



# **ALPHA REIT MANAGERS SDN BHD**

(Company No.: 201401033529 (1109614-D))

## **ANTI-CORRUPTION POLICY AND PROCEDURES**

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ALPHA REIT MANAGERS SDN BHD

## **Definitions**

| Defined Term  | Meaning  |
|---|--|
| <b>“AMLA”</b>   | Anti-Money Laundering, Anti-Terrorism Financing and Proceeds of Unlawful Activities Act 2011.  |
| <b>“Alpha REIT”</b>                                   | Alpha Real Estate Investment Trust, a Shariah-compliant real estate investment trust established in Malaysia on 30 June 2017.  |
| <b>“Board of Directors” or “Board” or “Directors”</b> | The Directors of the Company, for the time being appointed to the Board.   |
| <b>“BRA”</b>  | Bribery Risk Assessment.   |
| <b>“Business Partners”</b>                            | Persons or entities with whom the Company and/or Alpha REIT (through the Trustee) enters into business dealing /transaction/service provision, including but not limited to, service providers, vendors, lessees/tenants, suppliers and contractors.   |
| <b>“CEO”</b>  | The Chief Executive Officer of the Company.  |
| <b>“Company”</b>                                      | Alpha REIT Managers Sdn Bhd (Company No.: 201401033529 (1109614-D)).   |
| <b>“Disciplinary Actions/Proceedings”</b>             | Disciplinary actions/proceedings by the Company against the Employees, including written warning, demotion, suspension without salary for a period to be determined by the Nomination and Remuneration Committee (for Key Officers as defined in the Board Charter) and Executive Committee (for Non-Key Officers), withholding of salary increment, dismissal or other actions (including legal action) which the Company may deem appropriate. |
| <b>“Employees”</b>                                    | Any person who is in the employment of the Company, including but not limited to the CEO, Heads of Function, the managers, assistant managers, executives, officers by whatsoever designation and support staff.   |

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| <b>“Executive Director”</b>                | A member of the Board of Directors, having the executive function and who is involved in the day-to-day management of the Company.  |
| <b>“Family/Household”</b>                  | Members of family or household, including but not limited to spouse(s), children, step-children, adopted children, parents, step-parents, siblings, step-siblings, grandparents, grandchildren, in-laws, uncles, aunts, nieces, nephew, first cousins and other persons who are members of the Directors and Employees’ household.  |
| <b>“Guidelines on Adequate Procedures”</b> | Guidelines issued by the National Centre for Governance, Integrity and Anti-Corruption, the Prime Minister’s Department, Malaysia, pursuant to subsection 5 of section 17A of the MACC Act.   |
| <b>“Heads of Function”</b>                 | The Heads of every functions within the Company.  |
| <b>“MACC Act”</b>                          | Malaysian Anti-Corruption Commission Act, 2009.   |
| <b>“Person in Charge of Compliance”</b>    | An Employee who assumes the role in administering, monitoring and reporting on the compliance of this Policy, including the Integrity Officer appointed by the Company, if any.   |
| <b>“Private Entities/Persons”</b>          | Entities/persons in the private or commercial sector.   |
| <b>“Public Entities/Persons”</b>           | Entities/persons in the public sector, including but are not limited to, <ul style="list-style-type: none"> <li>(a) An officer of a public body, referred to in the MACC Act;</li> <li>(b) Foreign Public Official, referred to in the MACC Act;</li> <li>(c) any political party;</li> <li>(d) an official or member of any political party;</li> <li>(e) agents, employees, representatives or members, candidates for public or political party office;</li> <li>(f) members of public assemblies;</li> <li>(g) judges or officials of the courts of law; and</li> <li>(h) employees of administrations controlled by the government and state-owned companies.</li> </ul> |
| <b>“Top Level Management”</b>              | A director, controller, officer or partner and a person who is concerned in the management of affairs of a corporation/partnership.   |

**“Trustee”**

RHB Trustees Berhad, acting in its sole capacity as the trustee of Alpha REIT and shall include its substitute, appointed in accordance with the provisions of the Trust Deed.

**“Trust Deed”**

The trust deed dated 29 June 2017 (as supplemented) entered into between the Company as the manager of Alpha REIT and the Trustee as the trustee of Alpha REIT, that governs Alpha REIT.

ALPHA REIT MANAGERS SDN BHD

## **A. INTRODUCTION**

The Board of Directors adopts a zero-tolerance policy against any form of corruption involving any of the Company's Directors and Employees and it has taken the primary responsibility for the establishment and effectiveness of the anti-corruption programme for the Company.

This Anti-Corruption Policy and Procedures sets out the minimum standards, the policy statements and guidelines on anti-corruption programme to be observed and adhered to by the Company's Directors and Employees of the Company, for them to detect and avoid potential corrupt practices and deal with issues that may arise in the course of business and the procedures to manage the anti-corruption programme.

This Policy and Procedures shall be read together with:

1. other related internal policies and procedures/frameworks/guidelines/manuals (including but not limited to the Code of Conduct, Whistle-blowing Policy and Procedures and Employees Policy Handbook); and
2. the external policies/frameworks/procedures/guidelines/manuals issued by the governing/regulatory authorities/bodies.

The Policy and Procedures:

- a. are applicable to all Directors and Employees for the time being appointed or employed by the Company and the subsidiaries or associated companies of the Company, in all jurisdictions.
- b. are applicable to all Business Partners performing services or works for or on behalf of the Company and Alpha REIT where they are expected to comply with relevant parts of this Policy and Procedures when performing such works or services
- c. shall at all times comply with and be subject to the laws and regulations of Malaysia. In the unlikely event of any conflict or inconsistency between the provisions herein and the laws and regulations of Malaysia, the latter shall prevail; and
- d. shall be reviewed every three (3) years, or as and when there is revision to the Guidelines on Adequate Procedures or an amendment/modification to laws and regulations affecting the Procedures, or as and when it is necessary based on the findings/results of the risk assessments, or as advised by the external/internal auditors, or as directed by the Audit and Risk Committee and/or the Board of Directors.

The Policy and Procedures and any changes thereto shall become effective only upon the approval of the Board of Directors.

If any clarification or explanation is required, please refer to the Person in Charge of Compliance.

## **B. THE COMPANY'S ANTI-CORRUPTION POLICY**

### **1. The Company's Statement on Anti-Corruption Policy**

- 1.1 The Company's policy is that bribery and corruption in all its forms of gratification as it relates to the Company and Alpha REIT's activities is PROHIBITED.
- 1.2 Risks of corrupt activities to Company's Directors, Employees and Business Partners include but are not limited to:
  - 1.2.1 Criminal liability and possible fine or imprisonment;
  - 1.2.2 Civil liability and payment of damages;
  - 1.2.3 Loss of reputation;
  - 1.2.4 Loss of position/employment;
  - 1.2.5 Loss of business;
  - 1.2.6 Debarment from projects/transaction; and
  - 1.2.7 Financial loss.
- 1.3 Risks of corrupt activities to the Company and Alpha REIT include but are not limited to:
  - 1.3.1 Criminal liability and possible fine;
  - 1.3.2 Civil liability and payment of damages;
  - 1.3.3 Loss of reputation;
  - 1.3.4 Loss of business;
  - 1.3.5 Debarment from projects/transaction; and
  - 1.3.6 Financial loss.
- 1.4 The Company's Directors, Employees and Business Partners who act for and on behalf of the Company and/or Alpha REIT shall not therefore, whether directly or indirectly, offer, give, receive or solicit any item of value or gratification, in the attempt to illicitly influence the decisions or actions of a person in a position of trust within an organisation, either for the intended benefit of the Company, Alpha REIT and/or the persons involved in the transaction.
- 1.5 This policy on anti-corruption applies equally to its business dealings with Private Entities/Persons and Public Entities/Persons. Even the possible appearance of bribery and corruption is to be avoided.
- 1.4 The Company is committed to conducting its business and the management of Alpha REIT ethically and in compliance with all applicable anti-corruption laws and regulations in every country where the Company does its business and manages Alpha REIT. The anti-corruption policy therefore applies to all countries worldwide, without exception and without regard to regional customs, local practices or competitive conditions.

- 1.5 The Company shall conduct regular risk assessments to identify the bribery and corruption risks affecting the business, set anti-corruption objectives, and assess the effectiveness of the controls in achieving those objectives.
- 1.6 Retaliation in any form against Directors, Employees and/or Business Partners (who act for and on behalf of the Company and/or Alpha REIT), where the person has, in good faith, reported a violation or possible violation of this policy or refuses to pay or receive bribes or participate in other illicit behaviour, is STRICTLY PROHIBITED, even if such report or refusal may result in the Company losing business or experiencing a delay in operations.
- 1.7 Directors, Employees and Business Partners (who act for and on behalf of the Company and/or Alpha REIT), who encounter actual or suspected violations of this policy are required to report their concerns to the Company using the available reporting channels (including the Whistleblowing Policy and Procedures). Reports made in good faith, either anonymously or otherwise, shall be addressed in a timely manner and without incurring fear of reprisal regardless of the outcome of any investigation.
- 1.8 Prospective/potential Directors, Employees and Business Partners who have or who are suspected of committing corrupt practices will not be offered a position of office in, employment with or engaged to work with or for and on behalf of, the Company and/or Alpha REIT.

## **2. Policy on Conflicts of Interest**

### **2.1 Definition of "Conflicts of Interest"**

Conflicts of interest arise where a person has an involvement such as a family relationship, company shareholding or employment position which brings their personal interests into conflict with the best interests of the Company they work or serve for.

### **2.2 Conflicts of Interest Policy**

2.2.1 The Company aims to ensure that any business decision taken by its employees, stakeholders, affiliates or tenants are made solely through the proper business channels - fundamentally based on competitiveness, performance and the quality of the products and services it offers - and that they are not driven by any form of personal improper advantage or conflict of interest.

#### **2.2.2 Directors**

- (a) The Directors of the Company to declare any conflict of interest in the circumstances and to take appropriate action as provided

in the Company's Board Charter and the applicable regulatory requirements, guidelines, laws and regulations.

- (b) The Audit and Risk Committee, Person in Charge of Compliance and/or Human Resource Manager shall make a record of the disclosed conflicts of interest for future reference.

#### 2.2.3 Employees

- (a) The Company requires its Employees to avoid any impropriety in its business dealings on behalf of the Company.
- (b) All Employees shall avoid conflicts of interest at all times. In the event that such a matter arises, the person shall formally disclose the interest, actual or potential as soon as they become aware of it, refrain from attempting to persuade or influence other persons participating in the decision and shall not cast any vote on the matter.
- (c) Prospective Employees are to disclose all conflicts of interest with the Company during the hiring process so they can be discussed with the hiring Manager.
- (d) Conflicts are to be declared to the Employees' immediate superior or in the case of prospective Employees, the hiring Manager, who will discuss the matter with the Executive Director/CEO and/or the Person in Charge of Compliance, and to take appropriate action.
- (e) The Person in Charge of Compliance and/or Human Resource Manager shall make a record of disclosed conflicts of interest for future reference.

#### 2.2.4 Business Partners

- (a) Prior to entering into any contract/business dealings with any Business Partners, the Business Partners shall be requested to declare any conflict of interest in its dealing with the Company and/or Alpha REIT.
- (b) A record of the conflict of interest shall be kept by the Person in Charge of Compliance.

### **3. Policy for Gifts, Entertainment, Hospitality and Travel**

#### **3.1 Anti-corruption commitment**

The Company is committed to conducting its business and the management of Alpha REIT with integrity. This means avoiding practices of corruption of all forms in the Company's daily operations.

#### **3.2 Receiving Gifts and Borrowing**

3.2.1 Directors, Employees and their Family/Household are strictly prohibited from directly or indirectly, receiving any gifts in the form of cash or cash equivalent, goods, free passage and other personal benefits or in any other form that may compromise their judgement and decision making or take an advantage of any kind or in breach of the law or the recipient's obligations or the Company's Code of Conduct or this Policy.

3.2.2 The prohibited gifts, whether in the form of cash or cash equivalent, goods, free passage and other personal benefits or in any other form, shall include but are not limited to ("**Prohibited Gifts**"):

- (a) Cash, commission, cheques, loans, credits cards in any currency, lottery tickets, coupons or gift vouchers of any kind;
- (b) Shares/equity interest in any registered company;
- (c) Personal discounts or perks not offered generally;
- (d) Awards or prizes of any significant value (of more than RM100.00);
- (e) Festive hampers and other perishable goods. If it is offensive to return the hampers and goods or the same could not be returned, such items must be delivered to the office and distributed amongst the recipient's team. The donor organisation should not be disclosed if at all possible.
- (e) Gift intended as bribe;
- (f) Gift in the form of service or other non-cash benefit, such as the promise of employment;
- (g) Gifts relating to some actual or anticipated business with the recipient, particularly in a competitive context;
- (h) Gift that the recipient is not entitled to receive under the laws of the recipient's country;
- (i) Gift that contravenes any rules applying to the individual to whom the gift is offered (i.e. any policy that another organization has in place) or any laws applying to that;
- (j) Gift where there have been unjustifiable "add-ons";
- (k) Trade point cards of any retailer;
- (l) Kickbacks;
- (m) Commission that is not approved by the Board of Directors of the Company; and/or

- (n) All other gifts from external providers which might be perceived to influence the behaviour of the recipient.

The Directors or Employees or their Family/Household, should politely decline and return the Prohibited Gifts without offending or disrupting the business relations with the party, with the explanation that acceptance of the Prohibited Gifts is not permitted in the Company's Policy.

3.2.3 Only the following may be received by the Directors and the Employees:

- (a) Corporate gifts of insignificant value (defined as less than RM100.00), such as diaries, pens, calendars and notebooks;
- (b) Items given equally to all participants during official functions, celebrations, trade shows, exhibitions, etc. and deemed part of the company's brand building or promotional activities such as commemorative gifts, door gifts and other small promotional items, provided that the items are of insignificant value (defined as less than RM100.00);
- (c) Exchange of corporate gift on a company-to-company level or presented to Top Level Management during a courtesy visit/call to maintain long term relationship building and the gift is treated as Company's asset;
- (d) Gifts given at an official event where refusal would be offensive, e.g. for presenting at a conference, or where the donor is very insistent. Such gifts must be declared to the recipient's superior and the Executive Director/CEO, who will decide whether the gift can be retained by the recipient or kept by the Company; and
- (e) Gifts from personal friends or relatives who have no interest, whether actual or potential, direct or indirect, in any actual or potential transaction or dealing with the Company or Alpha REIT.

3.2.5 Directors and Employees must not offer, accept or authorise a member of their Family/Household to accept gifts, money, loans, invitations or any other form of special treatment from anyone involved in business dealings with the Company and Alpha REIT, or in any other way place themselves under a pecuniary obligation to a person who is in any way subject to the Directors and Employees' official authority, or with any person with whom they have official dealings provided that this shall not apply to borrowing from banks, insurance companies, co-operatives societies, building societies, or the making of a hire purchase agreement with financial institutions.

### 3.3 Giving gifts

3.3.1 Directors and Employees are expected to exercise good judgement when offering gifts to external parties. Gifts should not be excessively extravagant and must not be given with corrupt intent. Gifts should be

given openly and transparently, and feature company branding, where possible.

- 3.3.2 Giving of gifts should not be done frequently and/or during specific time periods, such as during tenders or contract negotiations, to ensure that no influence is exerted on the decision-making process.
- 3.3.3 Any gift cannot be made with the purpose or effect of obtaining an advantage of any kind or to influence the outcome of a business decision, in breach of the law, the recipient's obligations, the Company's Code of Conduct or this Policy.

#### **3.4 Giving and receiving hospitality**

- 3.4.1 The practice of giving and receiving reasonable and proportionate hospitality is regarded as a normal business activity. Hospitality may take many forms, but generally it consists of meals, travel or transportation, accommodation and recreation.
- 3.4.2 Hospitality given and received by Directors and Employees who have interactions with external parties as part of their role should be clearly related to the business between both parties. It should not be received or given so frequently that questions might be raised on the intentions or integrity of the giver or receiver, and not be so lavish as to indicate the corrupt intent is involved.
- 3.4.3 The granting of any form of hospitality cannot be made with the purpose or effect of obtaining an advantage of any kind or to influence the outcome of a business decision, in breach of the law, the recipient's obligations or the Company's Code of Conduct or this Policy. The same applies when benefiting from a hospitality.
- 3.4.4 Directors and Employees are absolutely prohibited from either paying for or participating in any activities that might bring the Company into disrepute. Such activities include lavish or immoral entertainment activities such as gambling, hostess entertainment, karaoke with the presence of guest relations officers or their equivalent, massages, unregulated violent sports, illicit drugs and intoxication by alcohol.
- 3.4.5 Directors and Employees are free to accept the following hospitality:
  - (a) modest and legitimate corporate hospitality for festive celebration and/or corporate milestone events that is equally available to all employees and/or Family Members; and
  - (b) from friends and relatives,

provided the hospitality does not influence their actions in any way in the course of performing their duties with the Company. If hospitality is provided which might influence (or appear to influence) the actions of the person, they should discuss the matter with their supervisor and if necessary, make a conflict of interest declaration.

### **3.5 Meals and Entertainment**

- 3.5.1 The meals and entertainment policy as approved by the Board. The Employees Policy Handbook is also applicable to the Employees.
- 3.5.2 Modest meals and entertainment in recognition of certain milestones such as major contract signings or safety and service awards are allowed.
- 3.5.3 In the event that Directors and Employees are hosting Public Entities/Persons, care must be taken to ensure that the hospitality provided is reasonable and proportionate and does not generate a sense of obligation towards the Company or Alpha REIT.
- 3.5.4 The use of alcohol for business entertainment purposes should be kept to a minimum. Employees should be aware that the purchase and use of alcohol places significant legal exposure on the Company and act prudently to avoid excessive consumption by guests or the Company's Employees.
- 3.5.5 Reasonable tips included on business meal receipts when entertaining clients will be reimbursed. Any tips considered excessive (i.e. greater than 20% on the pre-tax amount of the business meal receipt) or is voluntary/not customary where the entertainment took place will not be reimbursed.

### **3.6 Travel**

The travel policy as approved by the Board. The Employees Policy Handbook is also applicable to the Employees.

### **3.7 General Guidelines**

The general guidelines for gifts, hospitality, meals, entertainment and travel are as follows:

- 3.7.1 Must be modest and legitimate for business purpose.
- 3.7.2 Must not be extravagant, lavish or excessive or extraordinary.
- 3.7.3 Must not be sexually oriented or may otherwise tarnish or adversely affect the reputation of the Company.
- 3.7.4 Must not be illegal or in breach of local or foreign bribery laws.
- 3.7.5 Must be consistent with Company's values and Policies.

- 3.7.6 Must be infrequent.
- 3.7.7 Must exercise proper care and judgment before offering or providing gift, entertainment and/or corporate hospitality to third parties to ensure compliance with applicable laws and regulations, in particular when it involves Public Entities/Persons.
- 3.7.8 Must not knowingly conflict with the policies of the giver or receiver.
- 3.7.9 Bona fide/good faith, where the intention to offer and/or provide the corporate hospitality is done with good and legal intentions.
- 3.7.10 Must not accept or provide any gift, entertainment and/or corporate hospitality that may create a feeling of obligation, compromise employee's judgment, or appear to inappropriately influence the giver or the recipient.
- 3.7.11 Must not accept gift, entertainment activities and/or corporate hospitality offered by parties currently engaged in the Company's tender or competitive bidding exercise.
- 3.7.12 Business decisions should never be based on gifts, entertainment and/or corporate hospitality received or provided through the Company's business relationships.
- 3.7.13 Directors, Employees and Business Partners who act for and on behalf of the Company and/or Alpha REIT must be aware and educate himself/herself on local anti-corruption laws when dealing with Public Entities/Persons as in some countries providing entertainment to Public Entities/Persons has the potential to be regarded as bribery.
- 3.7.14 Directors, Employees and Business Partners who act for and on behalf of the Company and/or Alpha REIT are required to comply with this Policy and other related policies and procedures and delegation of authority of the Company and maintain expenses within the limits of their entitlement, when carrying out entertainment activities.
- 3.7.15 Any gift, entertainment and/or corporate hospitality that would involve Public Entities/Persons shall require the prior written approval of the Executive Director/CEO of the Company and concurred by the Executive Committee of the Company.
- 3.7.16 Consult the Person in Charge of Compliance if in doubt.

#### **4. Policy on Donations, Sponsorships and Political Donations**

- 4.1 The Company takes its responsibility to the wider community seriously and provides both financial and non-financial support for recognised causes. However, such donations and benefits may be misused by certain parties as a subterfuge for corruption.
- 4.2 Requests for donations and sponsorships should be subject to a simple due diligence check using a web search to ensure the legitimacy of the recipient organisation.
- 4.3 The Company does not make financial or in-kind contributions to political parties, political party officials or candidates for political office. Use of Company facilities,

equipment and resources by political parties for any political campaign or political party function is not permitted.

## **5. Policy on Facilitation Payments**

- 5.1 A “**facilitation payment**” is defined as 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. Although such payments are customary under certain circumstances, the laws of many countries, including Malaysia, prohibit it.
- 5.2 The Company has a zero-tolerance policy for the use of facilitation payments in relation to its business operations. This Policy prohibits its use by either Directors and Employees or the Business Partners acting for and on behalf of the Company and/or Alpha REIT.
- 5.3 Directors and Employees must notify the Audit and Risk Committee and the Person in Charge of Compliance and the Business Partners who acts for and on behalf of the Company shall resort to the Company’s Whistle-blowing Policy and Procedures, when they encounter or becomes aware of any requests for a facilitation payment. Audit and Risk Committee shall review the matter and make the necessary recommendation to the Board for decision.

## **6. Violations**

- 1.1 Non-compliance of this Policy and the applicable laws relating to anti-corruption will be considered as major misconduct.
- 1.2 Any Directors, Employees and/or Business Partners who act for and on behalf of the Company and/or Alpha REIT found to have:

- 1.2.1 maliciously, wilfully or deliberately commit or suspicious of committing corrupt acts;
- 1.2.2 deliberately acted against the interests of any person who has in good faith reported a violation or possible violation of this policy and procedures; or
- 1.2.3 fail to report suspicious of corruption or to conceal corrupt acts by others; or

shall be subjected to, as the applicable,

- (a) In the case of a Director, the assessment by the Nomination and Remuneration Committee and where appropriate recommendation to the Board of Directors for action/decision, which includes, removal from office;

- (b) In the case of an Employee, Disciplinary Actions/Proceedings by the Company. The offence may also be escalated to the relevant enforcement authorities for further action; and
- (c) In the case of a Business Partner, the Company shall be entitled to issue written warning or suspend/terminate the contract with the Business Partner, blacklist the Business Partner and/or claim for damages against the Business Partner.

## **D. PROCEDURES TO COMBAT CORRUPTION**

The procedures to combat corruption are in accordance with the T.R.U.S.T principles in the Guidelines on Adequate Procedures, which are summarized as follows:

### **PRINCIPLE 1: TOP LEVEL COMMITMENT**

#### **1. Top Management's Statement**

##### **1.1 Commitment**

In accordance with the Guidelines on Adequate Procedures, the Company shall undertake the following:

- 1.1.1 Practice the highest level of integrity and ethics within its organization and in its business undertakings (including the management of Alpha REIT);
- 1.1.2 Comply fully with the applicable laws and regulatory requirements on anti-corruption; and
- 1.1.3 Effectively manage the key corruption risks of the Company and Alpha REIT.

##### **1.2 Requirement**

In order to achieve this goal, the Company will:

- 1.2.1 Establish, maintain and periodically review and monitor the anti-corruption compliance program which includes clear policies and procedures that adequately address corruption risks;
- 1.2.2 Promote a culture of integrity within the organisation and its business undertaking;

- 1.2.3 Conduct bribery risk assessments at least once every three (3) years or when advised by the external/internal auditor, or as deemed appropriate by the Person in Charge of Compliance or as directed by the Audit and Risk Committee and/or the Board of Directors;
- 1.2.4 Issue instructions on communicating the Company's policies and commitments to anti-corruption to both internal and external parties;
- 1.2.5 Encourage the use of reporting/whistle-blowing channels in relation to any suspected and/or real corruption incidences or inadequacies in the anti-corruption compliance program;
- 1.2.6 Assign and adequately resource a competent person or function (which may be external to the organisation) to be responsible for anti-corruption compliance, including provision of advice and guidance to Directors, Employees and Business Partners who act for and on behalf of the Company and/or Alpha REIT in relation to the anti-corruption programme;
- 1.2.7 Ensure that the lines of authority for Employees tasked with responsibility for overseeing the anti-corruption programme are appropriate; and
- 1.2.8 Ensure that the results of any audit, review of risk assessment, control measures and performance are reported to all Top Level Management, including the full Board of Directors and acted upon.

## **PRINCIPLE II: RISK ASSESSMENT**

### **2. Bribery Risk Assessment Process**

#### **2.1 Objectives**

The objectives of the bribery risk assessment are:

- 1. To identify, analyse, assess and prioritize the internal and external corruption risks of the Company and Alpha REIT, and to use the information to establish appropriate processes, systems and controls approved by the Top Level Management to mitigate the specific corruption risks the businesses of Company and Alpha REIT are exposed to, in line with the size of the Company and Alpha REIT; and
- 2. Discuss high-level bribery prevention solutions and implementation plans.

#### **2.2 Approach**

The Bribery Risk Assessment (BRA) forms the basis of the anti-corruption programme. Assessments are to be conducted periodically, at least once every three (3) years, with intermittent assessments conducted when necessary (including but not limited to assessment as advised by the external/internal auditors or as deemed appropriate by the Person in Charge of Compliance or as directed by the Audit and Risk Committee and/or the Board of Directors).

The completed assessments and risk map, either on a standalone basis or set out in the Company's risk management report and risk register, will be reviewed by the Audit and Risk Committee and followed by a report, to the Board of Directors for acceptance/approval/adoption/notation.

Responsibilities for carrying out the action plan(s), if any, will then be allocated to the relevant members of the Company for implementation.

### **PRINCIPLE III: UNDERTAKE CONTROL MEASURES**

#### **3. Control Measures**

##### **3.1 Audit and Compliance**

Regular audits shall be conducted to ensure compliance with this Policy and Procedures. Such audits may be conducted internally by the Company or by an external party. Audit documentation should include performance improvement action plan(s). The results of audits shall be presented to the Audit and Risk Committee for review and reported to the Board of Directors.

##### **3.2 Sanctions for Non-Compliance**

3.2.1 Non-compliance as identified by the audit and any risk areas identified through this and other means shall be reported to the Audit and Risk Committee and the Board of Directors in a timely manner in accordance with the level of risk identified.

3.2.2 The Company regards bribery and acts of corruption as serious matters. For Directors, non-compliance may result in the assessment by the Nomination and Remuneration Committee and where appropriate recommendation to the Board of Directors for action/decision, which includes, removal from office. For Employees, non-compliance may lead to Disciplinary Actions/Proceedings by the Company.

3.2.3 For the Business Partners who act for and on behalf of the Company and/or Alpha REIT, non-compliance may lead to the Company issuing written warning or suspending/terminating the contract with the Business Partner, blacklist the Business Partner and/or claim for damages against the Business Partner termination of contract. Further legal action may also be taken in the event that

Company's interests have been harmed by the results on non-compliance by individuals and organisations.

### **3.3 Monitoring and Continuous Improvement**

The Company is committed to continuously improve the operations and effectiveness of its anti-corruption initiatives.

## **PRINCIPLE IV: SYSTEMATIC REVIEW, MONITORING AND ENFORCEMENT**

### **4 Review, Monitoring and Enforcement**

#### **4.1 Policy and Procedures on Monitoring, Reviewing and Enforcing the Anti-Corruption Initiatives**

- 4.1.1 The Executive Director/CEO and the Person in Charge of Compliance will ensure that regular reviews are conducted to assess the performance, efficiency and effectiveness of the anti-corruption programme, and ensure the programme is enforced. The reviews will form the basis of any efforts to improve the existing anti-corruption controls in place in the organisation.
- 4.1.2 The results of reviews and audits shall be reported to the Audit and Risk Committee for review and recommendation to the Board of Directors for consideration and decision.
- 4.1.3 The audit plan for the anti-corruption programme shall be conducted at least once every three (3) years or as advised by the external/internal auditors, or as directed by the Audit and Risk Committee and/or the Board of Directors and is set out in the appropriate document(s) upon consultation between the Person in Charge of Compliance and the internal and/or external auditors:

## **PRINCIPLE V: TRAINING AND COMMUNICATION**

### **5 Training and Communication**

#### **5.1 Communication of Policy**

- 5.1.1 The Person in Charge of Compliance will ensure that communications are conducted both internally and externally regarding the anti-corruption programme.

- 5.1.2 Communications will include information on key policies and procedures, including anti-corruption policy, conflicts of interest, gifts, entertainment, facilitation payments, reporting channel, etc.
- 5.1.3 Communication channels may include personal briefings, email, internet/intranet, face-to-face briefings, phone calls, printed materials, website, notice on no gift and whistle-blowing policy at the reception area of the Company, consequences of non-compliance, etc.

## **5.2 Training/Briefing Policy**

- 5.2.1 The Company shall conduct adequate training to ensure all the Directors and Employees are aware of the Company's policies and procedures set out to establish the anti-corruption programme.
- 5.2.1 Where relevant, training/briefing may also be provided for the Business Partners which may expose the Company and Alpha REIT to corruption risk such as intermediaries, consultants, advisers, etc. acting on behalf the Company.
- 5.2.2 Vendors/suppliers/contractors procuring goods and services to the Company and Alpha REIT may also receive training if deemed appropriate.
- 5.2.3 Training for Employees considered to be in high-risk positions should be done at least once every 12 months, with a record kept of training provided and attendance. Training should be tailored to the role and include examples of likely corruption scenarios.

\*\*\*\*\*END\*\*\*\*\*