

ATTACHMENT III

Anti-Bribery and Anti-Corruption Statement of PNBC Group



**PNB COMMERCIAL SDN BERHAD
(PNBC) GROUP OF COMPANIES
(PNBC GROUP)
ANTI BRIBERY AND ANTI CORRUPTION
STATEMENT**

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1. INTRODUCTION

- 1.1 PNB Commercial Sdn Berhad and its group of companies (PNBC Group) are committed to applying the highest standards of integrity and ethical conduct in all our business activities and operations. Fighting bribery and corruption is the responsibility of everyone in the organisation and setting the standard for anti-bribery and anti-corruption is part of the responsibilities of the Board of Directors, senior management, and employees of the PNBC Group.
- 1.2 The PNBC Group adopts a **Bribery-Corruption Free Business Environment** from any forms of bribery and corruption, and takes a stern stance against such acts.
- 1.3 Hence, it is important that the PNBC Group complies with and conducts its business in accordance with requirements of all applicable laws, rules and regulations as well as relevant internal policies and procedures.

2. APPLICATION

- 2.1 This PNBC Group Anti-Bribery and Corruption Policy Statement (“PNBC Group ABC Statement”) shall be read together with the Code of Business Ethics of the PNBC Group, Whistleblowing Policy of the PNBC Group, the PNBC Group Employee Handbook, and all the internal policies and procedures relating to PNBC Group.
- 2.2 This PNBC Group ABC Statement is applicable to its Board of Directors and members of the committees of the Board of Directors (collectively known as “Board”), senior management, employees of PNBC Group, whether permanent or temporary, stakeholders of PNBC Group, as well as its business counterparties (collectively, “Representatives”). It is not intended to provide definitive answers to all questions regarding bribery and corruption, but rather to provide its Representatives with a basic introduction on how PNBC Group combats bribery and corruption in furtherance of the PNBC Group’s commitment to lawful and ethical behaviour at all times.
- 2.3 In the event of any inconsistency or conflict between the terms of this PNBC Group ABC Statement and the law, the law shall prevail. If you perceive that a provision in this PNBC Group ABC Statement conflicts with the law in the local jurisdiction where your business operates, you should consult with your Head of Department/Division, Human Capital Department or Governance Committee of PNBC Group.
- 2.4 The PNBC Group will abide by Malaysian Anti-Corruption Act 2009 (“MACC Act”) and any applicable laws in respect of countering bribery and corruption in all jurisdictions in which the PNBC Group operates or conducts its business. This includes, and is not confined to, those countries where PNBC Group has offices.
- 2.5 It is important to remember that even if the country in which an act of bribery takes place does not have anti-bribery laws, the MACC Act and the laws of another

country in which the PNBC Group operates or conducts its business may still apply. Bribery and corruption (or even the perception or an allegation of it):

- (i) will damage the PNBC Group's reputation; and/or
- (ii) could cost the PNBC Group significant amounts of money both in respect of potential fines and the time spent in dealing with such issues and may lead to serious penalties on individual members of PNBC Group including imprisonment and fines, or even the forfeiture of critical operating licenses and permits.

3. FAILURE TO COMPLY WITH THIS PNBC GROUP ABC STATEMENT

3.1 Engaging in bribery or corrupt practices can have severe consequences for you and the PNBC Group. You may face dismissal, fines and imprisonment, and the PNBC Group may face damage to reputation, financial loss and disbarment from business and other negative consequences. As for business counterparties, they may face termination, discontinuation, suspension of, or withdrawal from any business relationship.

4. OUR COMMITMENTS

4.1 The PNBC Group is committed to:

- (i) upholding anti-bribery laws and related laws that apply to the PNBC Group according to MACC;
- (ii) not offering bribes or condoning the offering of bribes on PNBC Group's behalf;
- (iii) not accepting bribes, or agreeing to them being accepted on PNBC Group's behalf;
- (iv) maintaining accurate books and records for all business dealings;
- (v) making sure that PNBC Group's Representatives are aware of and abide by PNBC Group's values and policies;
- (vi) complying with the regulatory requirements including satisfying the Anti-Bribery Management System ("ABMS"), and internal policies and procedures with regard to bribery and corruption;
- (vii) avoiding doing business with or affiliating PNBC Group with others who do not accept PNBC Group's values and policies, and who may harm PNBC Group's reputation;
- (viii) performing ongoing monitoring of and auditing compliance with these principles;

- (ix) encouraging raising of concerns via the established whistleblowing channels and as per the Whistleblowing Policy of the PNBC Group; and
- (x) performing continual improvement of its policies and procedures pertaining to bribery and corruption matters including its ABMS.

5. WAIVER

- 5.1 This PNBC Group ABC Statement shall be reviewed and updated from time to time in compliance with the requirements of all applicable laws. Any deviation or waiver from this PNBC Group ABC Statement must be approved by the Board of Directors of the PNBC Group with advice from Governance Committee of the PNBC Group and guidance from the Integrity Unit of PNBC Group.