



[www.ngcenergy.com.my](http://www.ngcenergy.com.my)

---

**ANTI-BRIBERY  
& CORRUPTION**  
MANUAL

---

NGC Energy Sdn Bhd (Co. No. 986233-W)  
Lot 3A-01, Level 3A, Tower Block,  
Menara Millennium, 8 Jalan Damanlela,  
Bukit Damansara, 50490 Kuala Lumpur,  
MALAYSIA



# TABLE OF CONTENTS

- 1 INTRODUCTION
- 2 APPLICABLE LAWS & REGULATIONS
- 3 DEFINITIONS
- 4 MANDATORY REQUIREMENTS
  - 7 GIFTS & HOSPITALITY & ENTERTAINMENT
  - 8 CONFLICT OF INTEREST
  - 10 CORPORATE SOCIAL RESPONSIBILITY, SPONSORSHIPS & DONATIONS
  - 12 DEALINGS WITH EXTERNAL PARTIES
    - 12 I) PUBLIC OFFICIALS
    - 12 II) THIRD PARTIES
  - 14 FACILITATION PAYMENTS
  - 16 POLITICAL CONTRIBUTION
  - 17 MONEY LAUNDERING
  - 18 RECRUITMENT OF EMPLOYEES
- 19 REPORTING & MANAGING A CONCERN
  - 19 WHISTLEBLOWER POLICY
- 20 RECORD KEEPING
- 21 TRAINING AND COMMUNICATION
- 22 MONITOR AND REVIEW
- 23 APPENDIX



# INTRODUCTION

**NGC Energy Sdn Bhd (“NGCE” or the “Company”) is committed to adopt a zero tolerance policy against all forms of bribery and corruption. In line with this commitment, NGCE has developed the NGCE Anti-Bribery, Corruption & Fraud Policy (“ABC Policy”) and this Anti-Bribery and Corruption Manual (“ABC Manual”) to elaborate upon those principles, providing guidance to Employees (including executive and non-executive Directors) who then ensure compliance with the applicable anti-bribery and anti-corruption laws.**

Although the ABC Manual is specifically written and applies to NGCE Employees, NGCE expects contractors, subcontractors, suppliers, bankers, dealers, consultants, agents, representatives, customers and others (henceforth termed business partners) to comply with the relevant parts of the ABC Manual when conducting business with or on behalf of the Company.

The ABC Manual is not intended to be the single reference point for all definitive answers. Rather, it is intended to show Employees, as well as the public at large, NGCE’s commitment to combat bribery and corruption. This ABC Manual shall be read together with other internal policies and guidelines within NGCE. NGCE considers a breach of the ABC Manual and other internal policies and guidelines issued by the Company as a serious offence. Failure to comply can result in disciplinary and/or legal actions deemed appropriate by NGCE. You may face dismissal, fines and imprisonment, and NGCE may face financial loss, reputation damage and/or other negative consequences.

All Employees must therefore ensure that they are familiar with the content of this ABC Manual and adhere to it at all times. In the event of any uncertainty or queries on this ABC Manual, immediate clarification must be consulted from the line manager, respective Heads of Department, and/or the Business Controls Department.

Any deviation or waiver from this ABC Manual must be approved either by the CEO or Board of Directors.

An electronic copy of this ABC Manual is available at [www.ngcenergy.com](http://www.ngcenergy.com).

# APPLICABLE LAWS & REGULATIONS

NGCE is committed to conduct its business with integrity and in compliance with applicable laws and regulations. In the event of any inconsistency or conflict between the provisions of NGCE policies and the laws of Malaysia, the latter shall prevail. The applicable laws on bribery and corruption are the Malaysian Anti-Corruption Commission Act 2009, Amendment Act 2018 (“MACC Act”), and the Penal Code (Chapter IX).

‘Gratification’ is defined in the MACC Act to mean the following:

- money, donation, gift, loan, fee, reward, valuable security, property or interest in property being property of any description whether movable or immovable, financial benefit, or any other similar advantage;
- any office, dignity, employment, contract of employment or services, and agreement to give employment or render services in any capacity;
- any payment, release, discharge or liquidation of any loan, obligation or other liability, whether in whole or in part;
- any valuable consideration of any kind, any discount, commission, rebate, bonus, deduction or percentage;
- any forbearance to demand any money or money’s worth or valuable thing;
- any other service or favour of any description, including protection from any penalty or disability incurred or apprehended or from any action or proceedings of a disciplinary, civil or criminal nature, whether or not already instituted, and including the exercise or the forbearance from the exercise of any right or any official power or duty; and
- any offer, undertaking or promise, whether conditional or unconditional, of any gratification within the meaning of any of the preceding paragraphs (a) to (f).

Bribery and corruption are punishable offences under the MACC Act. There are 4 main offences under the MACC Act:

- Soliciting/receiving gratification as per Sections 16 & 17(a);
- Offering/giving gratification as per Section 17(b);
- Intending to deceive (false claim) as per Section 18;
- Using office or position for gratification as per Section 23.

In addition, any breaches of the ABC Policy and this ABC Manual may be tantamount to a breach of Section 17A of the MACC Act in which in the event any commercial organisation commits an offence under Section 17A shall, on conviction, be liable to:

- A fine not less than 10 times the sum or value of gratification or RM1 million, whichever is higher;
- Imprisonment for a term not exceeding 20 years, or BOTH.

Please also refer to the “Guidelines on Adequate Procedures” pursuant to subsection (5) of Section 17A under the MACC Act by the Prime Minister’s Department.

# DEFINITIONS

The term “NGCE” means NGC Energy Sdn Bhd.

<b>Employees</b>	All individuals directly contracted to NGCE on an employment basis, including permanent and temporary employees and Directors.
<b>Bribery</b>	Offering, promising, giving, accepting, or soliciting of an undue advantage of any value (which could be financial or non-financial) directly or indirectly, and irrespective of location(s), in violation of applicable law, as an inducement or reward for a person acting or refraining from acting in relation to the performance of that person’s duties (ISO 37001 definition).
<b>Corruption</b>	Any action which would be considered as an offence of giving or receiving ‘gratification’ under the Malaysian Anti-Corruption Commission Act 2009 (MACCA) (‘Bribery’ as defined above). In addition, corruption may also include acts of extortion, collusion, breach of trust, abuse of power, trading under influence, embezzlement, fraud or money laundering.
<b>Business Associate</b>	An external party with whom the organisation has, or plans to establish, some form of business relationship. This primarily includes Counterparties and Business Partners, i.e. clients, customers, joint ventures, joint venture partners, consortium partners, outsourcing providers, contractors, consultants, subcontractors, suppliers, vendors, advisers, agents, distributors, representatives, intermediaries, and investors (ISO 37001 definition).
<b>Conflict of interest</b>	When a person’s own interests either influence, have the potential to influence, or are perceived to influence, their decision-making in the company.
<b>Donations</b>	Voluntary contribution in the form of money or goods which are made for charitable purposes.
<b>Sponsorship</b>	Supporting people, organisation or events through money, goods or services with the purpose of raising awareness of one’s own company and promoting its marketing objectives.
<b>Entertainment &amp; Hospitality</b>	Comprises of expenses incurred for provision of food, drink, travel, accommodation or recreation of any kind, by a party to another party.
<b>Facilitation payment</b>	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.
<b>Corporate Gift</b>	Something given from one organisation to another, with the appointed representatives of each organisation giving and accepting the gift. Corporate gifts may also be promotional items given out equally to the general public at events, trade shows, and exhibitions as a part of building the company’s brand. The gifts are given transparently and openly, with the implicit or explicit approval of all parties involved. Corporate gifts normally bear the company name and logo and are of nominal value. Examples of corporate gifts include items such as diaries, calendars, pens, notepads, and plaques.
<b>Personal Gift</b>	Something given from one individual to another, with the intention of creating or enhancing a personal relationship. The gifts are given in a private setting, without the knowledge or approval of the company management of one or both parties. Personal gifts may include cash, cash equivalents such as credit cards, savings accounts, electronic items, watches, luxury pens, property, vehicles, free fares, shares, interest free loans, lottery tickets, travel facilities, entertainment, services, club memberships, any forms of discount or commission, jewellery, decorations, souvenirs, vouchers, or any other valuable items.

Refer to MACC Act for any other terms or definitions not stated here.



## MANDATORY REQUIREMENTS

# GIFTS & HOSPITALITY & ENTERTAINMENT

In general, Employees shall avoid the practice of giving and receiving of gifts and hospitality. NGCE, however, recognises gift giving can be a part of business etiquette in certain situations, whereby despite NGCE's stand on avoiding the practice of giving and receiving gifts and hospitality, certain external parties may insist on such practice(s).

Any decisions made by an Employee must be made for the benefit and advantage of NGCE not limited to financial or tangible form, but also inclusive of the Company's reputation.



## NGCE'S POSITION



### GIFTS

NGCE adopts a "No Gift" Policy whereby, it shall be the general principle for all Employees to immediately refuse and return any gifts. All Employees (including Directors), their family members, and agents acting for or on behalf of NGCE are prohibited from directly or indirectly receiving or providing gifts.

NGCE requires Employees to abide by this policy to avoid conflict of interest or the appearance of conflict of interest for either party in on-going or potential business dealings between NGCE and external parties as gifts can be seen as a bribe that may tarnish NGCE's reputation or be in violation of anti-bribery and corruption laws.

Receiving gifts on behalf of NGCE is allowed only in such limited circumstances when refusing the gift is unavoidable or will seriously offend NGCE's business relationship with the external party. However, under no circumstances may an Employee, Director or his/her family/household members accept gifts in the form of cash or cash equivalents.

It is the responsibility of the Employees to inform external parties involved in any business dealings with NGCE that NGCE practices a "No Gift" Policy and to request the external party's understanding for and adherence to this policy.

### HOSPITALITY & ENTERTAINMENT

In some countries, the act of hospitality through entertainment is a central part of business etiquette. NGCE recognises that from time to time, Employees may be required to entertain customers, clients, government officials, etc. to improve business relationships with external parties. As such, authorised Employees are allowed to provide entertainment through a reasonable act of hospitality as part of business networking.

## WHAT SHOULD I DO



### Receiving Gifts

- ⇒ Immediately refuse and return any gifts.
- ⇒ Inform external parties involved in any business dealings with NGCE of NGCE's Gift & Hospitality policy and to seek their understanding and adherence to this policy.
- ⇒ In unavoidable situations/limited circumstances, Employees shall follow the following process:
  - Receive gift > Immediate Gift Receiving Declaration > Submit Gift for Storage > HOD to Decide Approval of Acceptance or Return.
- ⇒ In the event whereby an acceptance is not approved, the gift shall be returned.
- ⇒ Should approval be given, HOD shall decide on the treatment of the gift:
  - Retained by Employee;
  - Donation to charity; or
  - Share with members of the department and/or hold it for departmental display.



### Providing Gifts

- ⇒ Generally, Employees are not allowed to provide gifts to external parties. Refer to Gifts, Hospitality and Entertainment Procedure for further details.



## GIFTS & HOSPITALITY & ENTERTAINMENT CONT'D

### Prohibitions

- ⇒ Any giving or receiving gifts mentioned below are strictly prohibited:
  - Any gift or hospitality in cash and/or valuable item(s)
  - Any gift or hospitality as part of commissions or kickbacks
  - Any gift or hospitality that is illicit or illegal
  - Any gift or hospitality during an active tender or bidding exercise
  - Any gift or hospitality with direct or indirect suggestion(s) that in return for the gift, some or a desirable outcome is required
  - Any gift or hospitality which is lavish and excessive
  - Any gift or hospitality as reward for illegal activity

### “No Gift” Policy Exceptions

- ⇒ Gifts from NGCE to Employee;
- ⇒ Gifts from NGCE to external parties with no business dealings for charity purposes;
- ⇒ Token gifts of nominal value bearing NGCE’s logo (corporate gifts); and
- ⇒ Company to company gifts exchange (treated as company’s property).

Even in the above exceptional circumstances, Employees of NGCE are expected to exercise proper judgement in handling gift activities and behave in a manner consistent with other internal policies and guidelines within NGCE as per below:

- Conscientiously maintain the highest degree of integrity;
- Always exercise proper care and judgement;
- Avoid conflicts of interest;
- Refrain from taking advantage of your position or exercising your authority to further your own personal interest at the expense of NGCE; and
- Comply with applicable laws, regulations and NGCE internal policies and procedures.

## MANDATORY REQUIREMENTS

# HOSPITALITY & ENTERTAINMENT

## WHAT SHOULD I DO



### Providing Hospitality & Entertainment

- ⇒ Employees (including Directors) should always exercise proper care and judgement when providing entertainment to third parties (especially when it involves public officials) to ensure compliance with local anti-bribery and corruption laws. Any act of undue influence on any party in exchange for some future benefit, whether provided directly or indirectly through agents or intermediaries, may be construed as an act of bribery, and therefore is strictly prohibited.
- ⇒ Employees (including Directors) are required to comply with the policies and procedures, and to maintain expenses within the limits when providing entertainment activities. Any entertainment activities that involve public officials shall require prior approval from the Head of Department and is required to comply with local anti-bribery and corruption laws.



### Receiving Hospitality & Entertainment

- ⇒ Employees (including Directors) are to exercise proper care and judgement before accepting entertainment offered or provided by a third party. This is not only to safeguard NGCE’s reputation, but also to protect Employees from allegations of impropriety or undue influence.
- ⇒ Employees are required to comply with the policies and procedures in relation to receiving entertainment from third parties. In no event, however, may you or any of your family/household members accept entertainment in exchange for an exercise or non-exercise of your authority.



## MANDATORY REQUIREMENTS

# CONFLICT OF INTEREST

Conflict of interest (“COI”) in relation to your employment with NGCE can arise from a number of occasions (e.g outside business appointments, relationships with contractors, sub-contractors, shareholders, or even voluntary community activities). Typically, COI may arise in any situation in which an individual is in a position to take advantage of one’s role at NGCE for one’s personal benefit, including the benefit of one’s family and friends. In this situation, an Employee’s ability to perform their duties effectively and impartially is potentially impaired by an outside appointment, relationship, or activity.

## NGCE’S POSITION



COI, including potential COIs that could create the perception that they are improperly influenced in their decision-making should be avoided. A COI will undermine the values of **good faith**, **fidelity**, **diligence**, and **integrity** in the performance of the Employees’ duties and obligations as expected by NGCE. All Employees must therefore avoid COI between the Employees’ personal dealings and the Employees’ duties and responsibilities in the conduct of NGCE’s businesses.

Employees must not use their position, official working hours, NGCE resources and assets for personal gain or to the NGCE’s disadvantage.

Heads of Department and the Business Controls Department must ensure that:

- 1) Employees (newly-joined or existing) are aware of the requirement to declare any actual or potential COI in the Declaration form; as and when the Employees possess the knowledge of such COI or potential COI.
- 2) Upon deliberation among members of COI Committee, a COI that has been fully disclosed to NGCE may be acceptable and tolerated, assuming appropriate mitigation actions have been agreed, implemented, and recorded to ensure that it poses no risks to NGCE.



## WHAT SHOULD I DO



In situations where confronted with such a conflict, Employees are required to:

- ⇒ Complete the Declaration form in the Appendix whenever a COI or potential COI exists, and submit to the Business Controls Department. It is impossible to list all situations, relationships or circumstances which may create a COI or potential COI, so each situation must be carefully evaluated.

Apart from the Employees, any third parties, including but not limited to, existing and potential customers, suppliers, vendors, consultants, advisers, agents, brokers, and distributors, must complete and return the Declaration form in the Appendix. All third parties are also subject to comply with the policies and guidelines issued by NGCE from time to time.



## MANDATORY REQUIREMENTS

# CORPORATE SOCIAL RESPONSIBILITY, SPONSORSHIPS & DONATIONS

Corporate Social Responsibility (CSR), Sponsorships, and Donations are part of contributions to the wellbeing of the community and the environment. Any CSR, Sponsorship and/or Donations must not be used to facilitate bribery, corruption, money laundering activities, or any other doubtful purpose or illegal activity. It is important to note that all CSR, Sponsorships and Donations must be made in accordance with NGCE policies and guidelines, and must receive prior authorisation from NGCE Management or the Board of Directors.

Employees must ensure that all Sponsorships and Donations are not used as a subterfuge for bribery or used to circumvent or avoid any of the provisions of NGCE policies and guidelines, including in particular, the prohibition on bribery and corruption.



## NGCE'S POSITION



All requests for CSR, Sponsorship, and Donations must be carefully reviewed to ascertain their authenticity and it must not be made to improperly influence a business outcome. The recipient must be a legitimate organisation and due diligence must be carried out to ensure that the benefits reach the intended recipients whilst the programmes meet the intended objectives. Any red flags must be resolved before committing any funds to the programme, e.g. no CSR, Sponsorship, and Donations shall be made to a beneficiary who is controlled by any political officials or their relatives.

## WHAT SHOULD I DO



- ⇒ Before making a commitment, ensure such contributions are allowed by applicable laws and obtain all the necessary internal and external authorisations.
- ⇒ Conduct proper due diligence to ensure requests are legitimate and any red flags raised are resolved prior to committing the funds.
- ⇒ Ensure CSR, Donations, and Sponsorships are made to well-established entities having an adequate organisational structure to guarantee proper administration of the funds.
- ⇒ All transaction must be accurately reflected in the company's accounting books and records.
- ⇒ Use good judgement in assessing all requests for CSR, Donations, and Sponsorships. When in doubt, seek further advice from Head of Departments or the Business Controls Department and escalate the matter to the CEO.
- ⇒ All CSR, Sponsorships, and Donations must be made in accordance to the approval limits in the Delegation of Authority and receive prior authorisation from NGCE Management or the Board of Directors.
- ⇒ Refer also to "Dealings with External Parties".

## MANDATORY REQUIREMENTS

# DEALINGS WITH EXTERNAL PARTIES

## i) Public Officials

Some countries (including Malaysia) have very strict limitations on the value and nature of gifts and entertainment public officials can accept. As such, particular care must be taken when interacting with public officials. This includes employees of any government (of any level), candidates for political office, members of royal families and employees of businesses controlled by the government. For full definitions, refer to “officer of a public body” as defined in the MACC Act.

## NGCE'S POSITION



NGCE strictly prohibits the paying of non-business travel and hospitality for public officials or their household members. If approval is obtained to provide gifts, entertainment, or hospitality to public officials, please ensure that the gift, entertainment, or corporate hospitality is not excessive and must commensurate with the official designation of the public official and not his personal capacity. It is unethical to offer or provide entertainment in exchange for some future benefit or result. All Employees must also ensure compliance with other policies and guidelines issued by NGCE in relation to the procedures on gifts, corporate hospitality and entertainment.

## WHAT SHOULD I DO



- ⇒ Kindly seek guidance from the Human Resource Department or Business Controls Department prior to providing any gift, entertainment, or corporate hospitality to public officials.
- ⇒ Employees of NGCE must be aware of local laws governing the relevant activity and to ensure compliance with said laws.

## ii) Third Parties

Third party means any individual or organisation that the Employees come into contact during the course of their work for or with the company and it includes but is not limited to existing and potential customers, suppliers, vendors, consultants, advisers, agents, brokers, and distributors.

All NGCE's dealings with third parties must be consistent with this ABC Manual and carried out in compliance with all relevant laws. All forms of bribery and corruption are unacceptable and will not be tolerated.

## NGCE'S POSITION



NGCE expects all third parties acting for or on its behalf to adhere to NGCE's ABC Policy and the ABC Manual as their conduct and actions may tarnish NGCE's reputation. Third parties must subscribe to NGCE's commitment to zero tolerance on bribery and corruption, and should be made aware of NGCE's ABC Policy, ABC Manual, and any other policies and guidelines issued by NGCE. NGCE expects that all third parties acting for or on its behalf to share NGCE's values and ethical standards as their actions can implicate NGCE legally and tarnish NGCE's reputation.

Thus, in situations where third parties such as consultants, vendors, contractors, agents, and partners are engaged, the appropriate due diligence on these third parties should be conducted to ensure that similar values, ethics, and understanding with NGCE exists before entering into any arrangements with said third parties.

If there are “red flags” being raised during the due diligence exercise, these “red flags” must be addressed before the engagement of the third party can proceed. Examples of “red-flags” include but is not limited to the following:

- Transaction with a company in a country known for high incidence of corrupt payments;
- The third party has “exceptional” links with government or public officials;
- Weak background or reputation upon background check i.e. getting things fixed with certain amount of money or regardless of the circumstances;
- Objection to anti-bribery provisions in the agreements/contract;
- Convoluted payment arrangements;
- The third party requests that his/her identity not be disclosed; or
- No physical office or established place of work.

If all the red flags are sufficiently mitigated, then NGCE may proceed with the relationship.

For the purpose of this ABC Manual, the third parties shall include all legitimate business entities ranging from public limited companies and private limited companies to partnerships and sole-proprietorships.

## WHAT SHOULD I DO



- ⇒ Do not enter into business dealings with any third party prior to conducting proper due diligence to assess the integrity of the third parties.
- ⇒ Engage and educate all NGCE third parties about the ABC Policy, ABC Manual, Code of Conduct, Whistleblowing Policy, and our expectations of these third parties.
- ⇒ Monitor third party performance and business practices periodically.
- ⇒ All third parties must complete and return the Declaration form as attached in the Appendix.
- ⇒ All third parties are also subject to comply with the policies and guidelines issued by NGCE from time to time.



## MANDATORY REQUIREMENTS

# FACILITATION PAYMENTS

Facilitation payments need not involve cash or other financial asset; it can be any sort of advantage with the intention to influence one's duties or to secure or expedite the performance by a person performing duties or functions. Facilitation Payment is seen as a form of bribery and corruption.



## NGCE'S POSITION



NGCE strictly prohibits accepting or obtaining, either directly or indirectly, facilitation payments from any person for the benefit of the employee himself or for any other person. All Employees must not offer, promise, give, request, accept, or receive anything which might reasonably be regarded as a facilitation payment.

### Exception:

However, NGCE equally upholds the safety of all Employees as priority. In the event that an Employee's safety is at stake, one is allowed to make payments but must immediately report to the Head of Department and escalate to the CEO for approval. Making facilitation payments in such a situation is the only exception which can be used as a defence when faced with allegations of bribery and corruption.

## WHAT SHOULD I DO



Employees are expected to ensure that any payments have been recorded transparently and to notify and report to their immediate Line Manager:

- ⇒ When encountering any requests or if being offered facilitation payment.
- ⇒ If a payment has been made and Employees are unsure of its nature.

Example of Facilitation Payments	Not considered as Facilitation Payments
<ul style="list-style-type: none"> <li>• Payment of fees to avoid hefty penalties or fines without any official receipt.</li> <li>• Typically small, unofficial payments made to secure or expedite the performance of a routine or necessary action (such as the issuance of permits, licences, processing visas or work permits, provisions of mail pick-up services, etc.) to which the payer is entitled, legally or otherwise.</li> </ul>	<ul style="list-style-type: none"> <li>• Fees that are required by written law.</li> <li>• Processing of a regular government-provided service, against rates published by the government, for which payment is made into a government-administered account and for which an official receipt is given.</li> </ul>

## MANDATORY REQUIREMENTS

# POLITICAL CONTRIBUTION

16

“In-kind political contributions” such as the use of company funds, resources, facilities or premises for the purpose of political activities such as elections, campaigns, rallies or speeches are prohibited.

## NGCE'S POSITION



NGCE does not make or offer monetary contributions to political parties or candidates for political office or political party officials.

NGCE recognises the rights of Employees in their capacity as citizens to participate in the political election process by voting and to be a member of any lawfully registered political party. Employees are, however discouraged from holding office of any kind in these political organisations, expressing any statement or behaving in a manner which may act against NGCE's business principles or damage NGCE's reputation and image.

Business associates are also reminded not to associate NGCE with any political contribution or activities without prior written approval from the CEO.

## WHAT SHOULD I DO



- ⇒ Immediately consult the CEO and Board of Directors should you receive such requests from governments, political parties, other organisations or their representatives.
- ⇒ Employees may choose to make personal political contributions as appropriate within the limits established by law and ensure that such political contributions must be permissible under applicable laws, and must not be made with any promise or expectation of favourable treatment in return. However, the amount contributed to political parties is strictly not allowed to be compensated or reimbursed by NGCE.
- ⇒ Employees participating in any political activities outside of office hours are prohibited from wearing NGCE uniform or bearing any NGCE-related identity, or use NGCE's facilities, equipment, and resources for any political campaign or party functions. Any violation shall be considered a breach of the Company's Code of Conduct.

## MANDATORY REQUIREMENTS

# MONEY LAUNDERING

17

Money laundering is a very serious crime and the laws governing this type of crime can have extra territorial effect, i.e. the application of the law is extended beyond local borders. The penalties for breaching anti-money laundering legislation are severe and can include extradition and incarceration in foreign jurisdictions.

## NGCE'S POSITION



NGCE strongly objects to practices related to money laundering, including dealing in the proceeds of criminal activities.

## WHAT SHOULD I DO



- ⇒ Employees are always expected to conduct counterparty due diligence to understand the business and background of NGCE's prospective business counterparties, and to determine the origin and destination of money, property, and services. Counterparty means any party that NGCE is currently in a relationship with or intends to do business with in the future, either on a regular or one-off basis.



## MANDATORY REQUIREMENTS

# RECRUITMENT OF EMPLOYEES

The recruitment of Employees should be based on approved selection criteria to ensure that only the most qualified and suitable individuals are employed. This is crucial to ensure that no element of corruption is involved in the hiring of Employees by NGCE.

## NGCE'S POSITION



NGCE strongly objects and prohibits any elements of bribery and corruption in hiring of its Employees. In line with this, reference checks will be conducted when hiring Employees in key management positions or any other positions deemed necessary by the Company. All new Employees of NGCE are also required to declare any potential conflicts of interest prior to commencing their new position/role. The Company strives to ensure that it has adequate documented procedures and processes in place in relation to the recruitment of Employees.

## WHAT SHOULD I DO



⇒ If another person is suspected or found to violate or about to violate NGCE's ABC Policy or applicable law, whether deliberately or inadvertently, said person must be reported, in writing, to the Head of Department or the Human Resource Department.



# REPORTING & MANAGING A CONCERN

It is compulsory for Employees to report to their Line Manager or the Business Controls Department if they:

- are being offered a bribe; or
- are being asked to make one; or
- suspect that it may happen in the future; or
- suspect that another employee is engaged in bribery or corruption activity.

Failure to report could result in criminal liability for both the individual and NGCE. Under no circumstances should an individual conduct their own investigation as this may cause biasness and may violate other laws, e.g. Anti-Money Laundering, Anti-Terrorism Financing and Proceeds of Unlawful Activities Act 2001.

NGCE is committed to ensure that no one will suffer any unfavourable treatment as a result of refusing to engage in any bribery or corruption practice, or even reporting in good faith their suspicion that an actual or potential bribery has taken place or may take place in the future.

If any Employee believes or suspects retaliation, they may bring it up to the Business Controls Department for investigation or further escalate to the CEO if the issue is not resolved. Employees can also raise their concerns via the whistleblowing policy where all allegations will be addressed confidentially, impartially, and in a timely manner.

## WHISTLEBLOWER POLICY

NGCE encourages open communications and developing a culture where it is safe to raise genuine concerns. Thus, NGCE provides avenues for Employees, business partners, and members of the public to disclose any wrongdoing and/or improper conduct within the Company.

Each Employee has a responsibility to ensure that suspected bribery and corruption incidents are reported promptly. Actual or suspected violations of the ABC Policy can be lodged via a dedicated whistleblowing channel, which will then be evaluated and investigated independently.

All confidential information obtained with respect to a complaint/report and the ensuing processing, investigation, and determination will not be disclosed to any third party without the prior written consent of the Whistleblower, save to the extent permitted by law or required for the purpose of making a report to the relevant authorities.

In addition, employees who whistleblow internally in good faith will be also be protected against detrimental action for having made the disclosure, to the extent reasonably practicable.

Disclosures are to be made in line with the ABC Manual and can be submitted via [whistle@ngcenergy.com](mailto:whistle@ngcenergy.com) or via a letter addressed to: Whistle Officer (Exco members), Lot 3A-01, level 3A, Tower Block, Menara Millennium, 8, Jalan Damanlela, Bukit Damansara, 50490 Kuala Lumpur.

A copy of the Whistleblowing Policy can be obtained from [www.ngcenergy.com](http://www.ngcenergy.com)

# RECORD KEEPING

20

All divisions/departments have to maintain written records evidencing that due diligence has taken place and that any risks identified have been carefully considered and mitigated as practicably as possible. Records should be retained for a significant period of time in order to comply with local law and/or NGCE's internal policies or guidelines.



NGCE must keep the financial records and have appropriate internal controls in place which will evidence the business reason for any payments made to third parties, including but not limited to, existing and potential customers, suppliers, vendors, consultants, advisers, agents, brokers, and distributors.

All Directors, Officers and Employees must ensure that all expenses relating to gifts, hospitality, and entertainment incurred are submitted in accordance with NGCE's expense policy and the reason(s) for such expenditure(s) are recorded .

All accounts, invoices and records relating to dealing with third parties must be maintained with strict accuracy. No accounts can be kept "off-book" to facilitate or conceal improper payments.



# TRAINING AND COMMUNICATION

21

Awareness of the ABC Policy and ABC Manual is mandatory, and attendance is compulsory for all Employees as it forms a part of the On-boarding session for all new Employees. Thereafter, all existing Employees will be required to attend periodic updates, reviews, and training on the importance and compliance with all anti-bribery and anti-corruption requirements to ensure their understanding of the anti-bribery and anti-corruption position especially in relation to their role within or outside NGCE.

Alternatively, the communications of NGCE's ABC Policy and ABC Manual may be conducted in a variety of formats and media, these may include, but are not limited to the following:

- messages on the intranet or website;
- emails, newsletters, posters;
- Code of Conduct and Employee's handbooks;
- video seminars or messages; and
- town-hall sessions.

NGCE conducts anti-bribery and anti-corruption awareness programmes/training for all Employees on an annual basis to continuously promote integrity and ethics. It also serves as a refresher of anti-bribery and anti-corruption measures.

Records of the training shall be retained by either the Human Resources Department or the Business Controls Department.

NGCE's zero tolerance stance on bribery and corruption stated on the ABC Policy and the ABC Manual must be also be communicated to all third parties at the outset of all NGCE's business relationship with them.



# MONITOR AND REVIEW

22

**NGCE's ABC Policy and ABC Manual will be reviewed periodically by the Board of Directors and may be amended at any time. All Directors, Officers, and Employees are encouraged to provide any comments or suggestions on this policy for further improvement.**

All Employees including Directors will be notified should there be any changes/revisions to the ABC Policy and/or the ABC Manual. Internal control systems and other procedures will be subjected to regular audits. This is to provide assurance that they are relevant, appropriate, and effective in combating bribery and corruption.

The Business Controls Department will report on any violations or non-compliance of the ABC Policy and the ABC Manual to the CEO and the Board of Directors.

Employees, business associates, and any other third parties are responsible for the success of this ABC Manual and should ensure that they use it to disclose any bribery or corruption.



# APPENDIX

**A copy of all the Appendices can be obtained from [www.ngcenergy.com](http://www.ngcenergy.com)**

23