IOIPG Malaysia REIT
Management

IOIPG REIT MANAGEMENT SDN BHD
Company Registration No. 202501026083 (1627496-A)
(Incorporated in Malaysia)

ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

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IOIPG REIT MANAGEMENT SDN BHD (202501026083 (1627496-A))
ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

1. MESSAGE FROM EXECUTIVE CHAIRMAN

IOIPG REIT Management Sdn Bhd ("Manager"), in its capacity as the Manager of IOIPG Malaysia Real Estate Investment Trust ("IOIPG REIT"), is the responsible entity of IOIPG REIT.

We are TRUSTED to conduct our business with integrity, without which nothing we do matters. The Manager firmly believes in maintaining a workplace culture with strong ethics and integrity. We are committed to creating a business environment that is fair, transparent and free from bribery and corruption.

We operate in a global economy where bribery and corruption are widely regarded as unacceptable ways of conducting business. They prevent economic growth and development, and they are also illegal in most countries around the world. Consequently, any director, employee, officer, consultant, contractor or third-party agent of the Manager who engages in bribery or corrupt practices risks severe consequences for the Manager and themselves, such as reputational damage, prosecution, fines and imprisonment.

The Manager practices a zero-tolerance approach against all forms of bribery and corruption. In line with this, we have put in place an Anti-Bribery and Anti-Corruption Framework which comprises a set of key policies, procedures, standards and guidelines to address the bribery and corruption risks in the Manager. Any breach of these policies, procedures, standards and guidelines will be regarded as a serious matter and may result in disciplinary action, dismissal or termination of contract.

This Anti-Bribery and Anti-Corruption Policy ("ABAC Policy") is designed to help you recognise potential bribery and corruption issues, to guide you on acceptable and unacceptable behaviours and to tell you where to go for further information. Where applicable, it should be read in conjunction with the Manager's other standard operating procedures and policies. If there is any conflict or inconsistency, the stricter provision shall prevail.

We expect all our employees and business associates to have a clear understanding of and to conduct themselves in accordance with this ABAC Policy. This ABAC Policy is not, however, intended to cover all possible situations that may arise nor to provide definite answers to all questions regarding bribery and corruption.

If you have a concern that is not addressed directly within this ABAC Policy, or you are unclear about any of the contents of this policy, please contact our Head of Legal and Compliance via email:

Thank you for your support and commitment.

2. DEFINITIONS

The following definitions are included in this ABAC Policy:

Term	Definition
Board	Refers to the Board of Directors of the Manager
Bribery	Refers to the act of giving, promising, offering, accepting, receiving or soliciting any gratification (including payment of cash, gift, entertainment or inducement of any kind) with the intent to: (a) obtain or retain business for IOIPG REIT; or (b) obtain or retain advantage in the conduct of business for IOIPG REIT. It also refers to any bribery offence prohibited under the MACC Act and the relevant anti-bribery laws in your jurisdiction.
Business Associates	Refers to contractors, consultants, subcontractors, suppliers, vendors, advisers, agents, representatives, property managers, leasing or marketing agents, valuers and other third parties performing work or services for or on behalf of IOIPG REIT or the Manager.
Conflict of Interest	Means when a person's own interests (whether actual, potential or perceived) interfere or appear to interfere, with the interests of IOIPG REIT, or when he/ she has interests that may make it difficult for him/ her to perform his/ her role objectively and effectively.
Corruption	Means "the abuse of entrusted power for personal gain" as provided by Transparency International. For this ABAC Policy, corruption is primarily defined as any action which would be considered as an offence of giving or receiving "gratification" under the MACC Act.
Directors	Includes all independent and non-independent directors, executive and non-executive directors of the Manager and shall also include alternate or substitute directors.
Disciplinary Offence	Means any action or omission which constitutes a breach of discipline in the Manager as provided by law or the Manager's Code of Conduct and Business Ethics, policies and/or contract of employment, as the case may be.
Donation and Sponsorship	Refers to charitable contributions and sponsorship payments made to support the communities, organisations and/or individuals.
Employees	Refers to any individual who is employed by the Manager, either permanent, temporary or on contract, including the Directors, committee members and officers.
Facilitation Payments	Shall have the definition consistent with that provided by Transparency International, which means a small bribe, also called a "facilitating", "speed" or "grease" payment, made or paid to a Public Official to secure or expedite the performance by a person performing a routine or administrative duty or function as a form of gratification.
Gifts	Includes cash, cash-equivalent and non-cash gifts including but not limited to corporate gifts such as pens, mugs, clothing, collectibles, gift baskets and hampers, flowers, food, hospitality bags etc.
Hospitality	Includes the following advantages that may be given to any person or organisation including their family members and Business Associates in the following forms: (a) entertainment (such as golf activities, tickets to sporting events etc.); (b) meals and drinks; and (c) travel and/or accommodation (whether or not packaged with conferences, seminars, study trip or other benefits).
IOIPG REIT / we / us / our	Refers to IOIPG Malaysia Real Estate Investment Trust
MACC Act	Refers to the Malaysian Anti-Corruption Commission Act 2009 and the Malaysian Anti-Corruption Commission (Amendment) Act 2018, as amended from time to time.

Term	Definition
Public Officials	Refers to an officer or employee of: (a) any government (including civil servants, local government and armed forces) or government agency; (b) regulatory, statutory or administrative body; or (c) company or business entity in which a governmental body has an ownership interest or over which such governmental body may, directly or indirectly, exercise a dominant influence (i.e. state-owned commercial enterprises), whether local or foreign, or anyone receiving remuneration from public funds.
Whistleblower	Refers to any person who makes a report of improper conduct under this ABAC Policy.
You / Your	Refers to any person to whom this ABAC Policy applies.

3. INTRODUCTION

3.1 What are the laws on anti-bribery and anti-corruption?

An increasing number of countries are adopting laws to punish bribery and corruption, even when it is committed outside their own borders. In the country(ies) in which IOIPG REIT operates, bribery and corruption are criminal offences and the penalties can be severe, including imprisonment for individuals, and such conduct could cause irreparable damage to IOIPG REIT's brand and reputation. The relevant laws include the MACC Act, the Malaysian Penal Code (revised 1997) and the Malaysian Companies Act 2016.

Under the MACC Act, the legal consequences for non-compliance include a fine of an unlimited amount and/or imprisonment of up to twenty (20) years. A commercial organisation commits an offence if an associated person corruptly gives any gratification with intent to obtain or retain business or an advantage in the conduct of business, for the commercial organisation.

"Gratification" means:

(a) 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;

(b) any office, dignity, employment, contract of employment or services, and agreement to give employment or render services in any capacity;

(c) any payment, release, discharge or liquidation of any loan, obligation or other liability;

(d) any valuable consideration of any kind, any discount, commission, rebate, bonus, deduction or percentage;

(e) any forbearance to demand any money or money's worth or valuable thing;

(f) 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; and

(g) any offer, undertaking or promise, whether conditional or unconditional, of any gratification within the meaning of any of the preceding paragraphs (a) to (f).

If an offence is committed by a commercial organisation, the MACC Act also deems its directors, controller, officer, partner or persons concerned in its management of affairs to have committed the same offence. It is therefore important that you understand how bribery and corruption may be committed and the legal consequences arising from such act as well as to take steps to prevent bribery and corruption from happening. This ABAC Policy shall serve as a guidance to all within the Manager on addressing issues relating to corruption, improper solicitation, bribery and other corrupt practices and activities which may arise in the ordinary course of business. It is the responsibility of every party associated with IOIPG REIT and the Manager to strictly adhere to the Manager's anti-corruption policies and standards.

3.2 What is the scope of this ABAC Policy?

This ABAC Policy is applicable globally. If you are travelling outside of Malaysia, you are subject to the laws of the country you are in but the principles of this ABAC Policy must be adhered to regardless of whether or not that country has specific anti-bribery or anti-corruption laws.

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

3.3 Who is covered under this ABAC Policy?

This ABAC Policy applies to all Employees and Business Associates.

3.4 Who is responsible for this ABAC Policy?

The Board leads IOIPG REIT's anti-bribery and anti-corruption efforts and has overall responsibility for ensuring that this ABAC Policy complies with IOIPG REIT's legal and ethical obligations. The Board will provide the necessary leadership, resources and support for the implementation of this ABAC Policy.

The Head of Legal and Compliance has primary responsibility for implementing and overseeing this ABAC Policy. The Head of Legal and Compliance shall regularly report to the CEO and ultimately the Board concerning the implementation and effectiveness of this ABAC Policy.

Every Employee and Business Associate is responsible for understanding this ABAC Policy. Management at all levels shall ensure that those reporting to them are made aware of and understand this ABAC Policy and are given adequate and regular training on it. Employees must also ensure that this ABAC Policy is properly communicated to Business Associates.

4. GIFTS AND HOSPITALITY

The Manager practices a "No-Gift" policy where Employees and Business Associates are prohibited from giving and receiving any form of gifts unless they are permitted under the limited circumstances in Section 4.2 below.

All Employees and Business Associates are also prohibited from giving and receiving any form of gifts and hospitality unless they are permitted under the limited circumstances in Section 4.2 and Section 4.3 below and the details of such gifts and hospitality received must be recorded in the Gift & Hospitality Register.

Such prohibition of giving and receiving gifts and hospitality extends to family members and representatives of the Employees and Business Associates.

4.1 General Rule

The Manager strictly prohibits the giving and receiving of gifts or hospitality for improper purposes, or that could impair our judgment or independence, or be open to misinterpretation.

As a general rule, you should not give or receive gifts or hospitality with a value of more than RM500 or which you would feel uncomfortable explaining to your colleagues, your family or the media. In such cases, you must not try to hide gifts and hospitality by giving or receiving them through a third-party intermediary.

If you have any doubts about the propriety of accepting a gift or hospitality, or if the value of such gift or hospitality with a value exceeds RM500, you should decline the offer by referring to this ABAC Policy and promptly report to your immediate supervisor or reporting manager. Where appropriate, the immediate supervisor or reporting manager shall escalate the same to the Head of Legal and Compliance.

4.2 Permitted Gifts

(a) Corporate branded stationery or mementos such as plaques, pens, photo frames and calendars, commemorative books or other appropriate materials given or received as a token of appreciation. For example:

- in relation to hosting/organising or as an invited speaker/panellist at corporate or industry related events such as conferences, seminars, exhibitions, presentations, talks or other events; or
- as part of the door gifts, collectibles or rewards to hotel guests, visitors to malls, members of loyalty programmes or golfers at golf courses.

(b) When refusing the gift is deemed to be offensive to the sender or when it is against business etiquette or is impractical to do so, such gift or hospitality received must be recorded in the Gift & Hospitality Register promptly. If you have any doubt as to the value of any such gift or hospitality, you are encouraged to record the same in the Gift & Hospitality Register and to inform your immediate supervisor or reporting manager.

(c) In conjunction with any festive season or other ceremonial occasion.

All gifts offered or received pursuant to paragraphs (b) and (c) above with a value of more than RM500 must be recorded in the Gift & Hospitality Register promptly. In no circumstances may our Employees (or anyone on their behalf) offer or receive gifts in the form of cash or cash equivalent to or from any party having business dealings with IOIPG REIT and the Manager.

4.3 Permitted Hospitality

Occasional dining and entertainment such as refreshments or meals offered or received in the course of business meetings or to foster good business relationships which are considered reasonable within the local business community. Such dining and entertainment must be within general ethical boundaries, not extravagant or unjustifiably expensive or overly frequent.

Even in the exceptional circumstances set out in Sections 4.2 and 4.3, Employees and Business Associates are expected to exercise proper judgment in handling gifts and hospitality, and behave in the manner set out below:

- conscientiously maintain the highest degree of integrity;
- always exercise proper care and judgment;
- avoid conflict of interest;
- refrain from taking advantage of your position or exercising your authority to further your own personal interest at the expense of IOIPG REIT and the Manager; and

- comply with laws, rules and regulations, and the Manager's policies and procedures.

5. DONATIONS AND SPONSORSHIPS

The Manager prohibits its Employees and Business Associates from making donations to political parties or individual politicians on its behalf.

The Manager will only provide charitable or educational donations and sponsorships if they are ethical and legal according to local written laws.

5.1 Political Donations / Contributions

As a matter of general policy, our Employees and Business Associates must not make or offer monetary or in-kind political donations or contributions to political parties or individual politicians or towards political campaigns or initiatives for or on behalf of IOIPG REIT.

Any request for political donations or contributions must be approved by the Board in advance and can only be made where such donations or contributions are permitted under the law and within the appropriate limits established by law.

We do recognise the right of Employees and Business Associates to participate as individuals in the political process and make political donations or contributions. However, you must make it clear that you do not represent the views of the Manager or IOIPG REIT and that your views and actions are your own. In addition, you must ensure that any donations or contributions are made in accordance with applicable law and adequate consideration has been given to potential conflicts of interest arising between your professional capacity and your personal affiliation to political parties.

5.2 Charitable or Educational Donations and Sponsorships

Pursuant to the Manager's commitment to Corporate Social Responsibility ("CSR") and sustainable development, we support CSR initiatives as part of the contributions to the communities and environment.

It is however important that all charitable or educational donations and sponsorships are made in accordance with the Manager's policies. Even in these exceptional circumstances, Employees and Business Associates are expected to exercise proper judgment in making such donations and sponsorships, and behave in the manner set out below:

- must not be used as a conduit to circumvent, avoid or evade the laws, rules or regulatory requirements. More importantly, it shall not be used to facilitate bribery, corruption or illegal/money laundering activities;

- must not be made with the intention to obtain or retain business/advantage for IOIPG REIT and the Manager, to influence or perceived to be able to influence judgement or business decisions, to reward for improper performance of responsibilities, or to receive preferential treatment;

- must not contravene applicable laws, rules, regulations and policies;

- must be made to well-established and legitimate organisations having an adequate organisational structure to guarantee proper administration of the funds; and

- due diligence and conflict of interest checks shall be performed prior to the donation and sponsorship, to avoid potential bribery/corruption.

6. FACILITATION PAYMENTS

Employees and Business Associates of the Manager shall not directly or indirectly offer, promise or give a facilitation payment to a Public Official or other third party for any reason or in any form.

6.1 General Rule

Employees and Business Associates of the Manager must not offer, promise, give, request, accept or receive anything which might reasonably be regarded as a facilitation payment to or from any Public Official or other third party. This is illegal under the MACC Act as it falls within the meaning of "gratification".

If you receive a request or if you are offered facilitation payments, you must report it to your immediate supervisor or reporting manager immediately, and escalate to the Head of Legal and Compliance and/or through the Manager's whistleblowing channel.

6.2 Exception

If there is a situation where your safety or security is at stake or you have been coerced to make a facilitation payment, you should immediately report such incident to your immediate supervisor or reporting manager, who shall, where appropriate, escalate it to the Head of Legal and Compliance. Making a facilitation payment in such situation is the only exception which can be used as a defence when faced with allegation of bribery or corruption.

7. DEALING WITH BUSINESS ASSOCIATES

The Manager expects its Business Associates to similarly adopt a "No-Gift" policy and to comply with this ABAC Policy when conducting business on our behalf in any capacity.

We do not allow the use of Business Associates to undertake any activity which is prohibited for our Employees under this ABAC Policy. No payment should be made through or to a Business Associate if it is known or suspected that all or part of the payment will be used for a purpose which violates this ABAC Policy.

7.1 Guidance

Business Associates have been identified as the main focus for the Manager's anti-bribery and anti-corruption efforts as they are considered high risk throughout the real estate and property investment industry.

Accordingly, Employees of the Manager should exercise caution when dealing with Business Associates especially when they are assisting IOIPG REIT and the Manager to market or promote properties, obtain or retain business, or engage with Public Officials. For example, if a Business Associate paid a bribe to obtain business for IOIPG REIT and the Manager, we could be liable for failing to prevent bribery by the Business Associate which performed services for or on our behalf.

7.2 Measures

Prior to engaging Business Associates to act for or on behalf of IOIPG REIT and the Manager, due diligence must be performed on such Business Associates to assess the bribery and corruption risk of working with them. Where a risk is identified, you must seek advice from your immediate supervisor or reporting manager. If appropriate, the immediate supervisor or reporting manager shall escalate the same to the Head of Legal and Compliance before proceeding with the engagement.

Employees must also comply with all applicable the Manager's standard operating procedures before engaging any Business Associates. This includes informing them of this ABAC Policy and with effect

from the date of this ABAC Policy, all Business Associates must submit an Integrity Pledge in the form prescribed by the Manager prior to appointment or engagement. The form of Integrity Pledge can be found in Appendix A of this ABAC Policy.

Business Associates of the Manager should be supervised and monitored from time to time for compliance with this ABAC Policy. Where breach or suspected breach is identified, immediate action must be taken. Failure to comply with this ABAC Policy by Business Associates of the Manager may lead to immediate termination of contract and/or claim for damages.

8. DEALING WITH PUBLIC OFFICIALS

No one acting on behalf of IOIPG REIT and the Manager should exert, or attempt to exert, any improper or illegal influence on Public Officials.

It is prohibited to make improper or secret payments or transfer of items of any value (including facilitation payments) to Public Officials directly or indirectly through intermediaries, or to a third party while knowing that all or a portion of the payment or transfer will go directly or indirectly to a Public Official.

8.1 Guidance

Employees and Business Associates of the Manager must comply with all applicable laws, conduct themselves with integrity and apply the highest ethical standards whenever they deal or otherwise engage with Public Officials.

You must take extra care when dealing with any Public Official. It is against this ABAC Policy to make improper or secret payments or transfer of items of any value (including facilitation payments) to a Public Official. It would also be a breach of this ABAC Policy if you use agents or third parties to make improper or secret payments or transfer of items of any value (including facilitation payments) to a Public Official on behalf of IOIPG REIT and the Manager.

This prohibition extends to provision of gift, entertainment or hospitality to Public Officials or their family/household members in exchange for any benefits, favours, advantages or results.

8.2 Measures

If any information is requested by any Public Official, Employees must always consult their immediate supervisor or reporting manager. If appropriate, the immediate supervisor or reporting manager shall escalate the same to the Head of Legal and Compliance before responding to such request. Employees must ensure that all information provided is in good faith, truthful and accurate.

If you have any doubts on whether a payment, gift, entertainment, hospitality, information or transfer of item of value to or requested by a Public Official is permitted under the law or this ABAC Policy, you must seek advice from your immediate supervisor or reporting manager. If appropriate, the immediate supervisor or reporting manager to seek guidance from the Head of Legal and Compliance.

9. CONFLICT OF INTEREST

Employees of the Manager must avoid situations in which their personal interest may interfere with their obligations or duties. You must not use your position, official working hours, the resources and assets of IOIPG REIT and the Manager, or information available to you for personal gain or to IOIPG REIT's disadvantage and you are reminded to adhere to the Conflict of Interest Policy.

In situations where a conflict does occur, you are required to declare the matter in accordance with the Manager's Conflict of Interest Disclosure Form. If you are unsure whether you have either an actual,

potential or perceived conflict of interest, you should consult your immediate supervisor or reporting manager immediately.

Employees of the Manager must always act in the best interest of IOIPG REIT and the Manager, and not allow any situation to exist that may create or give rise to a conflict of interest or that may be perceived to be a conflict of interest.

Where there is an actual or potential conflict of interest situation, Employees must immediately disclose such conflict of interest by completing a Conflict of Interest Disclosure Form.

If they are unsure whether situation constitutes an actual or potential conflict of interest, Employees of the Manager should consult their immediate supervisor or reporting manager, who may, where appropriate, seek guidance from the Head of Legal and Compliance.

10. BUSINESS REWARDS, REBATES, COMMISSIONS OR OTHER INCENTIVES

Employees of the Manager must not offer, promise or give, request or accept any business rewards, rebates, commissions or other incentives that may be regarded as an improper inducement or gratification.

10.1. Guidance

All business rewards, rebates, commissions or other incentives given or received must be transparent, properly documented, approved by the relevant authority within the Manager and in compliance with the relevant laws and policies.

Employees must never attempt to use agents, intermediaries or third parties to do something which is not permitted under this ABAC Policy.

11. WHAT TO DO IF YOU HAVE A QUERY OR CONCERN?

If you are unsure about any part of this ABAC Policy, you should contact your immediate superior or reporting manager. If appropriate, the immediate supervisor or reporting manager to seek guidance from the Head of Legal and Compliance.

If you believe that a breach of this ABAC Policy or an act of bribery and corruption has occurred, or may occur, you must report such concern as soon as possible. You may report in accordance with the Manager's Whistleblowing Policy and/or through the Manager's whistleblowing channel.

All concerns raised will be taken seriously and investigated appropriately.

Whistleblowers are protected from retaliation or reprisal for reporting in good faith under the Manager's Whistleblowing Policy. However, filing a malicious or vexatious report, and particularly the person persists with the allegations, may amount to a disciplinary offence.

12. REVIEW, MONITORING AND ENFORCEMENT

The Head of Legal and Compliance shall monitor the implementation of this ABAC Policy and regularly report to the Board.

The Head of Legal and Compliance shall also ensure the continuous implementation of the anti-bribery and anti-corruption measures in the Manager and provide adequate resources for the implementation of this ABAC Policy.

Disciplinary action, dismissal or termination of contract shall be taken against Employees and Business Associates of the Manager who are found to have committed a breach of this ABAC Policy.

The Manager reserves the right to terminate its contractual relationship with Business Associates if they breach this ABAC Policy and/or claim damages incurred as a result of such breach.

Where necessary, the Manager shall also report any breach of this ABAC Policy to the Malaysian Anti-Corruption Commission or any other relevant authorities.

13. TRAINING AND COMMUNICATION

The Manager shall provide regular training on anti-bribery and anti-corruption to all Employees to ensure continuous compliance with this ABAC Policy.

All new Employees shall be provided with a copy of this ABAC Policy as part of their induction.

All Business Associates shall be informed of this ABAC Policy and required to acknowledge and comply with the same.

This ABAC Policy shall also be published on IOIPG REIT's official website and internal communication platform.

14. RESPONSIBILITIES OF EMPLOYEES

Employees must:

- Familiarise themselves with this ABAC Policy and comply with it at all times;
- Ensure that their conduct does not fall below the standards set out in this ABAC Policy;
- Promptly report any suspicions of bribery and corruption to their immediate supervisor or reporting manager, where appropriate, or the Head of Legal and Compliance for guidance on the next course of action;
- Not misuse their position to solicit or extort any gratification whether for personal gain or for any other person;
- Not use agents or third parties to do something that is prohibited under this ABAC Policy; and
- Not ignore or fail to report any red flags that they come across.

15. REVISION

This ABAC Policy is subject to periodic review by the Head of Legal and Compliance.

Employees are responsible for ensuring that they are aware of and comply with the most recent version of this ABAC Policy.

APPENDIX A – INTEGRITY PLEDGE

INTEGRITY PLEDGE

I, the undersigned, pledge that I will not, either directly or indirectly, offer, promise, give, request, accept or receive any gratification or advantage as an inducement or reward for any improper act or decision in connection with my business relationship with the Manager.

I acknowledge that I have read and understood the Manager's Anti-Bribery and Anti-Corruption Policy and agree to comply with it.

Signed by: _____

Name: _____

Designation: _____

Company: _____

Date: _____