



Code of Ethics

**PR1MA Corporation Malaysia
and Its Subsidiaries
("PR1MA Group")**



ACKNOWLEDGEMENT FORM

CODE OF ETHICS

I hereby acknowledge that I have read, considered and fully understand the Code of Ethics.

I hereby declare that I have complied, and agree to continue to comply, with the Code of Ethics.

I understand that if I fail to comply with any part of the Code of Ethics, I will be subjected to appropriate disciplinary action under the circumstances, up to and including dismissal of my employment with any member of the PRIMA Corporation.

Name: _____

Signature: _____

NRIC No. _____

Date _____

Note: If you have not or are unable to fulfill any section of the Code of Ethics indicated above, please contact your Manager or respective Head of Department immediately.



Background

PRIMA Corporation Malaysia (“PRIMA” or the “Corporation”) and its subsidiaries (“PRIMA Group”) are dedicated to maintaining the highest integrity and standards of ethics. In the course of carrying out our roles and responsibilities in our business relationship with distributors, employees, customers, business contacts and society, we agree to remain committed to acting in accordance with the highest standards of excellence, honesty and integrity in every business activity.

This Code of Ethics is formulated to enhance the standards of corporate governance and corporate behaviour with the intention of achieving the following :

- To establish a standard of ethical behaviour for Directors, Senior Management and employees of PRIMA and PRIMA Group based on trustworthiness and values that can be accepted, are held or upheld by any one person;
- To uphold the spirit of responsibility and social responsibility in line with the legislation, regulations and guidelines for administrating a company; and
- To formalise and inculcate ethical values through the Code of Ethics and ensure implementation and compliance.

While the Code provides a broad range of guidance about the standards of integrity and business conduct, no Code can address every situation that employees are likely to encounter.

Therefore, this Code is not a substitute for the employee’s responsibility and accountability to exercise good judgment and obtain guidance on proper business conduct. Employees are advised to seek additional guidance, where required on proper business conduct. Employees are advised to seek additional guidance, where required, from their respective Heads of Division/ Department, where in doubt of any matter relating to the conduct of business.

The term “We”, “Our”, “Us” and/ or “Employees” refers to PRIMA’s Covered Persons and is used interchangeably throughout this document. For purposes of this document, the term ‘employee’ includes any person who is employed by PRIMA.

Scope of, and Compliance with, the Code of Ethics

This Code of Ethics (this “Code”) is based on the principle that Directors and employees of PRIMA, it’s Officers, Senior Management of PRIMA Group and all employees (collectively known as “Covered Persons”) owe a duty to PRIMA Group to conduct PRIMA Group’s business in an ethical manner that promotes the accomplishment of PRIMA Group’s objectives.

PRIMA expects Covered Persons to act in accordance with the highest standard of personal and professional integrity in all aspects of their activities and to comply with all applicable laws, regulations and PRIMA policies. In accepting a position with PRIMA, each Covered Person becomes accountable for compliance with the law, this Code and all the approved policies of PRIMA.

This Code should be read in conjunction with other approved policies of PRIMA. It is each individual’s responsibility to be familiar with this Code, policies and any supplemental policies. PRIMA expects strict compliance with this Code.

Failure to observe these policies may result in disciplinary action, up to and including termination of employment. Furthermore, violations of this Code may also constitute violations of the law and may result in civil or criminal penalties.



PRIMA also enforces this code via its Integrity Pack on all its contractors, vendors and consultants who perform the work or services for and/or on behalf of PRIMA.

Work Environment

Each of us has a responsibility to help provide a work atmosphere free of harassing, abusive, disrespectful, disorderly, disruptive or other non-professional conduct. Our Members, Officers, Senior Management and employees seek to foster a work environment that is free from the fear of retribution or reprisal. We provide equal employment opportunities by recruiting, hiring, training and promoting applicants and employees without any discrimination on race, colour, religion, national origin, gender, age, ancestry, sexual orientation, disability, handicap or veteran status.

Public Statements

No employee except the Chairman or CEO shall either orally, in writing or in any other form make any public statement on policies, decisions, measures or issues of PRIMA to any person, organisation or institution unless they are authorised to do so by the Management.

An employee shall not either orally or in writing, or in any other form, make any public statement or discuss publicly the policies, decisions, measures or work of or undertaken by PRIMA on any issue nor shall he circulate any such statements made by him or by anyone else.

The phrases 'Public statements' and 'discuss publicly' shall include the making of any statement or comment to the press/ media or the public or in the course of any lecture or speech or broadcasting thereof by sound, vision or writing.

Publication of Books/ Articles

No employee shall contribute, write or circulate any article or lecture on any work related subject to any person, organisation or institution without the prior approval of the Chairman or CEO.

Safe and Healthy Environment

We are committed to providing a drug-free, safe and healthy work environment. Using or being under the influence of alcohol or illegal drugs, while working is strictly prohibited, and smoking is restricted to designated areas. Each of us is responsible for compliance with applicable health and safety laws and regulations.

Any environmental risks that may arise within our properties or from our operations should be identified and managed in accordance with applicable laws and regulations.

Property

Covered Persons are responsible for the proper use of our property, including our information resources, records, materials, facilities and equipment, and the property of our suppliers, service providers or other third parties which are under your care or control. Covered Persons are expected to use and maintain these assets with care and respect, guarding against theft, waste or abuse which may harm such property or assets. Covered Persons may not misappropriate our property or the property of others for personal use or for the use of others.

The computer, electronic mail, internet access, and voice mail systems provided to you are intended for business purposes. Covered Persons may not use these systems in a manner which is harmful or



embarrassing to us or suppliers, service providers or others. Under no circumstances are any of our systems to be used to solicit, harass or otherwise offend or for any unlawful purpose.

PRIMA reserves the right to inspect work spaces and to audit, access, and disclose all information and data, including but not limited to, electronic mail message, SMS or text messages, and phone call records, stored on or in any of PRIMA's equipment, for any purpose.

Records and Information

We promote full, fair, accurate, timely and understandable disclosure in all public communications, including reports and documents that we file with, or submit to, government authorities. We must maintain accurate and complete records, data and other information in sufficient detail as to reflect our transactions accurately. Our financial information and statements must be prepared in accordance with the Malaysian Financial Reporting Standards and, applicable statutory requirements and reporting guidelines or other authoritative documents, to fairly present, in all material respects, our financial condition and operating results.

Covered Persons are personally responsible for the integrity of the information, reports and records under their care or control and must ensure that all reports are filed in a timely manner and that they fairly present the financial condition and operating results of PRIMA. Misrepresentation or falsifying facts/ records will not be tolerated and will result in disciplinary action.

Covered Persons shall at all times be professional in their conduct when choosing the content and language used in business records and other documents (i.e. electronic mail).

Covered Persons must comply with PRIMA's policy on retention and planned destruction of records. If any government authority or official, requests access to our records, data or other information of ours, Covered Persons must notify their supervisor, manager, or Senior Management of this request immediately. Supervisors and managers must ensure that Senior Management is informed of all such requests that are outside the normal course of PRIMA's business. Covered Persons may not destroy or alter any records, data or other documents which are potentially relevant to a violation of law or any litigation or any pending, threatened or foreseeable government investigation or proceeding or lawful request.

Covered Persons must fully cooperate with appropriately authorised internal or external investigations. Making false or misleading statements to anyone, including internal or external auditors, PRIMA's counsel, representatives or other employees, or regulators can be construed as a criminal act that can result in severe penalties. Covered Persons must never withhold or fail to communicate information that should be brought to the attention of Senior Management.

Proprietary and Confidential Information

Covered Persons may also receive or create information about us which is proprietary and/ or confidential information. In addition, Covered Persons may receive information about PRIMA, suppliers, competitors or others which is proprietary to us or which we or they have an obligation to keep confidential. Covered Persons must respect confidential information and comply with any applicable laws governing their disclosure.

Both during and after the association with us, Covered Persons may not disclose such proprietary or confidential information to anyone without proper authorisation from us. This applies to disclosures by any medium, including Short Message Services (SMS) and the internet, especially via social media sites (e.g. Facebook, Twitter, and YouTube), internet message boards and/ or blogs. Covered Persons must take precautionary steps to prevent the unauthorised disclosure of proprietary or confidential information,



including protecting and securing documents containing this information. Disclosure of proprietary or confidential information within PR1MA or its related entities should not be made to any individual who is not authorised to receive it and has no need to know the information.

Our proprietary or confidential information includes, but is not limited to, non-public information that may be of use to our competitors, or harmful to us or our suppliers or other third parties, if disclosed. Examples of proprietary information include plans for acquisitions, dispositions or financing, and business/ strategic plans and budgets.

Further examples of confidential information, include employee records, customer information or PR1MA's or its related entities' information, including but not limited to, name, address, contact numbers, e-mail, addresses, medical and billing records, government issued identification (e.g. Identity Card, Drivers License) and credit card, banking or other financial information.

Compliance with Laws

We conduct our business in accordance with all applicable laws which comprises of Acts, Subsidiary Acts, rules and regulations and guidelines. Compliance with the law does not comprise our or a Covered Person's entire ethical responsibility. Rather, it is a minimum, essential condition for the performance of our and a Covered Person's duties.

This Code highlights issues, but does not attempt to cover every circumstance which may arise. There are complex, rapidly changing laws and issues which may affect a Covered Person's personal conduct outside of our business environment. Covered Persons are responsible for knowing and complying with all applicable laws and regulations and are urged to consult with PR1MA Group's respective Heads of Department as to questions concerning these laws and regulations. Covered Persons shall not take any action on behalf of PR1MA Group which a Covered Person knows or should reasonably know would violate any law or regulation. Covered Persons shall not use any personnel or assets for any unlawful purpose. If a Covered Person has any compliance questions relating to us or our business, Covered Persons should consult Heads of Department within PR1MA Group.

PR1MA Group also conducts all business dealings with strict adherence to the "Guidelines for Integrity Pact Implementation in Government Procurement" ("Pact"). We are committed to ensuring that practices of corruption are not tolerated or encouraged in any sense within this Company and/ or its subsidiaries. The Pact underlines measures that should be taken when in the event that the Pact is breached.

While the following list is not exhaustive, some areas of improper activity that Covered Persons should avoid include the following:

- making false, misleading, artificial or fictitious entries in PR1MA Group's books and records;
- establishing or maintaining any secret or unrecorded funds of PR1MA Group's cash or other assets for any purpose;
- using PR1MA Group's funds or resources to support any Malaysian political party, candidate or political campaign, without the prior review and approval from the Members of Corporation ("MOC") of PR1MA;
- paying or offering to pay bribes or kickbacks to government officials, those with whom PR1MA Group does business, or others, including substantial gifts or lavish entertainment;
- issuing or authorizing the issuance of any false or misleading document;



- making any payment on behalf of PRIMA Group with the knowledge or intent that all or any part of the payment is or will be used for any purpose other than that described in the supporting documentation;
- preparing, filing or authorizing any false or materially incorrect document, including permit applications or reports, with any government agency or official properly requesting and entitled to such information; and
- directly discussing with or entering into agreements or understandings, including “gentlemen’s agreements” or silent agreements with competitors on prices or bids, terms of sale, distributors or territories, customers, production levels, profit levels or other competitive information. It is not enough to remain silent during such a discussion; a Covered Person must leave the discussion and leave the meeting if necessary.

Covered Persons must be aware of the Integrity Pact and must sign and acknowledge the pact to refrain from participating in corrupt practices during the course of the procurement process until the completion of the project.

The declaration forms are appended at the end of this document and are as follows:

Exhibit 1: STAGES OF INTEGRITY PACT IMPLEMENTATION FOR PR1MA EMPLOYEES INVOLVE IN PR1MA PROCUREMENT

Exhibit 2: STAGES OF INTEGRITY PACT IMPLEMENTATION FOR MEMBERS OF PROCUREMENT RELATED COMMITTEES (Project basis)

Exhibit 3: STAGES OF INTEGRITY PACT IMPLEMENTATION FOR MEMBERS OF PROCUREMENT BOARD/ COMMITTEES (Permanent Set Up for IDTC/MOC members)

Exhibit 4: STAGES OF INTEGRITY PACT IMPLEMENTATION FOR BIDDERS

Exhibit 5: STAGES OF INTEGRITY PACT IMPLEMENTATION FOR THE APPOINTMENT OF CONSULTANTS

Fair Dealing with Others; Illegal or Questionable Gifts or Favours

We will not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair practices. We will not make materially false, misleading or unsubstantiated statements about our competitors or ourselves on internet message boards, blogs, social media sites (e.g. Facebook, Twitter and YouTube) or similar forums or by other means of communication. Covered Persons, as our representative, must adhere to these standards in a Covered Person’s conduct on our behalf. Covered Persons may not post information about us on the internet anonymously and may only speak for us if authorised to do so.

Buying selling and bidding on our behalf must be done on an “arm’s length” basis. Covered Persons are not permitted to offer, give or solicit or accept any payment, gift, bribe, secret commission, favours or other business courtesies that constitute or could be reasonably perceived as constituting, unfair business inducements or that would violate laws or regulations or our other policies. Any questions regarding the appropriateness of offering, giving, soliciting, or accepting a gift or invitation should be addressed to the any of PRIMA Group’s Human Resource Department.

An employee’s conduct whilst performing his duty may affect an external party view of PRIMA. An employee when dealing with others should use his best efforts to:



- provide fair, equitable and arms-length treatment to all external parties;
- be helpful and informative, subject always to the requirement to maintain the confidentiality of material information (e.g. information not made publicly available);
- provide accurate information, and where an employee is unsure of the accuracy of the information, he should verify the accuracy of the information first; and
- attend to queries and complaints promptly in a courteous and calm manner, without engaging in argument or becoming abusive. The external party's query or complaint should be recorded by the employee in writing or alternatively the employee may ask the external party to submit his written query or complaint.

Covered Persons shall not lend money at interest, with or without security or organize or participate in any raffles or lotteries for purposes other than charity.

Foreign Transactions

PRIMA Group conducts its business in many parts of the world and is committed to fostering sound international business relationships based on mutual consideration, compliance with laws and regulations and, whenever possible, respect for the lawful customs of all countries.

Covered Persons shall not be involved in offering, paying, promising or authorising the payment of money or other thing of value to any foreign official, foreign political party or official of any foreign political party ("Foreign Party") for the purpose of influencing the Foreign Party's decisions or acts in its official capacity, inducing such Foreign Party to do or omit to do any act in violation of the lawful duty of such Foreign Party, or inducing such Foreign Party to use its influence with a foreign government to influence the decision of that government to assist any member of the PRIMA Group in obtaining, retaining or directing any business with or to any person.

These laws also prohibit giving anything of value to any person knowing or being aware that it is probable that all or any portion of such payment will be passed on to such Foreign Party with the intent to influence official acts or decisions to gain an unfair business advantage for PRIMA Group. In order to minimise the possibility of violation of these laws, Covered Persons should comply with the following procedures in connection with all foreign transactions:

- in any discussion or negotiation with a consultant, agent or other representative, it must be made clear that PRIMA Group does not engage in or condone illegal or unethical activity;
- every written agreement shall contain a statement that the other party has and will comply with all relevant laws and regulations of the country or countries involved;
- consultants, agents or other representatives will not be permitted to make payments on behalf of or have custody of funds or assets or other representative documents and shall control all transactions relating to such funds or assets in such a manner that PRIMA Group and its affiliates are assured at all times of full accountability for such funds, assets or their expenditure; and
- all payments to consultants, agents or other representatives shall be made by Bank Transfer/cheque of a member of PRIMA Group payable to the consultant, agent or representative and forwarded to the usual place of business of such individual or entity. No payment shall be made at the request of the individual or entity to third parties or to numbered bank accounts.



Political Contribution and Activities (Statutory Bodies (Discipline and Surcharge, Ar.20))

We encourage a Covered Person's involvement in civic affairs and their participation in the political process. That involvement and participation must be on an individual basis, on the Covered Persons' own time and at their own expense, and not as our representative. Any political activity that could cause someone to believe that such actions reflect PRIMA's views or position requires the prior approval from the Members of Corporation ("MOC") of PRIMA.

In accordance with the Statutory Bodies Act, no Senior Management personnel representing PRIMA shall participate actively in political activities or wear any emblem of a political party. Active participation encompasses the following activities:

- making public statements, oral or written;
- publishing or distributing material that provides an impression of a partisan view to any issue between political parties;
- engage in canvassing in support of any candidate at an election to the "Dewan Rakyat" or to any State Legislative Assembly or any election to any office in any political party;
- act as an election agent or a polling agent or in any capacity for or on behalf of a candidate at an election to the Dewan Rakyat or to any State Legislative Assembly,
- stand for election for any post in a political party; and
- hold any post in any political party.

Support Group members who wish to participate in political activities, such as running for a post in a political party, hold office or be appointed to a post in a political party may only do so once obtaining written approval from the Board.

PRIMA employees shall not accept or offer in any monetary or any kind of political contributions to political parties, political officials or candidates of political office. Employees are prohibited from using any of the group's funds or resources to make any direct or indirect political contributions on the group's behalf. Employees must avoid even having the appearance of making such contributions to any political party, candidate or campaign.

Opportunities

Covered Persons have an obligation to give PRIMA their complete loyalty and to advance PRIMA's legitimate business opportunities. We expect the best interests of PRIMA to be foremost in the minds of our directors, employees and officers as they perform their duties. These duties include the following:

- not taking for yourself personally opportunities that are discovered through the use of PRIMA's property, information or their position;
- not using PRIMA's property, information or their position for their personal gain; and
- not competing with PRIMA.

Covered Persons may determine whether we consider an action they propose to take to be consistent with their duties to us by following the procedure described below relating to conflicts of interest. When



Covered Persons become an employee, officer or trustee of PR1MA, and receive pay and benefits in such capacity, they make this commitment.

Conflicts of Interests

Covered Persons must be sensitive to activities, interests or relationships that interfere with, or which appear to interfere with our interests as a whole. These activities, interests or relationships are considered “conflicts of interest”.

Conflicts of interest arise from financial or other business relationships with PR1MA, suppliers/contractors or competitors that might impair, or appear to impair, the independence of any judgment a Covered Person may need to make on our behalf. They may arise from their personal investing, their outside business activities, their consideration of our business opportunities and dealings with related parties. Examples include but are not limited to the following:

- speculation or dealing for personal benefit in equipment, supplies, material, services or property purchased by or products sold by members of PR1MA;
- outside interests which materially limit a Covered Person’s ability to devote proper time or attention to PR1MA’s business;
- direct or indirect ownership (as applicable) of stock or other financial or management interest in a business enterprise which is soliciting business with, competes with or has a common business objective to PR1MA. In the case of Senior Management, Covered Persons may seek approval from our MOC for investments, related party transactions and other transactions/ relationships which a Covered Person would like to pursue and which may otherwise constitute a conflict of interest or other action falling outside of the permissible activities under this Code;
- direct or indirect relationships with an outsider that is unethical or that might create personal gain for a Covered Person who can influence any member of PR1MA dealings, renders a Covered Person partial to the outsider to the detriment of PR1MA Group or may place any member of PR1MA or a Covered Person in an embarrassing or ethically compromised position;
- diversion to a Covered Person of a business opportunity in which PR1MA is or may be interested;
- acquisition of an interest in property which may appreciate in value because the property is owned by PR1MA or in which it is known that PR1MA may be considering acquiring an interest;
- acceptance by a member of a Covered Person’s immediate family or by the said Covered Person of any gift, loan, entertainment or favour from anyone associated with a distributor, customer, supplier, vendor, contractor, competitor or other outside business entity, that places the Covered Person under actual or implied obligation, that could be construed as a bribe or payoff, that is illegal, in terms of cash or cheque, or the disclosure of which would be embarrassing to PR1MA.
- borrowing money from any persons or standing as a surety for any borrowers that may put him/herself under pecuniary obligations to:
 - i) any persons directly or indirectly subject to the Covered Person’s official authority;
 - ii) any persons that the Covered Persons may have official dealings;
 - iii) any persons involved in the business of money lending; and



- iv) any persons who resides or possesses land or carries on business within the local limits of his official authority.

If something constitutes a conflict of interest and if it involves a Covered Person directly, it will likely constitute a conflict of interest if it involves a family member or business associate. These include, but it not limited to, the following:

- to have interest in any organisation which has, or is seeking to have, business dealings with PRIMA or any affiliate where there is an opportunity for preferential treatment to be given or received; and
- to participate in any transaction in securities of PRIMA or any affiliate or any other company on the basis of material information not made publicly available through the employee's employment with PRIMA.

For this purpose, the definition of "family" members is described under Section 15(5) of the PRIMA Act 2012.

Covered Persons are under a continuing obligation to disclose any situation that presents a conflict of interest: Disclosure is the key to be in compliance with this Code. This enables our representatives who are independent of the conflict of interest to understand the conflict of interest and to determine whether our interests as a whole are being protected or otherwise.

If a Covered Person discovers that, as a result of changed circumstances or otherwise, they have become involved in a conflict of interest or are in competition with us in a manner that violates or may violate this Code, they must report that conflict as provided above as soon as the matter comes to their knowledge. Unless they obtain appropriate approval, they must promptly eliminate that conflict or competitive situation.

Covered Persons are required to disclose all relevant facts and solicit advice from Management where there is any question about the acceptability of a gift, gratuity or favour or its purpose or monetary value. Management should be notified of all receipts of gifts with more than nominal value.

Immediate family members, including a spouse, children, parents and others residing in a Covered Person's home, including the Covered Person, shall avoid any potential conflict of interest. Covered Persons shall inform Management of actual or potential conflicts of interests and are required to exercise care as to not provide non-public information to family, friends and business associates, who may act on that information improperly.

As it is impossible to describe every potential conflict of interest, we necessarily rely on Covered Persons to exercise good judgment, to seek advice when appropriate and to adhere to ethical standards in the conduct of a Covered Person's professional and personal affairs.

Commitment to PRIMA

Every employee shall serve PRIMA faithfully and perform the duties allocated to him diligently as may be directed from time to time by his immediate superior, and to use his utmost endeavour to promote the interests of PRIMA and maintain absolute integrity at all times.

Office Etiquette and Procedures

An employee should at all times:

- act fairly without prejudice and discrimination with fellow employees;



- work in harmony and co-operate with other employees;
- preserve the confidentiality of information communicated by fellow employees and obtained in the course of work generally;
- portray an image of professionalism and therefore act and dress appropriately (reference should be made to PR1MA's Employee Handbook 1.5 on the approved Dress Code);
- be responsible for the cleanliness of his work area;
- maintain general cleanliness of the office; and
- avoid wastages of electricity, water and other utilities.

Telephone Etiquette

All employees must observe good telephone etiquette at all times, whether answering the telephone during office hours or for those assigned with PR1MA's handphone/ mobile device, after office hours.

It is important to present a good impression of PR1MA over the phone. Employees who answer incoming calls should greet the callers appropriately.

All employees shall not spend an unnecessary time on the telephone and shall exercise discretion in handling telephone calls. As far as possible, lengthy issues should not be discussed over the telephone.

Personal calls using PR1MA's telephone are to be kept at minimum. An employee who spends time on private telephone calls will be required to explain the action and PR1MA reserves the right to take appropriate action against the employee for misuse of the telephone/ mobile device.

Attendance and Punctuality

Attendance and punctuality are vital to ensure and maintain effective workflow.

If an employee would be late in reporting to work, it is important that the employee informs his superior or HR preferably prior to the scheduled office hours and in any event not later than one (1) hour after the beginning of the scheduled office hours. Notification through other employees will not be accepted.

Notwithstanding the above, any employee who is required to work overtime in order to meet deadlines may be permitted to come in later to the office the following day provided a prior approval is granted by the Head of Division/ Department. However, in all circumstances employees shall not report to work later than the official scheduled hours.

Usage of Office Equipment and/ or PR1MA's Vehicle

The photocopy and fax machine are strictly for office use only. The said facilities shall not be used for personal purposes unless prior approval is obtained.

PR1MA vehicles are defined as cars or any other vehicles owned by or leased to PR1MA. In respect of PR1MA's vehicle assigned to a particular employee, the said employee shall be solely responsible for the vehicles in terms of roadworthiness and security of the vehicle. In respect of PR1MA's vehicles used by various employees, the employee having use of the particular vehicle shall bear full responsibility for the vehicle while it is under the employee's custody and control.



Any damages or malfunction resulting from the usage of the item whilst the item was in the employee's possession must be brought to the attention of the Human Resources & Administration Department as soon as practicable.

Security and Safety

In the event of a fire drill or bomb scare, the following measures must be observed in the interest of your safety and the safety of others:

- once the alarm is raised, all employees should prepare for evacuation;
- all employees are to evacuate the building using the respective fire escape staircase. Employees must not use the elevator. Employees shall walk in an orderly manner and exit at the ground floor to the designated assembly points; and
- if there is fire on any floor, employees should not delay by collecting unnecessary personal belongings. Employees who are not in the work area when the alarm triggers, shall not return to the respective work areas to collect their personal belongings.

Information on Personal Details

The Human Resources & Administration Department maintains personal files for all employees. The information in each file is confidential and may include:

- the employee's application form;
- resume;
- the Letter of Appointment;
- performance reviews;
- next of kin to be notified in case of emergency; and
- other documents in relation to the employee's employment with PR1MA.

All employees should notify the Human Resources & Administration Department of any change in residential address, telephone contact of family members and next of kin in order to ensure that the records maintained are up-to-date.

An employee shall furnish true and complete information regarding age, qualification, medical history on any ailment or addiction, family background, previous service or experience, conviction in any court of law, dismissal, removal or compulsory retirement by previous employer and any other information required by PR1MA at the time of employment. Any incorrect or false information may be subjected to immediate dismissal.

Reports of Violations

We require that any employee, officer, Senior Management or Director who knows of a violation of laws, rules, regulations or this Code, report the violation through the Whistle Blowing Policy approved by the MOC.



Failure to report a known violation of the Code itself is a violation of the Code, as is the submission of information about a violation which is known to be false. While each Covered Person has a duty to report violations, no Covered Person has the right to use this as a means to unjustly accuse, harass or malign another.

Covered Persons will not be punished in any way for making a report about the improper conduct of others that they believe to be true at the time that it is made. However, any employee who retaliates against someone who has reported misconduct in good faith may be subject to appropriate action, up to and including legal action, where applicable.

The purpose in requiring a report is to permit the Group to undertake all remedial actions that may be necessary to avoid future violations. Reporting also allows doubtful issues on compliance with the law or the Code to be resolved on the basis of legal advice. Although PRIMA cannot guarantee confidentiality, the Group will try to restrict release of the Covered Person's name to those on a reasonable "need-to-know" basis.

Reference should be made by Covered Persons to PRIMA's whistle-blowing policy.

Accountability for Adherence to this Code

This Code is approved and enforced by the PRIMA MOC. If an alleged violation of this Code has been reported to it, the MOC (or its nominated persons) shall determine whether that violation has occurred and, if so, shall determine the disciplinary measures to be taken.

PRIMA may, after due inquiry, take any of the following actions:

- provide the employee a written warning;
- suspend the employee without pay for a period not exceeding two (2) weeks;
- impose a salary reduction;
- defer increment for a period not exceeding six (6) months;
- freeze increment for which the employee is eligible not exceeding two (2) years;
- downgrade the employee with a corresponding salary reduction; or
- terminate the services of the employee or dismiss the employee summarily.

The above reprimand measures are meted out for cases of misconduct. However, before any disciplinary action is taken, the employee concerned shall have an opportunity to present his case, either orally or through domestic inquiry or in writing accordance with the guidelines set out in Article 14 of PRIMA's Employee Handbook.

Any waiver of the applicability of this Code requires the approval of the MOC and may be promptly and publicly disclosed as may be required by applicable securities laws. Waivers will be granted only as permitted by law and in extraordinary circumstances, and shall be determined by the MOC on a case to case basis.



Money Laundering

Money laundering is the concealment of the origins or nature of money or assets obtained through unlawful or illegal means or activity in legitimate business dealings or utilisation of legitimate funds to fund or support criminal activities, including financing terrorism.

Money laundering is a very serious offence and the legal implications arising from such an offence is severe. As stated under section 4(1) of the Anti-Money Laundering, Anti-Terrorism Financing and proceeds, any person who commits a money laundering offence shall, upon conviction be liable to imprisonment for a term not exceeding fifteen years and shall also be liable to a fine of not less than five times the sum or value of the proceeds of an unlawful activity or instrumentalities of an offence at the time the offence was committed or five million ringgit, whichever is the higher.. The laws governing this type of offence can have extraterritorial effect.

PRIMA strictly prohibits any practices or dealings relating to money laundering. PRIMA is committed to comply fully with anti-money laundering laws throughout the world. We will conduct business only with reputable customers, involved in legitimate business activities with funds derived from legitimate sources.

Every employee is expected to conduct their due diligence with any party which the PRIMA has a business relationship or intends to do business or collaborate in future, either on a regular or one-off basis. As part of their due diligence, employees are expected to collect and review documentation about current or prospective customers, business partners, contractors, suppliers, consultants, agents, associates or any other business partners to understand their business and background and also ensure that these parties are involved in lawful business activities and their funds are of lawful origin. Reasonable steps must be taken to detect unacceptable and suspicious forms of payment and prevent such payments from being transacted. Where such forms of payment are detected, the employee must immediately report the same to their Head of Department (HOD) and the Head of Department Governance and Assurance (G&A). In the case of Members of Corporation, they are encouraged to notify the Corporation Secretary immediately.

Facilitation Payment

PRIMA adopts a strict policy of disallowing the use of facilitation payments in its business. Facilitation payment is a payment or other provision made personally to an individual in control of a process or decision. It is given to secure or expedite the performance of a routine or administrative duty or function.

All Personnel of PRIMA shall decline to make/accept any Facilitation Payment and report to G&A immediately when they encounter any request/attempt for a facilitation payment. In addition, if a payment has been made and personnel are unsure of the nature, the HOD G&A must be notified immediately, and the payment recorded accordingly.

Only in the event that an employee's security is at stake is it permitted to make the payment. The employee must immediately report the incident to their HOD and G&A to record the details.

Support Letter

PRIMA awards contracts and employee positions purely on a merit basis. Therefore, support letters in all forms shall not be recognised as part of the business decision making process.



Asset Declaration

PRIMA employees from certain management levels as specified must declare their assets. Assets include both movable and immovable assets. They are required to declare their assets upon entering employment, promotion to a prescribed level, when acquiring or disposing of assets or upon being required by Management to do so.



**STAGES OF
INTEGRITY PACT IMPLEMENTATION FOR PR1MA EMPLOYEES* INVOLVE
IN PR1MA PROCUREMENT**

Stage 1 **Upon reporting for duty**

Stage 2 **Annual declaration**

*PR1MA employees who are involved in PR1MA procurement processes in the following departments:

1. Procurement Division
2. Development Division
3. Finance Division
4. Agencies involved in the registration of suppliers/contractors/firms
5. Secretariat of Tender/Quotation/Procurement Board/Committee
6. Other divisions, sections and units involved in PR1MA Procurement

**WORK PROCESS IN IMPLEMENTATION OF INTEGRITY PACT FOR
PR1MA EMPLOYEES* INVOLVE IN PR1MA PROCUREMENT**

Stage	Work process
1	Every PR1MA employee who is involved directly or indirectly in PR1MA Procurement process shall be required to sign a Declaration By Employee Involved In PR1MA Procurement form as per APPENDIX A . This is to be executed when the officer reports for duty or assumes the duties and the form shall be kept in the officer's personal file. Every Head of Division shall ensure that all officers and staff sign the Declaration By Employee Involve In PR1MA Procurement form before assuming duties or engaging in procurement activities.
2	Every Head of Division shall ensure that all officers and staff renew the declaration annually.



**DECLARATION BY PR1MA EMPLOYEES INVOLVE IN PR1MA
PROCUREMENT**

I,
NRIC No.....hereby sincerely declare that:

- i. I shall abstain myself from any corrupt practices with any person(s) directly or indirectly engaged with any procurement;
- ii. I shall not collude with any party that may affect the transparency and fairness during any procurement process and during the contract implementation period;
- iii. If there is any attempt of bribery from any party, I shall immediately lodge a report at the Malaysian Anti-Corruption Commission (MACC)’s office or at the nearest police station. I am aware that failure to do so is an offence under the Malaysian Anti-Corruption Commission Act 2009 [Act 694];
- iv. I shall not divulge any confidential information related to PR1MA Procurement to any party in accordance with the Official Secrets Act 1972 [Act 88];
- v. I shall immediately declare to the Head of Department if any of my family member(s) or close relative(s) has any interest in any procurement activity undertaken by me; and
- vi. I duly understand that if I breach any terms of this Declaration, I shall be subjected to Public Officers Regulation (Conduct and Discipline) 1993.

Name	:	.....	Name of Witness*	:	.....
NRIC No	:	.....	NRIC No	:	.....
Signature	:	.....	Signature	:	.....
Designation	:	.....	Designation	:	.....
Date :	:	.....	Date	:	.....

* Witnessed by the Head of Department



Appendix B

DECLARATION BY MEMBERS OF PROCUREMENT RELATED COMMITTEES*

I.....
NRIC/Military/Police No.....hereby sincerely declare that:-

- i. I shall abstain myself from any corrupt practice with any person(s) directly or indirectly engaged with this tender/quotation (.....)
- ii. I shall not collude with any party that may affect the transparency and fairness during the procurement process;
- iii. If there is any attempt of bribery from any party, I shall immediately lodge a report at the Malaysian Anti-Corruption Commission’s (MACC) office or at the nearest police station. I am aware that failure to do so is an offence under the Malaysian Anti-Corruption Commission Act 2009 [Act 694].
- iv. I shall not divulge any confidential information related to PR1MA Procurement to any party in accordance with the Official Secrets Act 1972 [Act 88];
- v. I hereby declare that none of my family member(s) or close relative(s) has any interest in any procurement activity undertaken by me; and
- vi. I duly understand that if I breach any terms of this Declaration, I shall be subjected to Public Officers Regulation (Conduct and Discipline) 1993.

Name :.....
 NRIC No. :.....
 Signature :.....
 Designation :.....
 Date :.....



**DECLARATION BY MEMBERS OF PROCUREMENT RELATED
COMMITTEES UPON COMPLETION OF DUTIES**

I,.....NRIC/Military/Police
No.....from.....hereby sincerely
declare that:

i. I have performed my duties as a member
without having any personal or vested interest, being influenced by any other party/parties or
involved in any corrupt practices/gratification as defined in Malaysian Anti-Corruption
Commission Act 2009 [Act 694];

ii. None of my family member(s) or close relative(s) has any interest in any procurement activity
undertaken by me;

iii. I shall not divulge any confidential information related to this procurement to any other
party/parties in accordance with the Official Secrets Act 1972 [Act 88]; and

iv. I duly understand that if I breach any terms of this Declaration, I shall be subjected to Public
Officers Regulation (Conduct and Discipline) 1993.

Name :.....
NRIC/Military/Police No. :.....
Signature :.....
Designation :.....
Ministry/Agency :.....
Date :.....



Exhibit 3

**STAGES OF
INTEGRITY PACT IMPLEMENTATION FOR MEMBERS OF PROCUREMENT
BOARD/COMMITTEES * (Permanent Set up)**

Stage 1	Upon the appointment as Procurement Board Member
Stage 2	At each meeting

* Board/Committees refer to:

1. MOC
2. IDTC

Stage	Work process
1	Every individual appointed as member or alternate member to the Procurement Board shall sign a Declaration By Procurement Board Members form as in APPENDIX D . A copy of the declaration is to be kept by the secretariat of Procurement Board.
2	Every Procurement Board Member or Alternate Member shall sign a Declaration By Procurement Board/Committees Member Upon Completion Of Duties form as in APPENDIX E upon completion of duties. A copy of the declaration is to be kept by the secretariat of Procurement Board/Committees.



DECLARATION BY MEMBERS OF PROCUREMENT BOARD/COMMITTEES

I,.....
NRIC/Military/Police No.....hereby sincerely declare that :-

i. I shall abstain myself from any corrupt practice with any person(s) directly or indirectly in discharging my duties as a member of

ii. I shall not collude with or be influenced by any party in discharging my duties;

iii. I shall divulge any personal or vested interest in writing and withdraw myself from any decision making;

iv. If there is any attempt of bribery from any party, I shall immediately lodge a report at the Malaysian Anti-Corruption Commission’s (MACC) office or at the nearest police station. I am aware that failure to do so is an offence under the Malaysian Anti-Corruption Commission Act 2009 [Act 694]; and

v. I shall not divulge any confidential information related to PR1MA Procurement to any party in line with the Official Secrets Act 1972 [Act 88].

Name :.....
NRIC/Military/Police No. :.....
Signature :.....
Designation :.....
Ministry/Agency :.....
Date :.....



**DECLARATION BY MEMBERS OF PROCUREMENT BOARD/COMMITTEES
UPON COMPLETION OF DUTIES (Upon Resignation)**

I,.....
NRIC/Military/Police No.....
fromhereby sincerely declare that:

- i. I have performed my duties as a member of
without having any personal or vested interest, being influenced by any other party/parties or
involved in any corrupt practices/gratification as defined in Malaysian Anti-Corruption
Commission Act 2009 [Act 694];
- ii. None of my family member(s) or close relative(s) has any interest in any procurement activity
undertaken by me;
- iii. I shall not divulge any confidential information related to this procurement to any other
party/parties in line with the Official Secrets Act 1972 [Act 88]; and

Name :.....
 NRIC/Military/Police No. :.....
 Signature :.....
 Designation :.....
 Ministry/Agency :.....
 Date :.....



STAGES OF INTEGRITY PACT IMPLEMENTATION FOR BIDDERS

Stage 1	Upon purchase/collection of tender/quotation documents
Stage 2	Upon submission of tender/quotation documents by bidders
Stage 3	Upon the issuance of Letter of Acceptance to successful bidder(s)
Stage 4	When the Letter of Acceptance is duly signed by the successful bidder(s) and returned.
Stage 5	When the procurement agreement is signed by successful bidder(s) and the Agency/ Entity.

WORK PROCESS IN IMPLEMENTING INTEGRITY PACT FOR BIDDERS

Stage	Work process
1	Every Division/Department is to ensure a copy of the Bidder's Declaration is attached together with the tender/quotation documents when the documents are made available to bidders. A copy of the Bidder's Declaration as APPENDIX F .
2	Every bidder upon submission of tender/quotation documents must ensure the Bidder's Declaration is duly completed and signed and is attached with the tender/quotation submitted.
3	Upon the issuance of the Letter of Acceptance to the successful bidder(s), the Division/Department must ensure the Successful Bidder's Declaration as in APPENDIX G is attached together with the Letter of Acceptance.
4	Every successful bidder is to ensure the Successful Bidder's Declaration is duly completed, signed and attached with the Letter of Acceptance and returned to PRIMA.



5	Every Division/Department is required to ensure that the provision on corruption as attached in APPENDIX F and G is included in all contract documents.



**BIDDER'S DECLARATION
(Tender/Quotation Title and Reference Number)**

I, (.....)
NRIC No. representing
.....with registration number (.....) hereby
declare that I, or any individual(s) representing this company, shall not offer or give bribes to
any individual(s) in (.....) or any other individual(s), as an
inducement to be selected in the aforementioned tender/quotation*. I attach herewith a Letter of
Authorisation which empowers me, as a representative of the aforementioned company, to make
this declaration.

2. If I, or any individual(s) representing this company, is offering or giving any bribes to any
individual(s) in (.....) or any other individual(s) as an
inducement to be selected in the aforementioned tender/quotation*, I hereby agree, as a
representative of the aforementioned company, for the following actions to be taken:

2.1 Revocation of the contract offer for the aforementioned tender/quotation*; or

2.2 Termination of the contract for the aforementioned tender/quotation*; and

2.3 Other disciplinary actions according to the PRIMA procurement rules and
regulations currently in force.

3. In the event where there is any individual(s) who attempts to solicit any bribe from me or any
individual(s) related to this company as an inducement to be selected for the aforementioned
tender/quotation, I hereby pledge to immediately report such act(s) to the Malaysian Anti-
Corruption Commission (MACC)'s office or at the nearest police station.

Sincerely,

.....
Name:
NRIC No.:
Company stamp:

Note: i) * Delete whichever not applicable.
ii) This declaration is to be submitted together with Letter of Authorisation



**SUCCESSFUL BIDDER’S DECLARATION
(Tender/Quotation Title and Reference Number)**

I,.....
NRIC No. representing (.....)with
registration number (.....) hereby declare that I, or any
individual(s) representing this company, shall not offer or give any bribes to any individual(s) in
(.....) or any other individual(s), as gratification for being
selected in the aforementioned tender/ quotation*. I attach herewith a Letter of Authorisation
which empowers me as the representative for the aforementioned company, to make this
declaration.

2. If I, or any individual(s) representing this company, is offering or giving bribes to any
individual(s) in (.....)or any other individual(s) as gratification
for being selected in the aforementioned tender/quotation*, I hereby agree as a representative of
the aforementioned company, for the following actions to be taken:

2.1 Revocation of the contract offer for the aforementioned tender/quotation*; or

2.2 Termination of the contract for the aforementioned tender/quotation*; and

2.3 Other disciplinary actions according to the Government procurement rules and
regulations in force.

3. In the event where there is any individual(s) who attempts to solicit bribes from me or any
individual(s) related to this company as gratification for being selected in the aforementioned
tender/quotation, I hereby pledge to immediately report such act(s) to the Malaysian Anti-
Corruption Commission (MACC)’s office or at the nearest police station.

Sincerely,

.....
Name:
NRIC No.:
Company stamp:

Note: i) * Delete whichever not applicable.
ii) This declaration is to be submitted together with Letter of Authorisation.



**STAGES OF
INTEGRITY PACT IMPLEMENTATION FOR THE APPOINTMENT
OF CONSULTANTS**

Stage 1

Upon the issuance of Letter of Intent (if Letter of Intent is issued)

Stage 2

Upon the issuance of Letter of Acceptance

Stage	Work process
1	Every Division/Department shall ensure a Declaration Of Interest By Consultant form is attached with the Letter of Intent from the Division/Department to the consultant. A copy of the declaration as per APPENDIX H .
2	Every Division/Department shall ensure the Declaration Of Interest By Consultant form is duly signed and returned to the respective Division/Department before the commencement of any negotiation.
3	Every Division/Department shall ensure Declaration of Interest By Consultant form is attached with the Letter of Acceptance issued to the consultant. A copy of the declaration as per APPENDIX I .
4	Every Division/Department shall ensure that clause on corruption is included in all consultancy agreements.
5	Consultants are required to sign contracts with the clause on corrupt practices.



DECLARATION OF INTEREST BY CONSULTANTS

I.....NRIC/Passport No..... as owner/director.....with registration no.hereby declare that I or any individuals representing this company will not offer or give bribes or use influence on any individuals in.....or any other individuals, as gratification to obtain this procurement.

If there is any attempt of bribery from any party, I shall immediately lodge a report at the Malaysian Anti-Corruption Commission’s (MACC) office or at the nearest police station. I am aware that failure to do so is an offence under the Malaysian Anti-Corruption Commission Act 2009 [Act 694]

Sincerely,

.....
Name :.....
NRIC/Pasport No :.....
Date :.....
Firm stamp :

Note: This declaration is to be submitted prior to any negotiation together with Letter of Intent.



DECLARATION BY APPOINTED CONSULTANTS

I,.....
NRIC/Passport No.....as owner.....with
registration no.hereby declare that I or any other individual(s) that are
representing this company will not offer or give bribe/gratification to any individual(s) in
..... as reward for obtaining offer of appointed consultant. I also will not
give/offer bribe during the period and after the contract for whatsoever reason involving this
procurement.

2. If I, or any individual representing this firm, is convicted of offering or giving bribes to any
individual(s) in.....or any other individual(s) directly or indirectly
engaged with the procurement of the consultancy services, I hereby agree, as a representative of
the aforementioned firm, for the following actions to be taken:

2.1 Revocation of the Letter of Acceptance; or

2.2 Termination of the contract for the consultancy services in accordance with the
provisions of the Agreement; and

2.3 Disciplinary actions according to Government procurement rules and regulations in
force.

3. If there is any attempt of bribery from any party, I shall immediately lodge a report at the
Malaysian Anti-Corruption Commission’s (MACC) office or at the nearest police station. I am
aware that failure to do so is an offence under the Malaysian Anti-Corruption Commission Act
2009 [Act 694].

Sincerely,

.....
Name :.....
NRIC/Pasport No :.....
Date :.....

Firm stamp:

Note: * This declaration is to be returned together with Letter of Acceptance