Notes

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At MCB level, the Board of Directors ("BOD") shall have the sole authority to approve this Policy and any exception thereto. It shall be the responsibility of the Divisions and Business Operating Units in MCB Group to ensure that their related documents are consistent with this Policy.

MCB reserves the right to review, amend or update this document from time to time. This Policy and the attached appendix shall be periodically reviewed for appropriateness. If there are material changes to the Policy, it shall be resubmitted to the BOD upon recommendation from CEO.

For any enquiries, please contact the Corporate Secretarial Department.

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Abbreviations, Terms and Definitions

Abbreviations / Terms	Definition
BAC	Board Audit Committee
BOD	Board of Directors
CEO	Chief Executive Officer
CFO	Chief Financial Officer
Company or MCB	Malakoff Corporation Berhad
COO	Chief Operating Officer
CoSec	Corporate Secretarial
Division / Business Operating Unit	Any Division, Unit or Subsidiary of MCB
GIA	Group Internal Audit
Group or MCB Group	Malakoff Corporation Berhad including its legal successor, assignee and/or transferee and its subsidiary companies as defined in the Companies Act 2016
LOA	Limits of Authority
Policy	MCB Related Party Transaction Policy and Procedures
RPT	Related Party Transactions
RRPT	Recurrent Related Party Transactions
SC	Security Commission

Table 1: Abbreviations, Terms and Definitions

Words importing the masculine gender shall be deemed and taken to include the feminine gender and singular to include the plural and vice versa.

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Compliance

The Policy contained herein shall be subject to the provisions of the following:

i) Main Market Listing Requirements of Bursa Malaysia Securities Berhad;

ii) Companies Act 2016;

iii) Malaysian Code on Corporate Governance 2017; and

iv) Other relevant legislations of Malaysia.

Related Documents

The Policy shall be read together with the following documents and any other related documents as deemed appropriate.

Document Number	Document Title
MCFC1-01	Limits of Authority (LOA)
MCFV1-01	MCB Corporate Disclosure Policy and Guidelines

Table 2: Related Documents

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1.0 Purpose

i) MCB is committed to the highest possible standards of ethical, moral and legal business conduct.

ii) In line with this commitment and MCB's commitment to open communication, this Policy aims to provide an avenue for employees to understand the policies and procedures that need to be adhered to in identifying and treating RPTs to ensure compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Listing Requirements") and other applicable laws.

iii) This Policy outlines the framework and the processes for purposes of identifying, monitoring, evaluating, reporting and approving the RPTs and RRPTs. It also serves as a guide to the Board Audit Committee ("BAC") and Board of Directors ("BOD") of MCB in discharging their role, which is to provide oversight over RPTs and RRPTs within the MCB Group.

2.0 Scope

This Policy applies to all MCB Group's employees including part time, temporary and contract employees.

3.0 Policy

i) The main features of the Policy are:

a) to specify the principles to be adopted in relation to the conduct of a RPT between the Company and/or its subsidiaries with a related party or parties;

b) to provide guidance in the interpretation and application of those principles;

c) to standardize the practices and procedures relating to the conduct of RPTs; and

d) to specify the basis of proper disclosure of such RPTs.

ii) It is the Policy of the Company not to enter into any RPT unless:

a) The BAC of MCB reviews such transaction in accordance with the guidelines set forth herein; and

b) The transaction is approved by the BOD of MCB / subsidiaries in accordance with ***MCFC1-01 Limits of Authority***.

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4.0 Safeguard

i) Whenever in doubt as to whether the proposed transaction is a RPT, employees are encouraged to contact the Corporate Secretarial Department or Legal Department (especially if it involves the drafting of agreement/contract for the proposed transaction).

ii) Although a RPT may give rise to a conflict of interest, such a RPT is allowed under the law, provided that the RPT is entered into in the best interest of the Company and complies with the applicable laws.

iii) In view of the sensitivity of a RPT, the transacting department / subsidiary should ensure that no preference is given to a related party prior to initiating the transaction. Where practicable, it may be appropriate for the transacting department / subsidiary to obtain an independent review of the RPT. In any event, there should be proper documentation relating to the basis under which the RPT was entered into.

5.0 Conceptual and Operational Definitions of RPT

i) This Policy is not intended to provide for a comprehensive definition of all areas related to the subject matter based on the following reasons:

a) the actual definition of RPT and RRPT are contained in the Listing Requirements. Hence, their deliberation in totality within this procedure will only be a replication of such definitions;

b) re-writing the complete set of those definitions could result in alteration and interpretation of their actual meaning due to the absence of a complete discussion of their contextual setting; and

c) frequent amendments to the Listing Requirements may render the RPT and RRPT deliberations as deliberated herein, obsolete within a short time span.

ii) It is therefore recommended that each department / subsidiary which is directly involved in disclosing these RPTs and RRPTs to constantly refer to a copy of the relevant reference documents made available on the Company's intranet or circulated by the Corporate Secretarial Department from time to time.

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iii) The following are some of the main definitions provided by the Listing Requirements:

a) Related Party refers to "*a director, major shareholder or persons connected with such director or major shareholder*" (Reference: ***Chapters 1 and 10 of the Listing Requirements***);

b) Related Party Transaction refers to "*a transaction entered into by the Company or its subsidiaries, which involves* ***the interest, direct or indirect****, of a related party*" where the disclosure requirement is governed by percentage ratio threshold as detailed out in ***Section 7.0 Disclosure Requirements.*** The computation of the percentage ratio is provided in ***Section 8.0 Percentage Ratios*** (Reference: ***Chapters 1 and 10 of the Listing Requirements***);

c) Recurrent Related Party Transaction refers to "*a related party transaction which is recurrent, of revenue or trading nature, which is necessary for day to day operations of the Company or its subsidiaries*" (Reference: ***Chapter 1 and Practice Note 12 of the Listing Requirements***);

d) Transaction includes:

- the acquisition, disposal or leasing of assets;
- the establishment of joint ventures;
- the provision of financial assistance;
- the provision or receipt of services; or
- any business transaction or arrangement entered into,

by the Company or its subsidiaries BUT excludes transaction entered into between the Company (or any of its wholly-owned subsidiaries) and its wholly-owned subsidiaries (Reference: ***Chapter 10 of the Listing Requirements***);

e) Transaction not regarded as RPT and is exempted from any disclosure requirements is as prescribed in ***Section 7.2 Transactions not regarded as RPT*** (Reference: ***Chapter 10 of the Listing Requirements***); and

f) Transactions which are not regarded as RRPTs and therefore are to be excluded from the Circular to Shareholders are as listed in ***Section 7.3 Recurrent Related Party Transaction (RRPT)*** (Reference: ***Practice Note 12 of the Listing Requirements***).

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6.0 Identification

6.1 List of Related Parties

6.1.1 The list of related parties (which is not exhaustive) will be kept by the Corporate Secretarial Department and made available on the Company's intranet or by circulation to the respective personnel as and when there are any changes.

6.1.2 As the list may change from time to time, the Corporate Secretarial Department shall update the subsidiaries/departments on the latest directors' and major shareholders' interest on an annual basis and as and when there are any changes to the list. All subsidiaries/departments are advised to fully understand and familiarize themselves with the list of related parties that may be considered as RPT or RRPT.

6.1.3 In the event that the proposed transaction is to be entered with any of the parties identified as a related party in the list of related parties, the proposed transaction shall be deemed a RPT, provided it fulfills the requirements stated in the Listing Requirements.

6.1.4 The relevant Head of Department or officer-in-charge of the Company/subsidiaries is required to report such transaction to the Corporate Secretarial Department prior to proceeding with the proposed transaction.

6.1.5 The ***Figure 1*** below depicts the persons who are included in the definition of related party as per the ***Listing Requirements***:

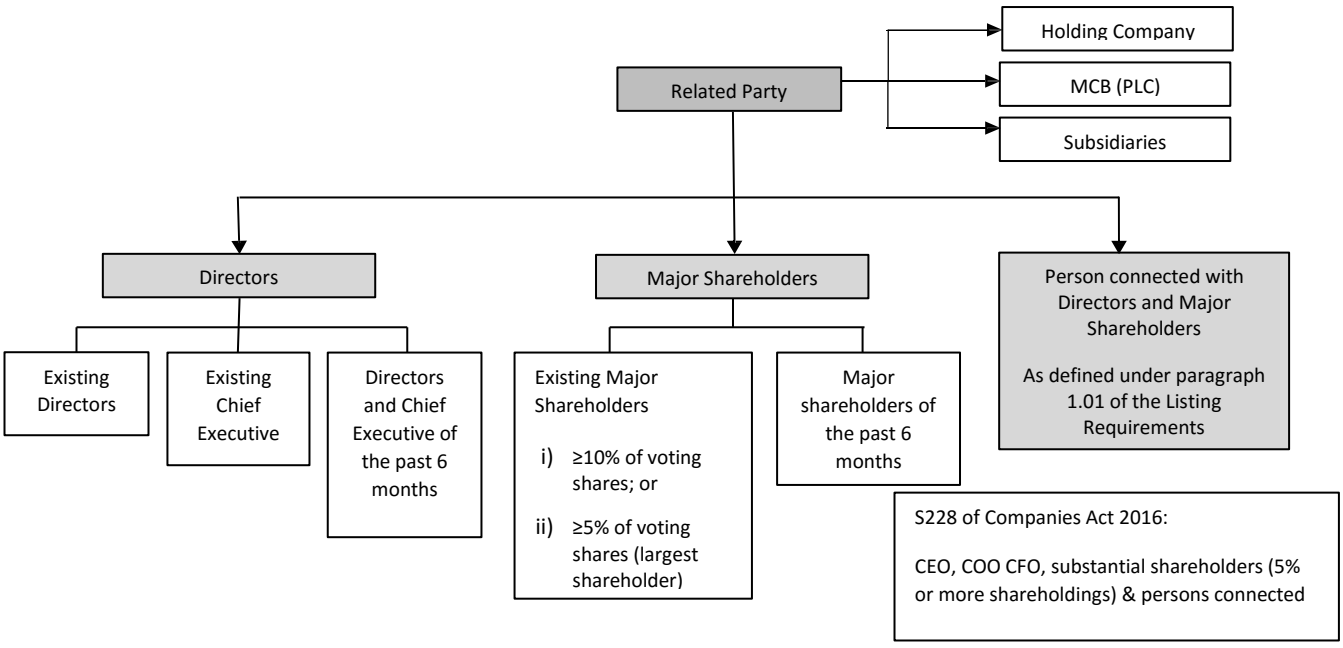

Figure 1: Definition of Related Party as per the Listing Requirements

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7.0 Disclosure Requirements

7.1 Related Party Transaction (RPT)

7.1.1 The disclosure requirements of RPT as prescribed by the Listing Requirements are governed by percentage ratio threshold. The computation of the percentage ratios is provided for in ***Section 8.0 Percentage Ratios.*** The disclosure requirements are as follows:

i) MCB must make an immediate announcement to the Exchange, of a RPT, where the percentage ratio is **0.25% or more** after the terms of the transaction has been agreed upon provided that the value of the consideration of the transaction is more than RM500,000 and it is not recurrent in nature.

ii) Additionally,

a) If the percentage ratio for the RPT is **equal to or exceeds 5%**, the Company must:

- send a circular to the shareholders, whereby a compliance checklist will be submitted together with the draft circular to the Exchange for review prior to the issuance of circular to shareholders;
- obtain shareholder's approval of the transaction in a general meeting; and
- appoint an independent adviser approved by the SC.

b) If the percentage ratio for the RPT is **equal to or exceeds 25%**, the Company must in addition to (a) above appoint a main adviser, who is a Principal Adviser approved by the SC. The Principal Adviser must undertake the following:

- advise the Company whether such transaction is carried out on fair and reasonable terms and conditions and not to the detriment of minority shareholders of the Company;
- ensure that such transaction complies with the relevant laws, regulations or guidelines, where applicable;
- ensure full disclosure of all information required to be disclosed in the announcement and circular; and
- confirm to the Bursa Malaysia Securities Berhad ("Bursa Securities") that it has discharged its responsibility with due care in regard to the transaction, after the transaction has been completed and all the necessary approvals have been obtained.

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iii) MCB must also ensure that a director with interest, direct or indirect, must abstain from deliberation and voting on the relevant resolution in respect of the RPT at the BOD meeting. In a general meeting to obtain shareholders' approval, a director or major shareholder with any interest, direct or indirect, or person connected to them must **not** vote on the resolution approving the transaction.

iv) MCB must ensure that any vote of shareholders taken at the general meeting on the resolution approving the transaction is **taken on a poll**.

v) RPT entered **by a subsidiary with another person** where the percentage ratio is **equal to or exceeds 5%**, and the only related party having an interest in such transaction is **not a related party to MCB**, **only immediate announcement is required**, subject to the following conditions:

a) BOD of MCB approves the transaction before the terms of transaction are agreed upon;

b) That the transaction is fair and reasonable and is in the best interests of MCB.

7.1.2 When a RPT is involved, the Heads of Department or officers-in-charge of the subsidiaries are required to be mindful of the value of the contract/transaction. Where the transaction reaches certain threshold of the percentage ratios, MCB is required to comply with the obligations under the Listing Requirements as explained above.

7.1.3 The percentage ratios are calculated in accordance with formulas that are provided in the Listing Requirements (reproduced in ***Section 8.0 Percentage Ratios.*** The formula to be used would depend on the type of contract/transaction. At times, one transaction may involve calculation of the percentage ratios based on several of the formulas as stated in ***Section 8.0 Percentage Ratios.*** Therefore, all formulas must be tested as the relevant obligations under the Listing Requirements will be invoked if any one of the figures of the percentage ratios is met.

7.2 Transactions not regarded as RPT

7.2.1 Certain specified transactions are **not** normally regarded as RPT under ***paragraph 10.08 (11) of the Listing Requirements***. Some of these include:

i) The payment of dividend, issue of securities by the Company or its subsidiaries by way of a bonus issue or for cash (subject to ***paragraph 6.06 of the Listing Requirements***), grant of options, issuance of securities arising from the exercise of options under the Share Issuance Scheme, subdivision of shares, consolidation of shares, reduction in the par value of shares or subscription of securities on a pro rata basis;

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ii) A transaction between the Company or its subsidiaries and another person where there are no other interested relationships except for **common directorships** and the directors who have common directorships having shareholdings which is less than 5% other than via the Company. There is no other interest such as commission or other kinds of benefits received from the Company or any of its subsidiaries or the other person in relation to the said transaction;

iii) An acquisition or disposal by the Company or its subsidiaries from or to a third party of an interest in another corporation, where the related party holds less than 10% in that other corporation other than via the Company;

iv) The provision or receipt of financial assistance or services upon normal commercial terms and in the ordinary course of business by a licensed institution whose activities are regulated by written law and are subject to supervision by Bank Negara Malaysia or an equivalent foreign regulatory authority as Bursa Securities deems appropriate;

v) Director's fees and remuneration, and employment remuneration;

vi) A transaction between the Company or its subsidiaries, and another person for the provision or receipt of goods and services which are considered exempted transactions where:

a) the goods or services are purchased, sold or rendered based on a non- negotiable fixed price or rate which is published or publicly quoted;

b) all material terms including the prices or charges are applied consistently to all customers or classes of customers.

(The definitions of goods, classes of customers and exempted transactions are as per the ***Listing Requirements***).

vii) The entry into or renewal of tenancy of properties of not more than three (3) years, the terms of which are supported by an independent valuation;

viii) A contract that is awarded by or on behalf of the Government or State Government provided an immediate announcement of the same is made to Bursa Securities;

ix) A contract that is awarded by way of public tender; or

x) A transaction between the Company or any of its subsidiaries and another person which involves the sharing of services or facilities provided by one or more of such parties or other similar arrangements whereby the consideration merely involves reimbursement or sharing of costs in proportion to the utilization of the services or facilities.

*Reference shall be made to the **Listing Requirements** for a complete list of the exempted transactions.*

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7.3 Recurrent Related Party Transaction (RRPT)

7.3.1 ***Paragraph 10.09 of the Listing Requirements*** states that a Company with an issued and paid-up capital of RM60 million and above, must immediately announce a RRPT if:

i) the consideration, value of the assets, capital outlay or costs of the RRPT is RM1 million or more; or

ii) the percentage ratio of the RRPT is 1% or more,

whichever is higher.

7.3.2 Nevertheless, MCB may seek a **mandate** in respect of such RRPTs from the shareholders as long as the following conditions are met:

i) the transactions are in the ordinary course of business, on terms not more favourable to the related parties than those generally available to the public;

ii) the shareholder mandate is subject to annual renewal and disclosure is made in the annual report in respect of the aggregate value of transactions conducted pursuant to the shareholder mandate during the financial year where the aggregate value is equal to or more than the prescribed threshold;

iii) the circular to shareholders for the shareholders' mandate includes the information as prescribed by Bursa Securities. The draft circular must be submitted to Bursa Securities together with a checklist showing compliance with such information;

iv) in a meeting to obtain the shareholder mandate, the interested director, interested major shareholder or interested person connected with a director or major shareholder; and where it involves the interest of an interested person connected with a director or major shareholder, such director or major shareholder and the interested person, must **not** vote on the resolutions approving the transactions. An interested director or interested major shareholder must ensure that persons connected to the interested director or interested major shareholder abstain from voting on the resolutions approving the transactions;

v) MCB must immediately announce to Bursa Securities when the actual value of the RRPT entered into by the MCB Group, exceeds the estimated value of the RRPT disclosed in the circular by 10% or more and must include the information as maybe prescribed by Bursa Securities in its announcement; and

vi) where MCB has procured a shareholders' mandate, the provisions of paragraph 10.08 on the RPT shall **not** apply.

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7.3.3 The mandate will, if approved by the shareholders at the annual general meeting ("AGM"), be subject to annual renewal and shall continue to be in force until the conclusion of the next AGM of the Company. Thereafter, the said mandate will lapse, unless renewed.

7.3.4 MCB is required to disclose the aggregate value of the RRPTs conducted pursuant to the shareholders' mandate in the annual report, where a breakdown of the aggregate value of the RRPTs made during the financial year must be disclosed.

7.3.5 Some of the following transactions are ***not*** regarded as RRPTs and as such the shareholders' mandate does ***not*** apply:

i) the acquisition or disposal of land or land-based property except in the circumstances set out in ***paragraph 3.3(a) of the Practice Note 12;***

ii) the acquisition or disposal of vessels, air craft and plants;

iii) the entry into a lease of:

a) a property for a period exceeding three (3) years; or

b) such other assets,

which involve payments of rental or such consideration on a lump sum basis (i.e. other than on an equal pro-rated monthly or annual installments);

iv) the provision of financial assistance pursuant ***to paragraph 8.23 of the Listing Requirements***;

v) the acquisition or disposal of securities except in the circumstances set out in ***paragraph 3.3(b) of the Practice Note 12***;

vi) the entry into joint ventures;

vii) the grant or exercise of an option in relation to matters set out in ***subparagraph i), ii), iii) and v)*** herein; and

viii) such other transactions as may be determined by Bursa Securities from time to time.

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8.0 Percentage Ratios

Percentage ratios mean the ratios used to determine the materiality of a RPT and are expressed as a percentage resulting from the following calculations (Reference: ***Chapter 10 of the Listing Requirements***):

i) The Value of the Assets which are subject matter of the transactions
Net Assets of the listed issuer

ii) Net profit of the assets which are subject matter of the transaction
Net Profits attributable to the owners of the listed issuer (before other comprehensive income of loss)

iii) The Aggregate Value of the consideration given or received in relation to the transaction
Net Assets of the listed issuer

iv) The Number of Shares issued by the listed issuer as consideration for an acquisition
Total Number of Shares Previously in Issue (excluding treasury shares)

v) The Aggregate Value of the consideration given or received in relation to the transaction
Market Value of all the Ordinary Shares of the listed issuer (excluding treasury shares)

vi) The Total Assets which are the subject matter of the transaction
Total Assets of the listed issuer

vii) a) (In respect of joint ventures, business transactions or arrangements)

The Total Project Cost Attributable to the Listed Issuer
Total Assets of the listed issuer

b) (In respect of the Joint Venture Corporation is incorporated as result of the joint venture)

The Total Equity Participation of the Listed Issuer in the joint venture corporation (based on the eventual issued capital of the joint venture corporation)
Net Assets of the listed issuer

viii) The Aggregate Original Cost of Investment of the subject matter of transaction
Net Assets of the listed issuer

(in the case of a disposal and where the acquisition of the subject matter took place within 5 years)

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9.0 Reporting Process

9.1 RPT

i) Before entering into a commercial contract / agreement / transaction, the originator / buyer must define and identify the RPT elements, and fill up as per ***Annexure III: RPT Verification Form*** if the RPT requires review of contract / agreement by Legal Department of MCB. The originator / buyer must declare the RPT within a reasonable time prior to entering into the transaction.

The vendors / customers transacting with the Group will also be requested to declare to MCB whether it is a RPT to the Group by completing and signing a RPT Declaration Form as per ***Annexure IV: RPT Declaration Form*** provided by the Group Procurement Department or made available on the Company's intranet;

ii) Provision of available details of the proposed commercial contract / agreement / transaction and submission of the RPT Form to Legal Department and Corporate Secretarial Department of the Company;

iii) Obtain verification from Corporate Secretarial Department and Legal Department of MCB, where necessary;

iv) If it is RPT, preparation and review of draft contract / agreement by Legal Department;

v) If subsidiary does not have legal officer, preparation and review of contract / agreement will be carried out by Legal Department of MCB;

vi) All RPTs must be reviewed by GIA;

vii) The originator / buyer to furnish the following to Corporate Secretarial Department of MCB:

a) Draft announcement

- for contract value with percentage ratio of 0.25% or more but less than 5% of the percentage ratio; or
- for contract value with percentage ratio of less than 0.25% if voluntary announcement is required.

(the contract value must be more than RM500,000);

b) Notify Corporate Secretarial Department if the percentage ratio is 5% or more for preparation of draft circular to obtain MCB shareholders' approval; and

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c) Notify Corporate Secretarial Department if the percentage ratio is 25% or more for preparation of draft circular to obtain MCB shareholders' approval, appointment of independent and main advisors;

viii) Seek clearance from MCB's BAC by way of submission of necessary paper and supporting documents on the proposed transaction to MCB's BAC for consideration to determine whether the terms and conditions of the RPT to be entered into are at arm's length, fair and not detrimental to the minority shareholders of MCB/subsidiaries;

ix) Submit the RPTs requiring announcement under vii) above to the BOD of MCB for deliberation and approval on BAC's recommendation (does not require the BOD of MCB approval for RPTs with contract value percentage ratio of less than 0.25% and no announcement will be made to Bursa Securities);

x) Seek the subsidiary's BOD approval, where necessary, on the transaction to be entered into by the subsidiary with the related party;

xi) Seek the MCB shareholders' approval for transaction with percentage ratio of 5% or more;

xii) Completion and signing of agreement / contract by MCB / subsidiary;

xiii) Immediate announcement by Corporate Secretarial Department (where necessary) to Bursa Securities;

xiv) Update of RPT Register by Corporate Secretarial Department;

xv) The process flow chart for reporting of RPTs by the Group as per ***Annexure I: RPT Process Flowchart***;

xvi) For an update to the BAC on quarterly basis, the following steps will be observed:

a) the relevant department/subsidiary is required to record the RPTs and provide information on RPTs transacted in the preceding 12 months and the expected RPTs for the next 12 months (if any) by completing a prescribed form as per ***Annexure V: Quarterly Update of Past Related Party Transactions*** and ***Annexure VI: Quarterly Update of Forecast Related Party Transactions***, provided by Corporate Secretarial Department and submitting the same within 15 days from the close of each quarter or any other timeline to be advised by time to time (where necessary); and

b) the duly compiled quarterly update on RPTs of the MCB Group will be tabled and reviewed by the BAC of MCB on quarterly basis for purpose of monitoring the thresholds prescribed under the Listing Requirements.

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9.2 RRPT

i) Processes are the same as RPT reporting procedures under ***Section 9.1 RPT i) to v)*** above:

a) define and identify of RRPT elements;

b) provision of available details of the proposed commercial agreement / contract / transaction and submission of the RPT Form to Legal Department and Corporate Secretarial Department of MCB;

c) obtain verification from Legal Department and Corporate Secretarial Department of MCB;

d) preparation and review of draft agreement/contract by the Legal Department, if required; and

e) if subsidiary does not have legal officer, preparation and review will be carried out by Legal Department of MCB;

ii) For RRPT with percentage ratio **less than 1%**

a) the relevant department/subsidiary is required to record the RRPTs and provide information on RRPTs transacted in the preceding 12 months and the expected RRPTs for the next 12 months (if any) by completing a prescribed form as per ***Annexure VII: Quarterly Update of Past Recurrent Related Party Transactions*** and ***Annexure VIII: Quarterly Update of Forecast Recurrent Related Party Transactions***, provided by Corporate Secretarial Department and submitting the same within 15 days from the close of each quarter or any other timeline to be advised by time to time (where necessary);

b) Corporate Secretarial Department of MCB will consolidate all RRPTs entered by the Group, and if the accumulated and potential RRPTs are likely to breach the relevant percentage ratio of 1%, MCB may consider obtaining a shareholders' mandate in respect of the RRPTs at a general meeting;

c) the duly compiled quarterly update on RRPTs of the MCB Group will be tabled and reviewed by the BAC of MCB on quarterly basis;

d) the update on RRPTs of the MCB Group for the past 12 months will be compiled for GIA's review annually, after fourth quarter of the year, or when required from time to time basis;

e) GIA will report the RRPT updates to the BAC of MCB for review on yearly basis or when required. GIA is to review and report to the BAC on whether the RRPTs entered into by the MCB Group were entered into at arm's length, fair and not detrimental to the minority shareholders of the Company; and

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f) the duly reviewed RRPT report by the BAC will be furnished to Corporate Secretarial Department for updating the RRPT Register.

iii) For RRPT with percentage ratio of **1% or more but less than 5%**
(*announcement to Bursa Securities is required*)

To follow steps stated under ***Section 9.1 RPT*** and the subsequent processes are the same as the RPT reporting procedures under ***step vi) to xiii)*** above:-

a) all RRPTs must be reviewed by GIA;

b) the originator/buyer to furnish Corporate Secretarial Department of MCB draft announcement;

c) seek clearance from the BAC of MCB;

d) seek approval from the BOD of MCB and the subsidiary (if required);

e) completion and signing of agreement/contract by MCB/subsidiary;

f) immediate announcement by Corporate Secretarial Department of MCB to Bursa Securities; and

g) update of RRPT Register by Corporate Secretarial Department and focal persons.

iv) For RRPT with percentage ratio of **5% or more**
(*announcement to Bursa Securities and shareholders' approval are required*)

To follow steps stated under ***Section 9.1 RPT*** above and the subsequent processes are the same as the RPT reporting procedures under ***step vi) to xiii)*** above:

a) all RRPTs must be reviewed by GIA;

b) the originator/buyer to furnish Corporate Secretarial Department of MCB draft announcement and to notify Corporate Secretarial Department for the preparation of draft circular to obtain MCB shareholders' approval;

c) seek clearance from the BAC of MCB;

d) seek approval from the BOD of MCB and the subsidiary (if required);

e) seek the MCB shareholders' approval for transaction with percentage ratios of 5% or more and make immediate announcement to Bursa Securities thereafter;

f) completion and signing of agreement/contract by MCB/subsidiary; and

g) update of RRPT Register by Corporate Secretarial Department and focal persons.

v) The process flow chart for reporting of RRPTs by the Group is attached as per ***Annexure I: RPT Process Flowchart.***

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10.0 Roles and Responsibilities

The roles and responsibilities of the respective departments / subsidiaries in providing the RPT / RRPT information are as follows:

10.1 Corporate Secretarial Department

i) To provide the list of directors, major shareholders and persons connected with such directors or major shareholders to the Head of Departments / subsidiaries on periodic basis;

ii) To update and advise the Head of Departments / subsidiaries of any new items and amendments to the Listing Requirements in relation to RPTs and RRPTs disclosure;

iii) To advise and assist the Head of Departments / subsidiaries on compliance with the disclosure requirement of the Listing Requirements with respect to RPTs and RRPTs; and

iv) To coordinate on the preparation of circular to shareholders and relevant documents for obtaining the shareholders' mandate on the new RRPTs and/or their subsequent renewals.

10.2 Head of Departments / Subsidiaries

i) to identify the nature of each RPT / RRPT and their respective amount based on the non-exhaustive list of related parties provided by Corporate Secretarial Department;

ii) to provide the GIA with information of any RPT / RRPT that requires GIA's review in accordance to ***Section 9.0 Reporting Process***;

iii) to inform the Corporate Secretarial Department of any RPT / RRPT that requires immediate announcement to Bursa Securities;

iv) to prepare the board paper on the RPT / RRPT for presentation to the BAC and/or the BOD, if required; and

v) to provide the RPT / RRPT updates on a quarterly basis for review by BAC of MCB.

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11.0 General obligation of the Transacting Party

i) The general obligation to act in the best interests of the Company means that the transacting department/subsidiary is required to ensure that the proposed transaction is conducted at arm's length and on a commercial basis or better.

ii) In originating a report to the BAC for review, the transacting company/subsidiary should disclose the following:

a) appropriate documentation or records to justify the transaction;

b) the price/value of the transaction;

c) rationale for the RPT; and

d) any other terms and conditions upon which the RRPT was entered into.

iii) The records must be similar to those maintained for transaction with non-related parties. A report by the GIA Department or an independent party on the reasonableness of the terms would be required.

12.0 Limits of Authority

i) The LOA is a key component of internal control system of MCB. RPTs and RRPTs are subject to approval procedures and limits as stipulated under the LOA.

ii) The transacting departments/subsidiaries are required to also adhere to the approval requirements under LOA in addition to the RPT or RRPT reporting and approval under this Policy prior to entering into any RPT/RRPT.

13.0 Additional Compliance

i) In the event the proposed transaction requires an immediate announcement to be made, the procedures set out in ***MCFV1-01 MCB Corporate Disclosure Policy and Guidelines*** is to be adhered to.

ii) In the event the proposed transaction requires additional compliance with the Listing Requirements, such as issuance of circular to shareholder or shareholders' approval, the matter shall be referred to the Corporate Secretarial Department.

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14.0 Compliance Program

It is the responsibility of the organization to set up and maintain an effective compliance program to prevent and detect violations of RPT under the Listing Requirements and applicable laws. The compliance program should be tailored to the special circumstances of the business. The compliance program should have the following elements:

i) Set standards and procedures that are reasonably capable of reducing the prospect of violations of this Policy and applicable laws;

ii) Assign overall responsibility for compliance to specific personnel;

iii) Screen employees and agents, to prevent discretionary authority from being delegated to persons who have demonstrated insensitivity to the requirements of this Policy and the laws it covers;

iv) Facilitate the employees with educational and training programs that will enable employees to understand the basic requirements of this Policy and applicable laws;

v) Implement monitoring and auditing systems to detect violations of this Policy and applicable laws;

vi) Establish and communicate a procedure for promptly reporting possible violations and concerns that protects against fear of retribution;

vii) Implement appropriate disciplinary mechanisms; and

viii) Take remedial action to correct weaknesses and prevent recurrence of failures.

15.0 Maintenance of Records

i) The Corporate Secretarial Department will keep securely the notification and confirmation by the directors (including chief executives) requested annually by the Company from them and notifications provided by the directors as and when there are any changes to the directors' interest and list of persons connected, as well as notifications by the major shareholders as and when there are any changes to their interests.

ii) If there are any RPTs to disclose, the brief details of the transaction and the sums involved need to be disclosed by such director or major shareholder.

iii) Additionally, the transacting department/subsidiary shall ensure proper maintenance and retention of documentation, to allow the RPTs to be scrutinized by regulators or auditors. Such documentation should be readily accessible to regulators and other interested parties.

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16.0 RPT Review

i) All RPTs shall be reviewed by the GIA Department and the Corporate Secretarial Department from time to time to ensure compliance with the Listing Requirements and any applicable laws. The findings shall then be reported to the BAC and where necessary to the BOD of MCB.

ii) The transacting department/subsidiary shall, during the terms of an agreement governing a RPT, ensure that such a transaction meets and continues to meet the following criteria:

- It should be in the best interest of the Company as a whole;
- It should represent fair value and be reasonable;
- It should be properly documented; and
- It should be appropriately disclosed.

17.0 Resources

The Corporate Secretarial Department will provide guidance, education, training and procedures for implementing this Policy, including requirements for reporting, monitoring and review.

18.0 Modifications

MCB reserves the right to modify or amend this Policy at any time as it may deem necessary in order to align the Policy with Main Market Listing Requirements of Bursa Malaysia Securities Berhad, Companies Act 2016, Malaysian Code on Corporate Governance 2017 and any other applicable laws enforced at the time being.

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19.0 Annexure

Annexure No.	Title
I	RPT Process Flowchart
II	RRPT Process Flowchart
III	MCCS4-01-001 RPT Verification Form
IV	MCCS4-01-002 RPT Declaration Form
V	MCCS4-01-003 Quarterly Update of Past Related Party Transactions
VI	MCCS4-01-004 Quarterly Update of Forecast Related Party Transactions
VII	MCCS4-01-005 Quarterly Update of Past Recurrent Related Party Transactions
VIII	MCCS4-01-006 Quarterly Update of Forecast Recurrent Related Party Transactions

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19.1 Annexure I: RPT Process Flowchart

PICs	Procedures		
Originator / Buyer	Proposal to enter into a commercial agreement/contract/transaction		
	⬇		
Originator / Buyer **Vendor/Customers**	Define and identify RPT elements and the contract value and complete RPT Contract Requisite Form for submission to MCB Legal/CoSec for verification; **AND/OR** Complete and sign RPT Declaration form for submission to MCB Procurement for related party identification		
	⬇		
Group Legal / CoSec	Verify proposed RPT submitted by the Originator		
	For RPT contract value ≥ 5% of MCB Group's Net Assets*	**For RPT contract value ≥ 0.25% but < 5% of MCB Group's Net Assets***	**For RPT contract value < 0.25% of MCB Group's Net Assets***
Group Legal	Preparation and review of draft agreement/contract/ transaction		N/A
GIA	Draft agreement/ contract reviewed by GIA		Transaction reviewed by GIA
Originator	Forward draft announcement to CoSec		1) Voluntary announcement (forward draft announcement to CoSec); **OR** 2) No announcement
CoSec / Corporate Finance / Originator	Preparation of draft circular to shareholders	N/A	N/A
BAC	Clearance and recommendation to the MCB BOD		Clearance and recommendation to the BOD of MCB (except for no announcement **OR** contract value less than RM500,000 as per LoA)
MCB BOD / Subsidiaries	Approval		Approval (for voluntary announcement)
CoSec	➢ Circular to shareholders ➢ Obtain shareholders' approval in general meeting ➢ Appoint independent adviser approved by Securities Commission **OR** if % ratio ≥ 25%, to appoint independent adviser and main adviser ➢ Immediate announcement to Bursa	N/A	N/A
Group Legal / Originator	Completion of signing of agreement/ contract/ or entering into transaction by MCB / Subsidiaries		
CoSec	N/A	Immediate announcement to Bursa	Voluntary announcement to Bursa
	⬇		
CoSec	Update of RPT Register		

** Net assets or other percentage ratios as described under Chapter 10 of the Listing Requirements*

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19.2 Annexure II: RRPT Process Flowchart

PICs	Procedures		
Originator / Buyer	Proposal to enter into a commercial agreement/contract/transaction		
	↓		
Originator / Buyer **Vendor / Customers**	Define and identify RPT elements and the contract value and complete RPT Contract Requisite Form for submission to MCB Legal / CoSec for verification; **AND/OR** Complete and sign RPT Declaration form for submission to MCB Procurement for related party identification		
	↓		
Group Legal / CoSec	Verify proposed RRPT submitted by the Originator that would trigger announcement to Bursa Securities/ shareholders' approval		
	RRPT contract value < 1% of MCB Group's Net Assets*	**RRPT contract value ≥ 1% but < 5% of MCB Group's Net Assets***	**RRPT contract value ≥ 5% of MCB Group's Net Assets***
Originator	Entering into transaction	Submit proposal paper and draft announcement to CoSec / Legal	
Group Legal	N/A	Preparation and review of draft agreement/contract/ transaction	
CoSec	N/A	N/A	Preparation of draft circular to shareholders
GIA	N/A	Draft agreement/contract/ transaction reviewed by GIA	
BAC	N/A	Clearance and recommendation to the BOD of MCB	
MCB BOD/Subsidiaries	N/A	Approval	
CoSec / Corporate Finance / Originator	N/A	N/A	➢ Circular to shareholders ➢ Obtain shareholders' approval in general meeting ➢ Appoint independent adviser approved by Securities Commission ➢ Immediate announcement to Bursa
Group Legal / Originator	N/A	Completion of signing of agreement/ contract/ or entering into transaction by MCB/Subsidiaries	
CoSec	N/A	Immediate announcement to Bursa	N/A
	↓		
Originator	Record RRPT		
	↓		
Focal persons	Quarterly update on RRPT register (current accumulated & forecasted) by MCB		
	↓		
CoSec	Update of RRPT Register		
	↓		
GIA	Verify final quarterly report of RRPT on annual basis (end of the year) or any RRPT > 1%		
	↓		
BAC	Quarterly review of RRPT by BAC		
	↓		
Originator	Furnish RRPT quarterly report to CoSec for updating register		

* *Net assets or other percentage ratios as described under Chapter 10 of the Listing Requirements*

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19.3 Annexure III: RPT Verification Form

CONTRACT REQUISITION /AGREEMENT REVIEW FORM
Related Party Transaction verification
(to be prepared by subsidiaries/division/department)

Subject/project title : _____

_____

Contract : _____

_____

Value : _____

_____

Parties involved/ shareholding by related party : _____

_____

_____

Brief Description : _____

_____

_____

_____

_____

(Please use separate sheet if necessary)

Related Party Transaction (confirmed by subsidiary) ☐ **Yes** ☐ **No**

If yes, recurrent related party transaction ? ☐ **Yes** ☐ **No**

Prepared by : **Date:** **(Subsidiary/division/ department)**

Reviewed by : **Date:** **Subsidiary/division/ department)**

: **Date:** **(MCB, if required)**

Verified by company search (Corporate Secretarial, MCB) (if required) : i) ii) iii) **(Subsidiary to advise the companies concerned)**

Company search results (as attached) : i) ii) iii)

(Please use separate sheet if necessary)

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19.4 Annexure IV: RPT Declaration Form

FORM OF DECLARATION BY INDIVIDUAL/COMPANIES ENTERING INTO A TRANSACTION WITH THE MALAKOFF CORPORATION BERHAD ("MCB") GROUP

The definition of Director, Major Shareholder and Persons Connected are set out hereunder.

Directors, major shareholders and persons connected with the directors/major shareholders of **MCB or its subsidiaries/associate companies** are collectively referred to as "**Parties**".

I/We do solemnly and sincerely declare the following:

Declaration		
	Yes	No
1. Are any of the Parties:- (a) a director of your company; (b) a major shareholder of your company; or (c) a family member of your director or major shareholders, namely his/her spouse, parent, child (including adopted child and step-child), brother, sister and the spouse of his child, brother or sister. 2. Is [*name of company*] /Are you [*non-company*]: (a) a family member of any of the Parties, namely his/her spouse, parent, child (including adopted child and step-child), brother, sister and the spouse of his child, brother or sister; (b) a trustee of a trust under which any of the Parties is the sole beneficiary; (c) a trustee of a trust under which a family member of any of the Parties, namely his/her spouse, parent, child (including adopted child and step-child), brother, sister and the spouse of his child, brother or sister, is the sole beneficiary; (d) a partner of any of the Parties; (e) a partner of a person connected with any of the Parties; (f) a person accustomed to or under an obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of any of the Parties; (g) a person in accordance with whose directions, instructions or wishes any of the Parties is accustomed or is under an obligation, whether formal or informal, to act; (h) a body corporate or its directors which/who is/are accustomed or under an obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of any of the Parties;		

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Declaration		
	Yes	No
(i) a body corporate or its directors whose directions, instructions or wishes any of the Parties is accustomed or under an obligation, whether formal or informal, to act; (j) a body corporate in which any of the Parties and/or person connected with any of them, are entitled to exercise, or control the exercise of, not less than 15% of the votes attached to voting shares in the body corporate; (k) a body corporate which is a related corporation, namely (i) a holding company of any MCB major shareholder; (ii) a subsidiary company of any MCB major shareholder; or (iii) a subsidiary of the holding company of MCB major shareholder (i.e. sister company).		
3. How much is the direct and indirect interest of the Parties in [name of individual/companies]?		

I/We make this solemn declaration conscientiously believing the same to be true.

I/We acknowledge and agree that if this declaration is untrue or misleading in any respect the transaction which shall be or has been entered into between us and [*name of Malakoff company entering into transaction*]. This transaction may be terminated at the option of [*name of Malakoff company entering into transaction*]. We also agree to indemnify and keep MCB fully indemnified against all costs, claims, expenses, losses and liabilities of whatsoever nature arising out of this untrue or misleading declaration.

DECLARED AND AFFIRMED BY

……
Name:
Designation:
Date:

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Footnotes:-

- ***Director***

  "Director" shall have the meaning given in ***section 2(1) of the Companies Act 2016*** *and includes any person who is or was* ***within the preceding 6 months of the date on which the terms of the transaction were agreed upon****, a director/chief executive of* ***MCB (or any other company which is its subsidiary or holding company or a subsidiary of its holding company).***

  Section 2(1) of the Companies Act 2016 defines a director to include any person occupying the position of director of a corporation by whatever name called and includes a person in accordance with whose directors or instructions the majority of directors of a corporation are accustomed to act and an alternate or substitute director.

- ***Major Shareholder***

  Major Shareholder includes a person who has ***an interest or interests in one or more voting shares in a company and the number, or the aggregate number of those shares****, is:*

  (a) ***10% or more*** *of the total number of voting shares in the corporation; or*

  (b) ***5% or more*** *of the total number of voting shares in the corporation where* ***such person is the largest shareholder of the corporation****.*

  For the purpose of this definition, "interest in shares" shall have the meaning given in ***section 8 of the Companies Act 2016****.*

  A major shareholder includes any person who is or was ***within the preceding 6 months of the date on which the terms of the transaction were agreed upon****, a major shareholder of MCB or any other company which is its subsidiary or holding company (****Chapter 10.02(f) of LR****).*

- ***Person Connected***

  Person connected to a director or major shareholder of the MCB Group *means such person who falls under any one of the following categories:-*

  (a) ***a family member*** *of a director or a major shareholder of the MCB Group, namely his or her spouse, parent, child (including adopted child and step-child), brother, sister and the spouse of his or her child, brother or sister;*

  (b) ***a trustee*** *of a trust (other than a trustee for a share scheme for employees or pension scheme) under which a director or a major shareholder of the MCB Group, or a family member of that director or major shareholder is the sole beneficiary;*

  (c) ***a partner*** *of a director or a major shareholder of the MCB Group, or a partner of a person connected with that director or major shareholder;*

  (d) ***a person who is accustomed or under an obligation****, whether formal or informal,* ***to act in accordance with the directions, instructions or wishes*** *of a director or a major shareholder of the MCB Group;*

  (e) ***a person in accordance with whose directions, instructions or wishes*** *a director or a major shareholder of the MCB Group* ***is accustomed or is under an obligation****, whether formal or informal,* ***to act****;*

  (f) ***a body corporate or its directors*** *which/who is/are* ***accustomed or under an obligation****, whether formal or informal,* ***to act in accordance with the directions, instructions or wishes*** *of a director or a major shareholder of the MCB Group;*

  (g) ***a body corporate or its directors whose directions, instructions or wishes*** *a director or a major shareholder of the MCB Group* ***is accustomed or under an obligation****, whether formal or informal,* ***to act****;*

  (h) ***a body corporate*** *in which a director or a major shareholder of the MCB Group, or persons connected with such director or major shareholder,* ***are entitled to exercise, or control the exercise of, not less than 20% of the votes attached to voting shares in the body corporate****; or*

  (i) a body corporate which is a ***related corporate****, namely*

  (i) a ***holding company*** *of a major shareholder;*

  (ii) a ***subsidiary company*** *of a major shareholder; or*

  (iii) a subsidiary of the holding company of a major shareholder (i.e. ***sister company****).*

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19.5 Annexure V: Quarterly Update of Past Related Party Transactions

Quarterly Update of Past Related Party Transactions

Related Party Transaction (RPT) from ..... to .....

Name of Company/Division/Department :

No.	Parties Transacted	Relationship	Transaction (RPT)	From	To	Value in RM	%	Aggregation	Announcement to BMSB

We hereby confirmed that the purchases were carried out in accordance to the Malakoff Group's Related Party Transactions Policy and Procedures

Confirmed by,

Head of Company/Division/Cost Centre Owner
Date:

MCCS4-01-003 rev 00

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19.6 Annexure VI: Quarterly Update of Forecast Related Party Transactions

Quarterly Update of Forecast Related Party Transactions

Related Party Transaction (RPT) from ..... to .....

Name of Company/Division/Department :

No.	Parties Transacted	Relationship	Transaction (RPT)	From	To	Estimated value in RM	%	Aggregation	Announcement to BMSB

Confirmed by,

Head of Company/Division/Cost Centre Owner
Date:

MCCS4-01-004 rev 00

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19.7 Annexure VII: Quarterly Update of Past Recurrent Related Party Transactions

Quarterly Update of Past Recurrent Related Party Transactions

Related Recurrent Party Transaction (RRPT) from ..... to .....

Name of Company/Division/Department :

No.	Parties Transacted	Relationship	Transaction (RRPT)	From	To	Value in RM	%	Aggregation	Announcement to BMSB

We hereby confirmed that the purchases were carried out in accordance to the Malakoff Group's Related Party Transactions Policy and Procedures

Confirmed by,

Head of Company/Division/Cost Centre Owner
Date:

MCCS4-01-005 rev 00

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19.8 Annexure VIII: Quarterly Update of Forecast Recurrent Related Party Transactions

Quarterly Update of Forecast Recurrent Related Party Transactions

Related Recurrent Party Transaction (RRPT) from ……. to …….

Name of Company/Division/Department :

No.	Parties Transacted	Relationship	Transaction (RRPT)	From	To	Estimated value in RM	%	Aggregation	Announcement to BMSB

Confirmed by,

Head of Company/Division/Cost Centre Owner
Date:

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