

**MESINIAGA
ANTI-BRIBERY & CORRUPTION
POLICY**



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1. Introduction

Mesiniaga Berhad (“Mesiniaga”) is committed to conducting business with integrity, transparency, and the highest ethical standards. The Company adopts a zero-tolerance approach to bribery, corruption, facilitation payments, kickbacks, and any improper or unethical business conduct, in line with the Malaysian Anti-Corruption Commission Act 2009, the Bursa Malaysia Listing Requirements, the Malaysian Code on Corporate Governance (MCCG), the Companies Act 2016, the Personal Data Protection Act 2010, as well as Mesiniaga’s Business Conduct Guidelines (BCG).

2. Scope and Application

This Policy applies to:

- all directors and employees of Mesiniaga (including interns, proteges, permanent, contract, temporary and service suppliers engaged via service agreement).
- third parties acting on behalf of Mesiniaga, including suppliers, contractors, consultants, intermediaries, representatives, business partners, resellers, joint-venture partners, and agents.
- any party engaged in a business relationship with Mesiniaga.

All parties are expected to adhere to this Policy when conducting business with or for Mesiniaga.

3. Key Definitions

Bribery and Corruption

Offering, giving, receiving, or soliciting something of value to improperly influence a decision or secure an advantage.

Gift

Something of value given without fair payment, including goods, vouchers, services, discounts, hospitality, or travel.

Entertainment and Hospitality

Meals, events, activities, or social engagements intended to foster business relations.

3. Key Definitions (Cont'd)

Public Officials

Individuals serving in government, political offices, state-owned enterprises, or holding positions to fulfil public duties.

4. No-Gift Policy

Mesiniaga maintains a No-Gift Policy prohibiting the giving or receiving of gifts, except in limited circumstances aligned with customary protocol or corporate representation.

Any permissible gift must not exceed RM250 in value. Gifts exceeding RM250 must be refused where possible. Where refusal is impracticable, prior approval must be obtained from the Deputy Chief Executive Officer or Chief Executive Officer by submitting a declaration through the Gift/Hospitality Received in the Corporate Communication Helpdesk.

Gifts that may give rise to a conflict of interest, confer or imply preferential treatment, influence a business decision, or breach applicable laws or ethical standards are strictly prohibited.

5. Entertainment and Corporate Hospitality

Modest and appropriate hospitality may be permissible where it serves a legitimate business purpose and does not influence, or appear to influence, a business decision.

Business meals or entertainment up to RM250 per person may be incurred or accepted with proper business justification. Any entertainment exceeding RM250 per person requires approval from the Deputy Chief Executive Officer or the Chief Executive Officer.

Hospitality that is excessive, indecent, or linked to the award of business or a tender process is strictly prohibited.

6. Dealing with Public Officials

Interactions with Public Officials must be conducted with particular care and transparency and full adherence to prevailing laws and directives.

Improper benefits, whether financial or non-financial, must not be offered, requested, acceded to or accepted, when dealing with Public Officials.

7. Sponsorships, Donations & Social Impact Activities

Mesiniaga may support legitimate sponsorships, donations, and corporate social responsibility activities provided they are not used as a means to improperly influence a business decision or provide an undue advantage.

Any such sponsorship, donation, or CSR contribution must not exceed RM2,000 in value and require prior written approval from the Deputy Chief Executive Officer or Chief Executive Officer.

All requests exceeding RM2,000 must be supported by documented justification, appropriate due diligence on the recipient, a declaration of no conflict of interest, and confirmation of compliance with applicable laws, the Bursa Malaysia Listing Requirements, the MCCG and the Group's Anti-Bribery and Corruption Policy.

8. Political Contributions

Mesiniaga does not provide political contributions, whether monetary or in-kind, nor does it permit the use of Company resources to support political parties, campaigns, or candidates. Employees engaging in personal political activities do so independently of the Company.

9. Facilitation Payments

Mesiniaga does not permit facilitation payments, whether offered or received, regardless of value or local practice.

10. Money Laundering Prevention

Mesiniaga is committed to preventing the use of its operations for money laundering or terrorism financing. Suspicious transactions, unusual payment structures, or questionable counterparties must be approached with caution and escalated when necessary.

11. Working with Third Parties

Mesiniaga expects third parties to conduct business ethically and in compliance with this Policy. The Company reserves the right to discontinue relationships where bribery, corruption, or unethical conduct is identified.

12. Recruitment

Recruitment and selection decisions must be merit-based and free from conflicts of interest. Any actual or perceived conflict must be disclosed.

13. Whistleblowing & Reporting Concerns

Mesiniaga encourages employees and stakeholders to report suspected bribery, corruption, or unethical conduct in good faith. Confidentiality and protection against retaliation will be provided.

14. Consequences of Violations

Breaches of this Policy may result in disciplinary action, dismissal, termination of contract, legal action, and the blacklisting of third parties.

15. Training & Awareness

Mesiniaga shall promote awareness of this Anti-Bribery & Corruption Policy through training, awareness programmes, or campaigns conducted at least once a year, either electronically or in person.

16. Review

This Policy shall be reviewed at least once every 3 years, or sooner to ensure alignment with developments in law, regulation, and governance best practices.

[End of Policy]