



# Governance and Anti-Bribery & Corruption Policy

LQ Retail Sdn Bhd,  
LQ Residential 1 Sdn Bhd,  
LQ Residential 2 Sdn Bhd,  
LQ Residential 3 Sdn Bhd  
(collectively the “Company” or “Companies”)

Approver’s name and title:  
**Company Board of Directors**

Effective date:  
**Rev 0 - February 2020**  
**Rev 1 - September 2020**

Review date:  
**September 2020 – Rev 1**

Next review date:  
**September 2022**

Classification:

Aconex ref:



## Policy Statement

The Company’s Board of Directors has zero-tolerance for bribery and corruption and is committed to conducting business in an ethical and honest manner, professionally and fairly with integrity and good governance in all of its business dealings and relationships.

This Governance Policy (“**Governance Policy**” or “**Policy**”) explains the standards the Company expects in the conduct of its operations and sets out the responsibilities of those carrying out the Company’s business or transacting with the Company in upholding the Company’s zero-tolerance policy on bribery and corruption.

This Policy has been approved by the Company’s Board of Directors and applies to all directors, officers and employees (if any) of the Company.



Suppliers, contractors, vendors and service providers (“**Service Providers**”) engaged by the Company and any third parties with whom the Company works with are expected to:-

- have read and understood this Policy;
- act consistently with the Policy in all their dealings with or in relation to the Company;
- take reasonable steps to communicate this Policy to their employees, vendors, agents and third parties with whom they engage in carrying out work related to the Company.

## Code of Conduct

<p><i>We must obey the law</i></p>	<p><b>Standards of Conduct</b></p> <p>The Company is committed to complying with the laws and regulations of Malaysia.</p> <p>You must respect and obey the laws and regulations applicable to the Company in Malaysia.</p> <p>Where local laws, regulations, customs or norms differ from this Policy, you must apply either this Policy or local requirements, whichever sets the higher standard of behaviour.</p>
<p><i>We must hold those we transact with to the same standard</i></p>	<p><b>Contract Dealings</b></p> <p>The company refrains from conducting business with any third party suspected of wrongdoing, unless those suspicions have been investigated and resolved or otherwise approved by the Compliance Officer.</p> <p>Contractual arrangements between the Company and a third party shall be subject to terms that the third party agrees not to violate anti-corruption laws. Any violation may result in a termination of that contract.</p> <p>Service providers should be selected based on merit (price, product, quality, service, delivery, reliability, technical ability and other supplier aspects) and in accordance with the TRX Lifestyle Quarter Procurement Policy.</p> <p>Avoid preferential treatment based on individual preference, personal connections, inappropriate gifts and entertainment or any other kind of favouritism.</p>



<p><i>We must be aware of actual or potential conflicts of interest</i></p>	<p><b>Conflict of Interest</b></p> <p>A “conflict of interest” is any circumstance where the personal interests of the Company’s directors, officers and/or employees conflict (or appear to conflict) with those of the Company, or cast doubt on their ability to act appropriately regarding the interests of the Company. This includes any situation that benefits the individual.</p> <p>If such a situation arises, you must declare any such interest that may conflict or be perceived to conflict with the Company or may otherwise adversely affect the Company, by reporting the situation to the Compliance Officer.</p> <p>Failure to disclose a conflict of interest may result in contractual sanction or disciplinary action.</p> <p>If you are unsure whether a potential conflict may or has arisen, or if you have any questions about conflict of interest issues, you should contact the assisting compliance officer.</p>
<p><i>We must not make unauthorised gains or payments, or engage in corrupt conduct</i></p>	<p><b>Gifts and Entertainment</b></p> <p>As a general rule, the Company’s officers and employees must not give or receive anything of value such as gifts, entertainment, meals, services, discounts, gratuities or other gains (gifts and entertainment) if the purpose of the gift or entertainment is to obtain any improper advantage.</p> <p>The Company’s officers and employees should also not accept or offer any gifts or entertainment to or from any person who conducts business with the Company without prior approval from the Compliance Officer, (unless the value of the gift or entertainment is less than the monetary thresholds below, and is not considered inappropriate).</p> <ul style="list-style-type: none"> <li>• Gifts or meals valued at RM450/- per person</li> <li>• Entertainment valued at RM750/- per person</li> </ul> <p>The Company’s directors, officers and employees may only receive a gift or entertainment that exceeds the monetary values above if the local cultural norms dictate that it would be insulting to decline it. The gift or entertainment must then be reported to the management immediately, who will decide whether it should be:</p> <ul style="list-style-type: none"> <li>• Retained by the recipient;</li> <li>• Retained for the benefit of the Company;</li> <li>• Donated to charity; or</li> </ul>

- Returned to the donor.

The following types of gifts and entertainment are never permissible:

- Illegal: Any gift or entertainment that would be illegal.
- Tender or bid process: Gifts or entertainment involving parties engaged in a tender, competitive bidding process or contract negotiation.
- Gift certificates: Where the value is more than RM450;
- Cash: Cash or cash equivalent (such as loans and securities).
- Quid pro quo: Any gift or entertainment that is a 'quid pro quo' (offered for something in return).
- Indecent: Any gift or entertainment that is indecent, sexually oriented, does not comply with the Company's commitment to mutual respect or that otherwise might adversely affect the Company's reputation.

If you are offered an unacceptable gift or entertainment, you must refuse it.

### **Bribery and Corruption**

The Company prohibits all forms of bribery and corrupt conduct, including the offering, promising or giving, or requesting, agreeing to receive or accepting, directly or indirectly of bribes or facilitation payments to anyone.

You must not:

- Engage in;
- Induce or facilitate someone else to engage in; or
- Permit your employees or an agent or representative of your company to engage in,

any form of bribery or corrupt conduct. This apply irrespective of whether the conduct involves individuals, incorporated or unincorporated organisations and/or public officials.

You must inform the Compliance Officer as soon as possible if, in relation to the Company's business, you are offered a bribe by anyone, if you are asked to make one, or if you have reason to believe that you are a victim of a corrupt activity.



<p><i>We must not disclose confidential information</i></p>	<p><b>Third Party Information</b></p> <p>In the course of your involvement with the Company, you may learn confidential information about our customers, suppliers, contractors and other parties with whom we conduct business. This information must not be used or disclosed unless in accordance with instructions from the party who provided the information.</p> <p><b>Company Information</b></p> <p>In the course of your involvement with the Company, you may come across information relating to the Company's operations, strategy and finances. Unless otherwise advised, you must treat all information about the Company as confidential and must not communicate any information of this nature to any person who is not authorised by the Company to see that information. This applies both during and after your engagement with the Company.</p>
<p><i>We must compete fairly</i></p>	<p><b>Competition</b></p> <p>The Company is committed to fair competition in all markets in which we operate. When competing for business, we do so vigorously but fairly.</p> <p>This means you must:</p> <ul style="list-style-type: none"> <li>• not intentionally mislead clients, business partners, or competitors;</li> <li>• the community;</li> <li>• only use the Company's reputation in legitimate ways; and</li> <li>• refuse to associate in illegal market practices such as price fixing schemes, misleading or deceptive conduct, misuse of market power or bid-rigging arrangements.</li> </ul>
<p><i>We must report accurately</i></p>	<p><b>Reporting</b></p> <p>Honest, accurate, timely and objective recording and reporting of information is essential to:</p> <ul style="list-style-type: none"> <li>• the Company's credibility and reputation;</li> <li>• meeting the Company's legal and regulatory obligations;</li> <li>• meeting Company's responsibility to shareholders and other stakeholders; and</li> <li>• informing and supporting the business decisions and actions.</li> </ul>

	<p>All reports that the Company prepared must accurately reflect transactions and events. Financial information must conform to generally accepted accounting principles and to Malaysian Financial Reporting Standards.</p> <p>Falsifying or creating misleading information can constitute fraud, and the Company does not tolerate fraud of any kind.</p> <p>Senior financial officers and others responsible for the accuracy of financial reporting are also responsible to ensure proper controls are in place to achieve truthful, accurate, complete, objective, consistent, timely and understandable financial and management reports.</p> <p>Internal control systems and procedures designed to prevent bribery and corruption shall be subject to regular audits to ensure that they are effective in practice.</p>
<p><i>Sponsorships and other donations</i></p>	<p>The Company does not make political donations.</p> <p>You must be careful to ensure that charitable contributions solicited from the Company are not used to facilitate and conceal acts of bribery.</p> <p>The Company may undertake sponsorships to enhance the Company's reputation as a good corporate citizen. The Company may support events and organisations that are aligned with our brand, corporate values and business objectives. Sponsorships should contribute to positive perceptions of our brand and support the Company's vision.</p> <p>Any decision or approval regarding sponsorships and donations must be made through the Company's limits of authority processes or in the absence thereof, by the Board of Directors.</p>
<p><i>Breach reporting and whistleblowing</i></p>	<p>The Company supports reporting of illegal or improper conduct, provided you have reasonable grounds for your concern.</p> <p>If you have a concern about illegal or improper conduct occurring in relation to our business, we encourage you to report your concern to the Compliance Officer. Alternatively, if you prefer, you may make a report through the whistleblower service provided by Deloitte Halo. Deloitte Halo is operated and managed by a third party, which is not related to the Company. Deloitte Halo offers:</p> <ul style="list-style-type: none"> <li>• A confidential way for people to report illegal or improper conduct occurring within the Company without fear of detriment;</li> </ul>



	<ul style="list-style-type: none"> <li>• The choice to maintain anonymous;</li> <li>• Web-based reporting; and</li> <li>• 24-hour access, seven days a week.</li> </ul> <p>However, it is also open to you to provide information to appropriate governmental authorities regarding a potential violation of law. You are not required to make a report to the Company prior to reporting a matter to a regulator, although we would encourage you to do so. We recommend that you seek independent legal advice, (which would be at your own cost), before making a report to an external body.</p> <p>There are additional protections under applicable whistleblower laws for those making a report under this Policy, including protection from legal action for making a disclosure. This does not include protection from any legal action for illegal or improper conduct you may have engaged in that is revealed as a result of your report.</p> <p>The Company does not tolerate the taking of detrimental action against individuals for making a report under this Policy. Any person who takes or threatens to take detrimental action in reprisal will be subject to disciplinary action, which may include dismissal or termination of engagement. If an individual believes that they have been, or are likely to be, disadvantaged in any way because they have made a disclosure, or becomes aware of victimisation or retaliation against another for making such a disclosure, they are encouraged to report this under this Policy.</p> <p>Disciplinary action may be taken if this Policy is breached. This may include action up to and including dismissal in appropriate circumstances and/or reference to appropriate law enforcement authorities. If you are not one of our employees, we may terminate your engagement or appointment, or take other appropriate corrective action. This may include reference to appropriate law enforcement authorities.</p>
<p><i>We must be familiar with the policies, procedures and controls that relate to our work</i></p>	<p><b>Policies &amp; Procedures</b></p> <p>We must make ourselves aware of the Company’s policies and procedures which apply to us and our roles.</p> <p>We must be clear on our limits of authority and never exceed those limits by committing the Company verbally, in writing or by e-mail.</p> <p>The Company’s officers and employees (if any) are expected to undertake all applicable training programmes provided by the</p>

	<p>Company which are designed to help you understand and comply with our policies and procedures.</p> <p>Breaches of limits of authority or procedures detailed in such a document will be subject to appropriate disciplinary action, which may include termination of employment or engagement/contract, as the case may be.</p>
<i>Record-keeping</i>	Documents and records must be retained for a minimum of 7 years or in accordance with the law. If you are unclear about whether a document or record should be retained or destroyed, please contact the assisting compliance officer.
<i>Communication of this Policy to business partners</i>	This Policy shall be communicated to all suppliers, contractors, business partners and any third parties at the outset of business relations, and as appropriate thereafter.
<i>Questionable behaviour – we must take action</i>	<p><b>Behaviour</b></p> <p>If you have any doubts as to whether a particular conduct breaches this Policy, you are encouraged to take action. In the normal course, concerns should be raised with the Compliance Officer. Likewise, concerns about unethical or illegal business conduct can be reported to the Compliance Officer.</p> <p>After an appropriate investigation, any person who is found to have violated this Policy will be subject to disciplinary, contractual or criminal sanction.</p>

Contact	Details
Compliance Officer	<p>WT Partnership (M) Sdn Bhd B02-D-05, Menara 3, No. 3, Jln Bangsar, KL Eco City, 59200 Kuala Lumpur, Malaysia</p> <p>Email: <a href="mailto:lqcompliance@wtpartnership.my">lqcompliance@wtpartnership.my</a></p>
Assisting compliance officer	<p>Risk Officer c/o Lendlease Development Malaysia Sdn Bhd Level 8, Menara JCorp, No. 249 Jln Tun Razak 50400 Kuala Lumpur, Malaysia</p>





	Tel: 03-2385 9888
Whistleblower channel	<a href="https://theexchange.my/governance/">https://theexchange.my/governance/</a>