



KHAZANAH
NASIONAL

CODE OF BUSINESS ETHICS

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"Khazanah Nasional Berhad ("Khazanah") believes that all relationships with its business associates ("Business Associates") should be founded on principles of good governance such as integrity and accountability, and we strongly oppose any form of bribery and corruption. These principles extend to all of Khazanah's procurement activities. The principles are given force in this Code of Business Ethics ("Code") which will be constantly revised to capture changes in law, reputational demands and changes in the business as appropriate. All Khazanah's Business Associates are required to comply with the Code."

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1. INTRODUCTION

- 1.1 Khazanah expects its Business Associates (as defined below) to embrace the spirit of our commitment to integrity as set out in this Code of Business Ethics ("Code"). All Business Associates are to adhere to the Code when conducting business with Khazanah.
- 1.2 This Code provides guidance to both Khazanah officers and Business Associates on what Khazanah believes to be sustainable business relationships based on the key principles of integrity, honesty, accountability and compliance with applicable laws and regulations. In addition, this Code reflects Khazanah's commitment to create long-term value while taking into consideration its need to have good governance and be environmentally and socially responsible.
- 1.3 The word "Business Associates" in the context of this Code extends to Khazanah's professional service providers including its respective officers, contractors, agents, advisors, consultants, related corporations and other business associates in addition to suppliers of goods and other services. This Code shall apply to whatever form of entity incorporated and unincorporated, local and international.

2. COMPLIANCE WITH THE CODE

- 2.1 Business Associates should read, understand and comply with the Code and consult their Khazanah key contact if they have any questions.
- 2.2 Business Associates are responsible for self-monitoring their compliance with this Code although Khazanah may also periodically review such compliance. In the event Khazanah wishes to conduct a review, the Business Associates shall give their full co-operation during the course of the review and provide timely correction of any deficiencies or violations identified by Khazanah's review.
- 2.3 Khazanah may take the necessary action for breaches of the Code which includes but not limited to termination and preclusion from proposing for any work for Khazanah for a period which Khazanah in its sole discretion will determine. In addition, all legal rights of Khazanah are reserved notwithstanding any action undertaken by Khazanah in respect of this clause.

3. PRINCIPLES OF THE CODE

- 3.1 The principles of the Code support the core values of Khazanah and are as outlined below:

Table 1: Seven (7) Principles of the Code

1. Act with integrity	Business Associates will conduct all procurement and business relationships with integrity, respect and trust and will not disclose any confidential information (including proprietary or any price-sensitive information) contained therein to any unauthorised party.
2. Maintain accountability	Business Associates will maintain full accountability for services rendered/ goods provided and honour their commitment on a timely basis and in accordance with their obligations under the specific agreements and undertaking with Khazanah.
3. Avoid the appearance of or actual conflicts of interest	Business Associates with a real or potential conflict of interest are expected to declare this to Khazanah even if such knowledge arises after appointment and to take action to proactively address that conflict as soon as it is known. Business Associates must inform Khazanah immediately upon becoming aware of any conflict of interest. If in doubt, these should be highlighted to Khazanah.
4. Abide by the rule of law	Business Associates will comply with all applicable laws and regulations in all locations in which they operate or conduct business and will avoid practices which can give rise to charges of bribery, corruption and prohibited business practices.
5. Honest representation	Business Associates will provide honest and open representation of the organisation, its qualification, experience and capabilities. Business Associates will also disclose accurate references of previous work or engagements which they have undertaken.

- 6. Prohibit any form of gifts/business courtesy to procure favours and/or unfair advantage**
- Business Associates will never give or agree to give or offer a bribe, kickback or bartering arrangement, in whatever form including donation, cash, gift or other incentives, directly or indirectly:
- i) to Khazanah's officers or any other person, including the Khazanah's officers' families, in order to:
 - a) obtain or retain business from Khazanah; or
 - b) obtain or retain an advantage in the conduct of business from Khazanah;
 - ii) on behalf of Khazanah to any other person in order to:
 - a) obtain or retain business for Khazanah; or
 - b) obtain or retain an advantage in the conduct of business for Khazanah.
- Business Associates must report to Khazanah immediately if it or any of its associates offers or any Khazanah officer or other person, including the Khazanah's officers' families, requests for any such incentives.
- During a bid or evaluation process, Business Associates should refrain from entertaining or treating Khazanah's officers involved in the evaluation process and any other person, including Khazanah's officers' families, such as providing special invitation to events or other functions.
- It is understandable that in certain culture, refusing to receive or giving a gift will cause great embarrassment or grievance. In such situation, any gift given or received must be in compliance with the law and must not violate the giver's and receiver's policies on such practice. It is Khazanah's policy that its officers must (i) obtain approval prior to giving any gift; and (ii) declare and surrender any gift received in accordance with our internal process and procedures.
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- 7. Business Sustainability**
- Business Associates should aim to implement best practices for good governance, create lasting social benefits and minimise their impact to the environment in ways that will foster a sustainable use of the world's natural resources. Example of best practices may include the following:
- i) maintaining wellbeing of employees and being a good employer and community participants;
 - ii) focusing on reducing carbon footprints, packaging waste, water usage and overall effect on the environment; and
 - iii) having a good corporate governance and healthy risk-awareness culture.

4. ANTI-CORRUPTION MEASURES

- 4.1 Business Associates are required to demonstrate that they have in place necessary policies, process, and procedures to prevent any corrupt acts from being committed by their officers or any other persons.
- 4.2 Business Associates must comply with all applicable laws, rules and regulations relating to anti-corruption, in the locations in which they operate or conduct business. Khazanah shall not be liable for any non-compliance of the above by the Business Associates.
- 4.3 Business Associates will, at Khazanah's request, provide relevant information and update Khazanah on its anti-corruption measures including as outlined above.

5. WHISTLEBLOWING

- 5.1 If a Business Associate wishes to lodge a complaint on a wrongful, illegal, improper or unethical conduct or possible violation of the Code ("Complainant"), the Complainant can do so by emailing to the Khazanah Compliance & Integrity Unit at integrity@khazanah.com.my. To the extent reasonably practicable, Khazanah will accord protection of confidentiality of identity of the Complainant.
- 5.2 Khazanah will not tolerate any retribution or retaliation taken by any person against a Complainant who, in good faith and with a reasonable basis, has whistleblown improper conduct or a possible violation of the Code.
- 5.3 Khazanah will respond to the complaint received and will carefully evaluate each complaint before it is referred for investigation, if appropriate. Khazanah expects that the Complainant will assist and facilitate in any investigation conducted by Khazanah.
- 5.4 The outcome of such investigation or any other follow-up actions is confidential and will be shared as and when Khazanah deems appropriate.

CONTACT DETAILS

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