



TURIYA BERHAD

(Registration No. 198001001793 (55576-A))

ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

(Adopted 31 March 2021)

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(Registration No. 198001001793 (55576-A))
(Incorporated in Malaysia)

ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

1. INTRODUCTION

Turiya Berhad and its subsidiaries (“Turiya” or “Group”) has adopted a zero-tolerance approach against all forms of bribery and corruption. Turiya is committed to conducting its business ethically and in compliance with all applicable laws and regulations in the countries where it does business. Anti-Bribery and Corruption Policy elaborates upon those principles, providing guidance to employees and any person associated to Turiya concerning how to deal with improper solicitation, bribery and other corrupt activities and issues that may arise in the course of business. Turiya’s employees must follow applicable laws, rules and regulations at all times. Without limitation, Turiya’s employees must fully comply with all anti-corruption laws of the countries in which Turiya does business.

In cases where there is a conflict between the specific anti-bribery and anti-corruption laws and the principles contained in this Policy, the stricter provision shall prevail.

The Policy and Guidelines are not intended to provide definitive answers to all questions regarding bribery and corruption. Rather, this policy is intended to provide employees and any person associated to TURIYA with a basic introduction to how TURIYA combats bribery and corruption in furtherance of the group’s commitment to lawful and ethical behavior at all times. Some of the guidelines are designed to prevent situations in which bribery and corrupt practices may take root. This Policy shall be read in conjunction with the Malaysian Anti- Corruption Commission Act 2009 and its 2018 amendment (“MACCA”).

2. OBJECTIVES

This Policy sets out the Group’s position on bribery in all its forms and matters of corruption that might confront the Group in its day to day operations.

3. SCOPE

This policy applies to all Directors and Employees of the Group.

This policy applies to all individuals working at all levels within Turiya, including senior managers, officers, directors, employees (whether permanent, fixed-term or temporary), consultants, trainees, casual workers and agency staff, volunteers, interns, agents, sponsors, suppliers, distributors, or any other person associated with Turiya, or any of Turiya’s subsidiaries or their employees, wherever located.

4. DEFINITION

- 4.1 Bribe:** Corruptly gives, agrees to give, promises or offers to any person any gratification whether for the benefit of that person or another person with intent: a) To obtain or retain business for the Group; or b) To obtain or retain an advantage in the conduct of business for the Group.
- 4.2 Facilitation Payments:** Small sums, unofficial payment made to secure or expedite a routine action.
- 4.3 Kickbacks:** The return of a sum already paid or due as a reward for awarding of furthering business.
- 4.4. Management:** The highest ranking officer(s) of each company in the Group.
- 4.5 Person Associated:** Director, partner, employee of Turiya or a person who performs services of or on behalf of Turiya (i.e. an agent of Turiya)

5. GIFTS AND HOSPITALITY

5.1 Business Gifts and Inducements

We refrain from accepting gifts or any forms of inducements from suppliers or third parties in exchange for granting them purchase orders/ contracts. As a responsible and conscientious company, we hold the view that every purchase order/ contract should be awarded based on the merits of the case, i.e. subject to determining factors such as price, quality of goods and services rendered and the supplier's track record in delivery of goods. Similarly, we do not give gifts or any forms of inducement to gain an unfair advantage with customers.

Gift as a token of appreciation will not be considered as bribery. However, this must be informed to and recorded by the Management.

5.2 Payments to Government Personnel

In compliance with the Malaysia Anti-Corruption Act, we do not promise, offer, or deliver to any domestic or foreign government official, directly or indirectly, any gift, favor, or other gratuity, in order to obtain or retain business.

6. FACILITATION PAYMENTS AND KICKBACKS

Turiya does not make, and will not accept, facilitation payments or "kickbacks" of any kind. Facilitation payments are typically small, unofficial payments made to secure or expedite a routine action by a government official or non-government officer.

If a staff of the Group is asked to make a payment on Turiya's behalf, the staff should always be mindful of what the payment is for and whether the amount requested is proportionate to the goods or services provided. The staff should always ask for a receipt which details the reason for the payment. If any staff has any suspicions, concerns or queries regarding a payment, the staff should raise these with his or her manager.

Kickbacks are typically payments made in return for a business favour or advantage. All staff must avoid any activity that might lead to, or suggest, that a facilitation payment or kickback will be made or accepted by Turiya.

7. DONATIONS

Turiya does not make contributions to political parties. Any charitable donations must be legal and ethical under local laws and practices. No donation may be offered or made without the prior approval from the Management.

8. RESPONSIBILITIES

All staff must ensure that they read, understand and comply with this policy. The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all Turiya staff or under its control. Staff are required to avoid any activity that might lead to, or suggest, a breach of this policy.

Staff must notify management as soon as possible if believe or suspect that a conflict with this policy has occurred, or may occur in the future.

Any employee who breaches this policy will face disciplinary action, which could result in dismissal for gross misconduct.

9. RISK MANAGEMENT ASSESSMENT

Turiya will conduct a corruption risk assessment periodically or when there is a change in law or circumstance. The assessment will be used to established appropriate processes, controls and systems.

Management to review the assessment once every 3 years or intermittent assessment to be conducted if it is deemed necessary.

10. RECORD KEEPING

Turiya must keep financial records and have appropriate internal controls in place which will evidence the business reason for making payments to third parties.

All accounts, invoices, other documents and records relating to dealings with third parties, such as clients, suppliers and business contacts, should be prepared and maintained with strict accuracy and completeness. No accounts may be kept "off-book" to facilitate or conceal improper payments.

11. REPORTING CHANNEL

Staff who refuse to accept or offer a bribe or those who raise concerns or report another's wrongdoing, are sometimes worried about possible repercussions. Turiya aims to encourage openness and will support anyone who raises genuine concerns in good faith under this Policy even if they turn out to be mistaken.

If any staff is unsure whether a particular act constitutes bribery or corruption, or if a staff has any other queries, these should be raised with his or her manager or Management team. In the event any staff considers the manager or Management team will not deal with any issue appropriately, the issue should be reported to the Audit Committee Chairman.

12. TRAINING AND COMMUNICATION

Training on this policy forms part of the induction process for all new employees. All existing employees will receive regular, relevant training on how to implement and adhere to this policy.

Turiya's zero-tolerance approach to corruption and bribery must be communicated to all suppliers, contractors, agents, businesses and other partners at the outset of the relationship with them and as appropriate thereafter.

Approved and adopted on 31 March 2021