS Group of Companies.

Summary of Changes:

- Revision after review by OAKS Consultancy.

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1.0 INTRODUCTION

The Code of Business Conduct (hereafter referred to as “COBC”) establishes a set of standards on business and ethical practices, and professional conduct expected of all Stakeholders working with the ENFRASYS Group of Companies (“The Group”).

The COBC shall apply to all Company Stakeholders including but not limited to contractors, consultants, service providers and personnel that is part of the business relation.

The Company expects the Stakeholders to comply with the COBC when engaging with the Company and while conducting business with the Company. It is the responsibility of the Stakeholders to ensure that its Representatives understand and comply with the COBC.

In the event of any unintended contradiction between this COBC and the law or Company internal policies the stricter version shall prevail.

2.0 DEFINITION

“**Stakeholders**” refers to any third-party individual or organisation the Group meets and works with. It includes but is not limited to actual and potential clients, customers, suppliers, distributors, business contacts, agents, advisers, and government and public bodies – this includes their advisors, representatives and officials, politicians, and public parties.

“**Representatives**” means the stakeholders’ employees and/or independent contractor whether temporary, permanent, fixed-term, or interns.

3.0 COMPLIANCE WITH THE CODE OF BUSINESS CONDUCT

3.1 Stakeholders are required to give full cooperation to the Group in any investigation that the Group may conduct. The Stakeholders must provide additional information to facilitate the Company’s investigation into allegations of inappropriate or

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unethical behaviour, involving the Group's employee(s) or the Stakeholders' Representative(s).

3.2 The Group reserves the right to take any action that it deems fit against the Stakeholders for breaching the COBC, such as:

- a. Suspending or terminating the contract;
- b. Requiring the Stakeholders to substitute any Representative who breaches the COBC. The replacement Representative must be equipped with equal or better skills and knowledge, and must be agreed to in writing by the Company; or
- c. Disqualifying the Vendor(s) from participating in any procurement exercise.

3.3 The Group has the right at any point in time to request information from the Stakeholders to verify their reliability to ensure the Group's interest is always protected.

3.4 It is the Stakeholders' responsibility to ensure that its Representative(s) comply with the COBC.

3.5 By signing this document, the Stakeholders confirm that they have received, read, understood, and will comply with this COBC.

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4.0 REGULATIONS AND ETHICS

Stakeholders must uphold the highest standard of integrity and ethical conduct in all business interactions and dealings with the Group including:

4.1 Compliance with laws

- a. Stakeholders and their Representative(s) must conduct their business activities in full compliance with the Company's anti bribery and anti-corruption policy as well as all applicable laws and regulations of their respective countries while conducting business with the Group.
- b. Stakeholders are required to comply with all applicable laws and regulation in Malaysia and is expected to comply with this COBC.

4.2 Compliance with Anti-Bribery and Anti-Corruption policy

The Group is committed to conducting business with integrity by adopting zero tolerance approach against all forms of bribery and corruption when dealing with its Stakeholders. The Group expect all Stakeholders to comply with this requirement and conduct their business with the highest degree of transparency and integrity. Therefore, the Group prohibits the Stakeholders from:

- a. Directly or indirectly soliciting or accepting any form of bribery;
- b. Being involved in activities such as extortion, embezzlement or requesting for, receiving, or facilitating kickbacks;
- c. Offering any gratification of any kind whatsoever to the Group's employees and/or their family members as an inducement or reward to obtain any advantage before, during or after the business dealings.

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4.3 Conflict Of Interest

4.3.1 Stakeholders shall avoid conflict of interest when dealing with Company and is expected to promptly report to the Company any actual, potential, or apparent conflict of interest situation.

4.3.2 Stakeholders are in a conflict of interest when it finds itself in a position of being able to exploit in a professional or official capacity a situation for itself and/or a close relative's benefit.

4.3.3 Stakeholders shall disclose any conflict to the Group via the **Conflict of Interest Declaration form (ENFRASYS/P/LC/02/F/007)**. The form shall be signed by an Authorized Representative of the Stakeholders holding the position of director and above.

4.3.4 If at any point of time, a situation of actual or potential conflict of interest arises, Stakeholders must inform the Group verbally and in writing of such situation as soon as they become aware of it.

4.4 Gift, Entertainment and Hospitality Policy

4.4.1 The Company prohibits the giving or accepting of gifts, entertainment or hospitality to avoid being construed as bribery or corruption.

4.4.2 Stakeholders and its Representative(s) must not solicit or offer gifts or entertainment or other incentives from or to Company employee or their close relatives to obtain or retain the business or secure preferential treatment to influence the Company's business decision.

4.4.3 Gifts of any type, including cash or cash value (e.g., vouchers, coupons, shares, commission, gift card etc.) are prohibited.

4.4.4 As an exclusion to the above, the Company may provide or accept gifts of nominal value (i.e., **below RM500 on each occasion**) which fall under the following categories:

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- **Corporate gifts marked with company name and logo** such as thumb drives, table calendars, pens diaries, notepads, t-shirts, or mugs;
- **Festive or ceremonial gifts**, for specific occasion, such as hampers, dates, “kuih raya” or mandarin oranges.
- **Tokens of appreciation provided during an official** event such as plaques, ornaments or door gifts; or
- **Perishable items** such as flowers, fruit, or food

4.4.5 Entertainment that is prohibited includes clubbing, spa and karaoke.

4.4.6 The Company recognizes the exchange of business courtesies in relation to hospitality is customary and legitimate to network, create goodwill and strengthen business rapports. Allowed Corporate events and activities include but are not limited to:

- Sporting events
- Gala dinners
- Concerts
- Activity-based events such as golf tournament

4.4.7 Stakeholders are reminded that giving Gifts, Entertainment and Hospitality **are strictly not permitted** in the following situations:

- i. It could or be **perceived as something that influence any business decisions** (e.g. accepting from a supplier who is involved in pending purchasing decision);
- ii. It is in the form of **cash or cash equivalents** of any amount (e.g. gift certificates, gift/ shopping cards, any vouchers which can be converted or traded for cash, money or postal orders, shares of stock, or other forms of marketable instruments or interest);
- iii. It is **not consistent with what is customary and routine** in business;

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- iv. It is **excessive in value and frequent**;
- v. It is **inappropriate in nature**;
- vi. It is **provided around the time of any pending business decision** (e.g. ongoing bidding exercise or contract negotiation process); or
- vii. It **violates any applicable laws**.

4.5 Facilitation Payment

The Group prohibits Stakeholders from providing any form of offering or giving or accepting any form of facilitation payment either in cash or anything of value which might reasonably be regarded as a facilitation payment. The underlying reason for this prohibition is that facilitation payment is a form of bribery and corruption.

In the unlikely situation where a facilitation payment has to be made (e.g. under duress, threat of physical harm to self or family), then Stakeholders are advised to report the incident immediately to the Company using the Whistleblowing Form and providing as much details as possible.

4.6 Honest Representation

Stakeholders are required to provide an honest disclosure of their organization whenever requested, to enter business dealings with the Group. Stakeholders must submit genuine and impartial references on their previous engagement and/or work done.

4.7 Accountability

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Stakeholders must be accountable and honour their commitment in accordance with the terms and conditions of the contract which has been agreed between the Stakeholders and the Group, by signing the **Integrity Declaration Form for Business Associates (ENFRASYS/P/LC/02/F/002)**.

5.0 REPORTING OF POTENTIAL BREACH

5.1 Stakeholders are obligated to report to the Group on any potential and actual violation of this COBC.

5.2 If Stakeholders have any reason to believe that any of its Representative or other Stakeholders (appointed by the Group) or its Representative or an employee of the Group, may have violated this COBC or any applicable law, rule, or regulation, or otherwise engaged in unethical behaviour, it is such Stakeholders' responsibility under this COBC to promptly report the violation to:

- a. The Group's Whistleblowing Channel at whistleblowing@enfrasys.com

AND/ OR

- b. Lodge a report to the Malaysian Anti-Corruption Commission (MACC)'s office or the nearest police station.

5.3 All reports will be handled confidentially to the greatest extent appropriate under the circumstances. The identity of the reporting party will be always treated with the strictest confidentiality.

5.4 The Group will not tolerate any retribution or retaliation by anyone against any individual who has, in good faith, reported questionable behaviour and/or a possible violation of the COBC.

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6.0 CODE OF BUSINESS CONDUCT ACKNOWLEDGEMENT AND ACCEPTANCE

Stakeholders shall receive and acknowledge this COBC, at the time of contracting or otherwise as requested by the Group, by signing the **COBC Acknowledgement and Acceptance Form (ENFRASYS/P/LC/06/F/001/R00)**. The form shall be signed by Authorized Representative which the Group limit to director and above of the Stakeholders.

I _____
(NRIC No. _____), as the Authorized Representative of the _____ (hereafter referred to as the "Stakeholder"), certify the Stakeholder and its Personnel have read fully understood the content of ENFRASYS Group Code of Business Conduct and hereby acknowledge that the Stakeholder shall:

1. Fully comply to all applicable laws, rules and regulations relating to ENFRASYS Group including this Code of Business Conduct;
2. Acknowledge that the provisions set out in this form shall form part of the terms and conditions of the Stakeholder appointment and/ or contract of service;
3. Promptly disclose any occurrence of potential and actual conflict of interest;
4. Immediately inform ENFRASYS Group of any breach and/ or alleged/suspected breach of requirements and cooperate with ENFRASYS Group in any investigation of such breach involving Stakeholder's employees and ENFRASYS Group Personnel; and
5. Not engage in corruption, bribery, or any activity (including improper payments, entertainment, or gift) that may imply involvement in corruption or bribery when working for or with the ENFRASYS Group. This includes facilitation payment or the giving or receiving of preferential treatment that may be perceived as bribery for or on behalf of a Stakeholder.

If there is any attempt of bribery from any party, I shall immediately lodge a report to:

- i. ENFRASYS Group Whistleblowing Channel whistleblowing@enfrasys.com; and/ or
- ii. Malaysian Anti-Corruption Commission's (MACC) office or the nearest police station as I am aware that failure to do so is an offence under the Malaysian Anti-Corruption Commission Act 2009.

I duly understand that ENFRASYS Group has the right to suspend or terminate the contract or services or project and disqualify the Stakeholder from engagement in future contract(s) if the Stakeholder found to have breached the requirements or any other terms and conditions implemented by ENFRASYS Group pursuant to the contract.

Authorized Signatory :

Name of Authorized Signatory :

Company Stamp :

Date :