



Anti-Bribery Management System
Anti-Bribery and Corruption Policy

RML-GM-001.2-F001.1

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Release Date: 06/12/2019

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RML-GM-001.2-F001.1
RM Leopad Sdn. Bhd.
Anti-Bribery Management System
Anti-Bribery and Corruption Policy
Rev. 1
Owner: IMS Office

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1. Purpose

The Anti-Bribery and Corruption Policy has been developed as part of the RM Leopad's Anti-Bribery Management System (ABMS) which has been designed to align with the requirements set out in the ISO 37001:2016. By having a clear and unambiguous policy statement on the Company's position regarding bribery and corruption forms the cornerstone of an effective integrity management system. The policy should thus be read in conjunction with the ISO as well as the Company's various policies, procedure and guidelines.

2. Scope

This policy is applicable to RM Leopad, its controlled organizations, business associates acting on RM Leopad's behalf, the Board of Directors and all RM Leopad personnel.

3. Definition

Term	Definition
IMS	Integrated management system is combining of QMS, EMS & OH&S
ABMS	Anti-Bribery Management System
ISO 37001:2016 (Applicable Clause 5.2)	Anti-bribery management system Anti-Bribery Policy
Personnel	Directors and all individuals directly contracted to the Company on an employment basis, including permanent and temporary employees.

4. Policy

This policy covers this process as described in ISO 37001. Results from associated business objectives and activities will be fed into this review as appropriate.

This **policy is also applicable to business units under Leopad Group**, as below:

- i. Dura International Sdn. Bhd.
- ii. Insulref Sdn. Bhd.
- iii. Leopad Hire Sdn. Bhd.

4.1 Anti-Bribery and Corruption Policy

1. Bribery and corruption in all its forms as it relates to RM Leopad's activities is prohibited.
2. Bribery and corruption may take the form of anything of value, such as money RM Leopad employee and its business associates shall not therefore, whether directly or indirectly, offer, give, receive or solicit any item of value, in the attempt to illicitly influence the decisions or actions of a person in a position of trust within an organization, either for the intended benefit of RM Leopad or the persons involved in the transaction.
3. The anti-bribery and corruption statement apply equally to its business dealings with commercial (private sector) and government (public sector) entities, and includes their directors, personnel,

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agents and other appointed representatives. Even the possible appearance of bribery or corruption is to be avoided, in particular when dealing with Government officials.

4. The anti-bribery and corruption statement apply to all countries worldwide, without exception and without regard to regional customs, local practices or competitive conditions.
5. No employee or external party will suffer demotion, penalty or other adverse consequences in retaliation for refusing to pay or receive bribes or participate in other illicit behavior.
6. RM Leopad is also committed to conducting due diligence checks on prospective personnel, particularly as it relates to appointments to positions where a more than minor bribery or corruption risk has been identified.

4.2 Compliance with Applicable Anti-Bribery

1. RM Leopad is committed to conducting its business ethically and in compliance with all applicable laws and regulations in the countries where it does business.

4.3 Gifts, Donations and Sponsorship

1. RM Leopad personnel are prohibited from receiving or asking for (soliciting) gifts from external parties. Further details are set out in IMS Gifts, Hospitality, Donations, And Other Benefits procedure (RML-OP-IMS-041).

4.4 Recruitment, Promotion and Support of Personnel


1. RM Leopad recognizes the value of integrity in its personnel and business associates. The Company's recruitment, training, performance evaluation, remuneration, recognition and promotion for all RM Leopad personnel, including management, shall be designed and regularly updated to recognize integrity.
2. RM Leopad does not offer employment to prospective personnel in return for their having improperly favored the Company in a previous role.

4.5 Business Associates

1. All business associates (including external providers such as consultants, advisors, and agents) acting on behalf of RM Leopad are required to comply with this policy, the RM Leopad's procedures, and all other policies as it relates to them.
2. In circumstances where RM Leopad retains controlling interest, such as in certain joint venture agreements, business associates are required to adhere to this policy. Meanwhile, if the RM Leopad does not have controlling interest, associates are encouraged to comply the same.
3. Due diligence should also be carried out with regards to any business associates intending to act on the Company's behalf as an agent or in other representative roles, to ensure that the entity is not likely to commit an act of bribery or corruption in the course of its work with RM Leopad.
4. The results of the due diligence process must be documented, retained for at least seven years and produced on request by the custodian of the process.
5. RM Leopad shall include standard clauses in all contracts with business associates enabling the Company to terminate the contract in the event that bribery or an act of corruption has been proved to occur. Additional clauses may also be included for business associates acting on RM Leopad's behalf where a more than minor bribery risk has been identified.

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4.6 Responsibilities of RM Leopad personnel

1. All RM Leopad personnel (including its directors, and directors and personnel of its controlled organizations) are required to carry out those responsibilities and obligations relating to the Company's anti-bribery and corruption stance, alongside those already in existence, which includes the following:
 - i. Be familiar with applicable requirements and directives of the policy and communicate them to subordinates;
 - ii. Promptly record all transactions and payments in RM Leopad's books and records accurately and with reasonable detail;
 - iii. Ask the Compliance Manager if any questions about this policy arise or if there is a lack of clarity about the required action in a particular situation;
 - iv. Always raise suspicious transactions and other "red flags" (indicators of bribery or corruption) to immediate superiors for guidance on the next course of action;
 - v. Be alert to indications or evidence of possible violations of this policy;
 - vi. Promptly report violations or suspected violations through appropriate channels;
 - vii. Attend required anti-bribery and corruption training as required according to position; and
 - viii. Not misuse their position or RM Leopad's name for personal advantage.
2. When dealing with business associates, all RM Leopad personnel shall not:
 - i. Express unexplained or unjustifiable preference for certain parties;
 - ii. Make any attempt at dishonestly influencing their decisions by offering, promising or conferring advantage;
 - iii. Exert improper influence to obtain benefits from them;
 - iv. Directly or indirectly offer or make promise or corrupt payments, in cash or in kind for a specific favor or improper advantage from them.
3. During an active or anticipated procurement or tender exercise, personnel participating in the exercise in any way whatsoever, shall not:
 - i. Receive gifts or hospitality or any kind from any external party participating,
 - ii. Planning to participate, or expected to participate, in the procurement or tender exercise;
 - iii. Provide anything other than a corporate gift and token hospitality to any external/ third party related to the exercise;
 - iv. Be involved in any discussions regarding business or employment opportunities, for personal benefit or for the benefit of a business associate;
 - v. Abuse the decision-making and other delegated powers given by the top management; and
 - vi. Bypass normal procurement or tender process and procedure.
4. When dealing with external parties in a position to make a decision to RM Leopad's benefit (such as a Government official or client), RM Leopad personnel shall not:
 - i. Offer, promise or make any attempt at dishonestly influencing the person's decision by directly or indirectly offer or make promise of corrupt payments, in cash or in kind;

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- ii. Be involved in any discussions regarding business or employment opportunities, for their own personal benefit or for the benefit of the external party;
 - iii. Otherwise abuse the decision-making and other delegated powers given by the top management, in order to illicitly secure an outcome which would be to the commercial advantage to themselves and/or the Company; and
 - iv. Exert improper influence to obtain personal benefits from them.
5. RM Leopad's managers have a particular responsibility to ensure that the ABMS requirements are applied and complied with within their department or function and to monitor compliance with the policy.

4.7 Conflict of Interest

1. Conflicts of interest arise in situations where there is personal interest that could be considered to have potential interference with objectivity in performing duties or exercising judgment on behalf of the Company. All personnel should avoid situations in which personal interest could conflict with their professional obligations or duties. Personnel must not use their position, official working hours, Company's resources and assets, or information available to them for personal gain or to the Company's disadvantage.
2. In situations where a conflict does occur, personnel are required to declare the matter as per the Employees Handbook.


4.8 Staff Declaration

1. All RM Leopad personnel shall certify in writing that they have read, understood and will abide by this policy. A copy of this declaration shall be documented and retained by the Group Human Resources and Admin Department for the duration of the personnel's employment. (Appendix A)
2. The Compliance Manager reserves the right to request information regarding an employee's assets in the event that the person is implicated in any bribery and corruption-related accusation or incident.

4.9 Anti-Bribery Compliance Function

1. The Compliance Manager has been appointed to oversee the design, implementation and management of the ABMS.
2. The Compliance Manager shall perform functions below within the Company structure, equipped to act effectively against bribery and corruption:
 - i. Provide advice and guidance to personnel on the ABMS and issues relating to bribery and corruption;
 - ii. Take appropriate steps to ensure that adequate monitoring, measurement, analysis and evaluation of the ABMS is performed;
 - iii. Report on the performance of the ABMS to the top management and Audit Committee regularly.
3. RM Leopad shall conduct regular risk assessments to identify the bribery and corruption risks affecting the business, set anti-bribery and corruption objectives, and assess the effectiveness of

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the controls in achieving those objectives. Further details to refer IMS Risk Management procedure (RML-OP-IMS-005).

4.10 Training and Awareness

1. RM Leopad shall conduct an awareness program for all its personnel on the Company's position regarding anti-bribery and corruption, integrity and ethics.
2. Training shall be provided on a regular basis, in accordance with the level of bribery and corruption risk related to the position. Training should be provided to personnel who are:
 - i. New to the Company;
 - ii. Appointed to or currently holding an exposed position.
3. Group Human Resources and Admin Department shall maintain records to identify which RM Leopad personnel have received training, and produce, communicate and update the training schedule in conjunction with Compliance Function.
4. Business associates acting on behalf of the Company shall also undergo appropriate training, where a bribery and corruption risk assessment identifies them as posing a more than minor bribery and corruption risk to the Company.

4.11 Reporting of Violations of this Policy

1. Suitable reporting channels shall be established and maintained for receiving information regarding violations of this policy, and other matters of integrity provided in good faith by RM Leopad personnel and/or external parties.
2. Personnel who, in the course of their activities relating to their employment at RM Leopad, encounter actual or suspected violations of this policy are required to report their concerns using the reporting channels stated in IMS Whistleblowing Procedure (RML-OP-IMS-042).
3. Reports made in good faith, either anonymously or otherwise, shall be addressed in a timely manner and without incurring fear of reprisal regardless of the outcome of any investigation.
4. Retaliation in any form against RM Leopad personnel where the person has, in good faith, reported a violation or possible violation of this policy is strictly prohibited. Any RM Leopad personnel found to have deliberately acted against the interests of a person who has in good faith reported a violation or possible violation of this policy shall be subjected to disciplinary proceedings including demotion, suspension, dismissal or other actions (including legal action) which RM Leopad may pursue.

4.12 Audit and Compliance

1. Regular audits shall be conducted to ensure compliance to this policy. Such audits may be conducted internally by RM Leopad or by an external party. Further details on the audit process shall be referred to IMS Internal Audit procedure (RML-OP-IMS-013).

4.13 Consequences for Non-compliance

1. Non-compliance as identified by the audit and any risk areas identified through this and other means should be reported to the top management and Audit Committee in a timely manner in accordance with the level of risk identified.

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2. RM Leopad regards bribery and acts of corruption as serious matters and will apply penalties in the event of non-compliance to this policy. For RM Leopad personnel, non-compliance may lead to disciplinary action, up to and including termination of employment.
3. For external parties, non-compliance may lead to penalties including termination of contract. Further legal action may also be taken in the event that RM Leopad's interests have been harmed by the results on non-compliance by individuals and organizations.

4.14 Continuous Improvement

1. In maintaining the ABMS, RM Leopad is committed to satisfying the requirements set out in ISO 37001. Any concerns to improve the ABMS can be channeled to Compliance Function.
2. RM Leopad shall monitor the legal and regulatory regimes where it operates and any changes to RM Leopad's business environment and risks and identify opportunities for ABMS improvement. A report should be submitted to the top management and Audit Committee on a regular basis for the appropriate action to be taken.
3. Regular assessments of the ABMS should be carried out to ensure its scope, policies, procedures and controls match the bribery and corruption related risks faced by the Company.
4. RM Leopad endeavors to impact the business environment where it operates. This includes extending its integrity program to non-controlled business associates such as suppliers and contractors, seeking to work with companies who have a similar commitment and supporting initiatives in the private and public sectors which are likely to improve the integrity of its operating environment.

5. Records

All documentation and records generated by the anti-bribery and corruption policy are retained and managed in accordance with the Documented Information procedure.

Form No.	Title
Appendix A	Staff Declaration Form

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6. Revision History

Revision	Changes	Author(s)	Function
0	New issue	Kala Chandran	IMS Office
1	All the entire policy has been revised.	Kala Chandran	IMS Office

7. Reviewers

Title	Name	Date Reviewed
Senior Quality Manager	Kala Chandran	05.12.2019


8. Approval

Title	Name	Date Approved
Chief Executive Officer (CEO)	D. K. Guru	06.12.2019

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9. Appendix A

STAFF DECLARATION FORM

I, _____, I/C No./ Passport No. _____, hereby declare that I have read and understood RM Leopard’s Anti-Bribery and Corruption Policy.

I will abide by the requirements and provisions set out in the Policy, as required by my employment contract.

Name:
 Position:
 Employee ID:

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