

ANTI-BRIBERY AND CORRUPTION POLICY

1. INTRODUCTION

1.1 Purpose

This document represents the Anti-Bribery and Corruption Policy ("Policy") of Baiduri Bank Berhad, Baiduri Finance Berhad and Baiduri Capital Sendirian Berhad ("the Group").

This Policy aims to clearly articulate the Group's commitment to prohibiting bribery and corruption. The Policy defines the principles for identifying and preventing bribery and corruption to protect the integrity and reputation of the Group.

The Policy does not relate to customers and their transactions to the extent where they are dealt with in line with the Group Anti-Money Laundering / Combating the Financing of Terrorism (AML/CFT) Policy.

1.2 Scope

The Policy applies to the Group, its directors, employees and third parties.

1.3 Definitions

Bribery	The act of giving, offering, promising, receiving, accepting, demanding or soliciting anything of value, monetary or non-monetary, in order to improperly influence any act, inaction or decision of any person, including any public official or any director, officer, employee, agent or representative of any commercial organisation or of any private individual.
Business hospitality	Relation between a host and a guest whereby a host is providing for a guest's needs without charging costs (full or partials) to the guest. Providing accommodation, transportation, meals, trainings, invitations to events and conferences are examples of business hospitality. Business hospitality can also include entertainment, e.g. organised activity that aims to provide interest, enjoyment, or amusement to somebody as attendance to social or sport event, theatre etc.

Charitable donation	A voluntary contribution of anything of value, monetary or non-monetary, with the express purpose of supporting those in need.
Corruption	Corruption is the act of giving or receiving of any gratification or reward in the form of cash or in-kind for performing a task in relation to his or her job description.
Due diligence	Documented reasonable steps taken to assess its integrity and exposure to bribery and corruption risks.
Employees	Employees include permanent, part-time and temporary employees of the Group.
Facilitation payment	Also referred to as "speed money" or "grease payment", facilitation payments are typically small, unofficial payments made to public officials with a view to speeding up routine governmental transactions. Examples include payments to speed up customs clearances.
Gifts	Anything of value including items such as money, services, loans, or other benefits which are not business hospitality given willingly to somebody without payment for it.
Group	Baiduri Bank Berhad, Baiduri Finance Berhad and Baiduri Capital Sendirian Berhad
Kickbacks	Kickbacks are typically payments made in return for a business favour or advantage.
Persons associated with public officials (indirect benefits to public officials)	Persons which are known to be closely linked to public officials in a way that influencing this person must be influencing the public official him/herself, so that the public official is influenced indirectly. Those may include close family members (e.g. spouses, children, parents, or siblings) or close associates (e.g. personal advisors, or owned/controlled legal entities).
Political donation	A donation, made in cash or in kind, to support a political cause. Donations in kind can include gifts of property or services, advertising or promotional activities endorsing a political party or individual, the purchase of tickets to fundraising events, donations to research organisations with close associations with a political party and the release of employees to undertake political campaigning or to stand for office.
Public official	Includes any individual who is in a permanent or temporary employment of a public body. A 'public body' includes (a) the Government of Brunei Darussalam; (b) any department, service or undertaking of the Government of Brunei Darussalam; (c) any corporation, council, board, commissioners or other body which has power to act under and for the purpose of any written law in force in Brunei

	Darussalam or any part thereof relating to local Government, public health or undertakings of public utility, or otherwise has power to administer funds belonging to the Government or money raised by rates, taxes or charges in pursuance of any written law in force in Brunei Darussalam; (d) any board, commissioners, committee or other body specified in the Schedule of the Prevention of Corruption Act (Chapter 131).
Senior Management	Chief Executive Officer and Deputy Chief Executive Officer (Compliance, Corporate Governance and Legal Advisory)
Sponsorship	A transaction that involves paying a fee in exchange for providing exploitable commercial opportunities associated with the agreed consideration. Sponsorship fees can be in monetary form or in-kind. Sponsorships, unlike charitable donations, are commercial transactions done with the expectation of return for a sponsor following the agreed consideration.
Third parties	Third parties are those who are retained to perform services or conduct business for and on behalf of the Group or those conducting business together with the Group, including but not limited to partners, agents, representatives, intermediaries, introducers, brokers, contractors, service providers, suppliers, vendors, consultants and joint venture entities.
Whistleblowing	A process of reporting on the basis of reasonable belief on attempted, suspected or actual bribery and corruption.

2. GROUP PRINCIPLES

2.1 Zero-tolerance approach

The Group takes a **ZERO-TOLERANCE APPROACH** against any form of bribery and corruption and is committed to acting professionally, fairly and with integrity in all its business dealings and relationships wherever it operates. The Group expects all third parties who conduct business for and on behalf of the Group to share the same commitment and to have in place an appropriate anti-bribery and corruption ("ABC") policy or programme which is consistent with the principles set out in this Policy.

2.2 Prohibition on giving and acceptance of bribery and corruption

The Group prohibits giving any form of bribery and corruption to anyone nor the acceptance of any form of bribery and corruption from anyone for any purpose by its employees and third parties who conduct business for or on behalf of the Group.

2.3 Implementation of robust ABC Programme

The Group is committed to implementing a robust ABC Programme supplemented by various policies and procedures to ensure that bribery and corruption risks identified by the Group are appropriately mitigated.

3. ANTI-BRIBERY AND ANTI-CORRUPTION STANDARDS

3.1 Dealing with public officials

Dealings with public officials must be treated as higher risk, and controls must be applied on the basis that public officials are more susceptible to offer or accept a bribe or become involved in a corrupt relationship due to the power they have to abuse their public office or position for private gain.

In line with the Group Code of Conduct, the offering, giving, or promising of any gratification or advantage, to any public official in order to influence their decisions or to ensure favourable treatment is strictly prohibited.

However, gifts given on festive occasions under customary practice are permissible, subject to a maximum limit of BND50 and approved by respective Heads of Divisions. Any gifts valued more than BND50 to be given to a public official must first be approved by the Head of Group Compliance and the Chief Executive Officer (CEO).

3.2 Facilitation payments and kickbacks

The Group strictly prohibits offering, giving or accepting any form of facilitation payments or kickbacks for any reason, including any activity or action that may lead or suggest that a facilitation payment or kickback is offered, given or received.

3.3 Charitable donations, sponsorships, and political donation

Particular care must be taken when considering any requests for charitable donations and sponsorships to ensure that the requests are legitimate, and the payment will not be used to facilitate and conceal acts of bribery. Due diligence must be carried out on the potential recipients prior to any provision of charitable donations and sponsorships.

As a matter of general policy, the Group does not make political donation whether in cash or in-kind as this can be perceived as an attempt to gain an improper business advantage. Employees are strictly prohibited from making any political donation on behalf of the Group for whatever reason.

3.4 Recruitment of employees

The Group prohibits any form of employment opportunities, whether permanent or temporary in nature, that are used as an inducement to obtain or retain an advantage in business. All candidates must go through a merit-based, and when applicable, competitive process. They must be screened prior to hiring to ensure they have not been convicted in any bribery or corruption cases.

3.5 Accepting gifts and business hospitality

Accepting or giving gifts and business hospitality is often an appropriate way to reflect esteem or gratitude or to build stronger business relationship. Nonetheless, as a general rule, the Group strongly discourages the acceptance of gifts and business hospitality from existing or prospective customers, third parties or business acquaintances that may influence or can be perceived to be able to influence the employee's judgement in a decision-making process or put the employee in a position of conflict. Before accepting gifts and business hospitality, all employees must ensure compliance to the Group Code of Conduct.

3.6 Working with third parties

The Group requests every third party that performs work for or on behalf of the Group to read, understand and comply with this Policy that is made available to them on the Group's official website. The Group requests the third party's compliance to be expressed in the form of an anti-bribery and anti-corruption clause that is to be included in written agreements with the third party.

4. REPORTING KNOWN OR SUSPECTED VIOLATIONS

The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for or on behalf of the Group. It is the responsibility of all employees and third parties who act for or on behalf of the Group to report all incidents of bribery and corruption that may come to his or her attention in accordance with the Group Whistleblowing Policy.

The Group Human Resources and Administration (GHRA) Department will be responsible to review the case and determine if additional investigation is warranted. All reported cases need to be presented to the Group Audit Committee (GAC) for their information and further deliberation if required.

All reports of known or suspected bribery and corruption incidents lodged by any source will be treated with requisite confidentiality and will not be disclosed or discussed with parties other than those charged with investigation and management of such reports.

Appropriate actions will be instituted against those found responsible for bribery and corruption incidents, including disciplinary actions, termination of employment or termination of contract and reporting to the relevant law enforcement authorities.

5. TRAINING AND COMMUNICATION

GHRA is responsible for ensuring that as part of the Group's Code of Conduct training, employees are informed and understand the key requirements of this Policy.

The Group's zero-tolerance approach to bribery and corruption is communicated to all third parties at the outset of our business relationship with them and as appropriate thereafter.

6. REFERENCE DOCUMENTS

Wherever applicable, the Policy should be read together with:

- a. Prevention of Corruption Act (Chapter 131)
- b. Group AML/CFT Policy
- c. Group Code of Conduct
- d. Group Compliance Policy
- e. Group Outsourcing Policy
- f. Group Whistleblowing Policy