



## **BUSINESS ASSOCIATE CODE OF CONDUCT**

### **1. Purpose and Scope**

- 1.1. The Business Associate Code of Conduct ("BACOC") provides guidance on the standards of behavior required from all Business Associates and Vendors of Suntrack Development Sdn Bhd ("Suntrack").
- 1.2. This BACOC applies to:
  - 1.2.1. **Business Associates** of Suntrack - referring to an external party with whom the organization has, or plans to establish, some form of business relationship. This primarily includes clients, customers, joint-venture partners, outsourcing providers, contractors, consultants, sub-contractors, suppliers, vendors, advisers, agents, distributors, representatives, intermediaries and investors.
  - 1.2.2. All Business Associates' subsidiaries, affiliates and other parties appointed to conduct work for Suntrack.

### **2. General conditions of the BACOC**

- 2.1. The BACOC outlines the standards of behavior required from Business Associates in relation to labor and human rights, environment, safety and health, and ethics and management practices. This document is not an exhaustive document and does not address every possible situation.
- 2.2. When there is a conflict between the provisions of this document and any other regulatory and legislative provisions, the stricter provisions shall apply. If there is any ambiguity or doubts with regards to the above, Business Associates shall consult the party in Suntrack whom they are contracting with for clarification and guidance.

### **3. Responsibility and compliance with the BACOC**

- 3.1. Business Associates are required to:
  - 3.1.1. Understand and comply with the BACOC
  - 3.1.2. Disseminate, educate and verify compliance of their employees, subsidiaries, affiliates and all other parties that they have appointed to conduct work with Suntrack, to the BACOC.
  - 3.1.3. Business Associates shall read and declare compliance to the BACOC through the BA Letter of Declaration ("BALOD"). Through this declaration, the Business Associate commits that all of its operations are subject to the provisions contained in this BACOC. Violations of the BACOC may jeopardise the Business Associate's business relationship with Suntrack.

## 4. Labour & Human Rights

4.1. Suntrack is committed to ensuring an ethical business conduct that protects the rights of employees and workers. When conducting work for Suntrack, Business Associates, their subsidiaries, affiliates and all other parties that have been appointed to work for Suntrack are required to uphold respect for basic human rights, including labour rights, by treating our employees and workers with respect, trust, honesty and dignity. Business Associates are also expected to encourage similar commitments within their own business operations.

4.2. In the conduct of business with Suntrack, Business Associates are required to demonstrate the following standards of behaviours, where applicable:

### 4.2.1. **Equal opportunity and non-discrimination**

4.2.1.1. We promote diversity and inclusion and will not tolerate any form of discrimination. Business Associates shall not discriminate against any employee (of Suntrack or their own) based on personal characteristics, such as gender, race, color, disability, nationality and/or citizenship, religious beliefs, ethical belief, marital status, age, political opinion, of family status.

### 4.2.2. **Elimination of harassment & violence**

4.2.2.1. Business Associates are required to promote an environment where all forms of harassment and abuse are eliminated. The actions and behaviors of harassment and violence include, but is not limited to:

- a) derogatory comments based on gender, racial or ethnic characteristics, and sexual advances.
- b) Spreading of malicious rumours
- c) Use of any forms of communication channels such as emails, voicemails or social media to transmit derogatory or discriminating material.

### 4.2.3. **Illegal substances**

4.2.3.1. Suntrack strictly prohibits the use or transfer of illegal drugs or other illegal substances in its workplace. Business Associate shall ensure that such acts are not conducted by its employees, while performing work for Suntrack.

### 4.2.4. **Criminal activities**

4.2.4.1. Business Associates shall ensure that none of its employees assigned to conduct work for Suntrack are engaged or involved in any wrongdoing, criminal or otherwise that is punishable under the law. This may include, but is not limited to, the use of business dealings/transaction with Suntrack as a cover up for their criminal, subversive and acts of wrongdoing.

#### 4.2.5. **Reasonable wages, benefits & working hours**

4.2.5.1. Business Associates shall provide fair and reasonable employment conditions for its employees, in particular those assigned to work for Suntrack. Such employment conditions include, but are not limited to:

- a) providing wages and/or salary to its employees based on legally determined wage, and ensuring overtime work is compensated statutorily;
- b) complying with legal requirements on reasonable working hours, including on holiday and leave entitlements.

#### 4.2.6. **Eradication of exploitation**

4.2.6.1. We endeavor to eradicate all forms of bonded and forced labour, slavery, human trafficking and sexual exploitation by implementing International Labour Organisation (ILO) core standards and conventions.

4.2.6.2. When supplying labour to perform work for Suntrack, business associates shall refrain from using or facilitating any of the following activities:

- a) Employees' original identification documents, passports or work permits are not retained involuntarily by Business Associates;
- b) Payment of employee salaries are not withheld or delayed beyond the extent permitted by applicable laws and regulations. In addition, Business Associates shall ensure that recruitment of employees is done via legitimate recruitment agencies, which are properly licensed to operate under applicable laws.

#### 4.2.7. **Abolishment of child labour & protecting the rights of children**

4.2.7.1. We seek to promote the well-being of children and safeguard from any form of maltreatment or exploitation, including but not limited to child sex tourism, child trafficking and child pornography.

4.2.7.2. Business Associates shall not employ anyone under the age of 18, unless in vocational and/or formal and structured apprenticeship, educational and training programmes.

### 5. **Environment, Safety & Health**

5.1. Suntrack strives to provide a safe, secure and healthy working environment to our employees and workers.

5.2. Business Associates are required to create and maintain a safe working environment and to comply with the Environmental and Workplace Health and Safety laws and regulations. In the course of conducting work for Suntrack, Business Associates are required to demonstrate the following standards of behaviours where applicable:

**5.2.1. Workplace**

- 5.2.1.1. Business Associates shall provide a safe and healthy working environment for its employees in order to eliminate or minimize risks as far as is reasonably practicable. As such, their employees shall be provided with adequate protective equipment and tools to undertake their tasks safely.
- 5.2.1.2. Any reports on unsafe equipment and tools, hazardous conditions and accidents must be acted upon immediately and proper Standard Operating Procedures to address such situations.
- 5.2.1.3. Business Associates shall also ensure that their employees use the protective equipment and tools that are provided to them, including those provided by Suntrack, if any.

**5.2.2. Reasonable accommodation**

- 5.2.2.1. Business Associates shall ensure work services and facilities for its employees are reasonable, clean with access to bathroom and toilet facilities, potable water, adequate lighting and ventilation.

**5.3. Emergency preparedness**

- 5.3.1. Business Associates shall be prepared in handling emergency situations and adequately provide its employees with all the necessary health and safety information, equipment and facilities.
- 5.3.2. Business Associates shall ensure that:
  - 5.3.2.1. Written health and safety information, hazardous materials safety data sheets and warning signage are available, displayed and communicated in appropriate languages and forms that are understood by its employees.
  - 5.3.2.2. Employees are adequately trained on safe working practices, accident procedures and emergency evacuation procedures.
  - 5.3.2.3. Employees are granted access to first aid equipment, medical facilities, fire exits as well as fire-fighting and safety equipment.

#### **5.4. Environmental protection**

- 5.4.1. Business Associates are required to minimize health and environmental risks by utilizing natural resources responsibly and reducing wastes and emissions, where practicable.
- 5.4.2. Business Associates shall implement measures to prevent pollution and ensure that hazardous materials do not come into our contact with the environment or are incorrectly handled or disposed.
- 5.4.3. Business Associates shall also ensure that Suntrack's procedures regarding environmental protection are followed and in the absence of such procedures, they shall comply with the applicable laws and regulations pertaining to the environment and sustainability.

### **6. Ethics and Management Practices**

Business Associates are required to conduct their business in accordance with the standards of ethical behavior prescribed in this BACOC and in accordance with all applicable laws and regulations. In the course of conducting work for Suntrack, Business Associates are required to demonstrate the following standards of behaviours, where applicable:

#### **6.1. Avoiding conflict of interests**

A conflict of interest arises when there is a personal interest that could be seen to have the potential to interfere with the objectivity in performing duties or exercising judgement. Business Associates shall not use their positions, official working hours, Suntrack's resources and assets for their personal gain or for the advantage of those they are associated with.

Business Associates shall avoid conflict of interests when dealing with Suntrack. Business Associates who find themselves in a situation of conflict whether actual or potential are required to disclose it to Suntrack via the QMS-HR-F20 Declaration of Interests Form.

##### **6.1.1. Dealings with Suntrack**

In the event that the Business Associate is related to any of Suntrack's Directors or Employees or their Family Members who have substantial interest in a Business Associates' business, the Business Associate shall disclose such information to the party in Suntrack whom the Business Associate is contracting with, except in the case where the Business Associate is a public listed company and such financial interest is less than 5% in equity.

#### 6.1.2. **Dealings with a Director or Employee of Suntrack**

Business Associates may have personal dealings with any of Suntrack's Directors or Employees or their Family Members. However, in such cases, Business Associates shall ensure that these dealings are on an arms-length basis, e.g. sales/purchases with terms which are not more favourable than those offered to the public.

#### 6.1.3. **Family Members and Close Personal Relationships**

Any Business Associates' Director or Employee who has a family relation or close personal relationship to a Director or employee of Suntrack must disclose such relationship to the party in Suntrack whom the Business Associate is contracting with in order to ensure that their appointment as Business Associate will not be partly or fully determined, influenced or supervised by the said Director or Employee of Suntrack. The Business Associate shall fairly compete for any job awards based on qualification, performance, skills, experience, pricing and other commercial offerings.

### 6.2. **Guarding against Bribery and Corruption**

Suntrack takes a zero-tolerance approach towards bribery and corruption. Business Associates shall comply with all prevalent anti-corruption laws.

Business Associates shall not attempt to influence others or be influenced, either directly or indirectly, by offering, giving or accepting Bribes or acting in any way that is or may be considered to be corrupt or unethical or that might bring Suntrack's reputation into disrepute.

Specifically, the Business Associate shall not, either directly or indirectly, offer or give any Bribe to any employee, officer or agent of Suntrack or any other individual representing Suntrack, as an inducement, incentive, reward, gift, or bonus to be selected and/or for any other purpose connected to Suntrack's dealings.

The Business Associate shall not directly or indirectly promise, offer, grant or authorize the giving of any Bribe to Government Officials, officers of private enterprises and their Connected Persons to obtain or retain a business or an advantage in the conduct of business related to Suntrack.

For avoidance of doubt, these include:

- **Commissions** that Business Associates have reason to suspect will be perceived as bribes or have reason to suspect will be used by the recipient to pay bribes or for other corrupt purposes; and

- **Facilitation payments ('grease payments')** which are regarded as payment to Government officials to gain access, secure or expedite the performance of a routine function they are in any event obligated to perform. Suntrack does not allow facilitation payments to be made. Business Associates must inform the party in Suntrack whom they are contracting with when faced with any request for a facilitation payment. If Business Associates have made any payment which could possibly be misconstrued as a facilitation payment, the party in Suntrack whom they are contracting with must immediately be notified and payment recorded accordingly.

Business Associates must also refrain from any activity that could give rise to the perception or suspicion of any corrupt conduct or the attempt thereof. Promising, offering, or giving or accepting any Bribe in order to influence the decision of the recipient or to be so influenced may not only result in contractual breach but also criminal

### 6.3. **Gifts, Entertainment and Travel**

Suntrack prohibits the use of improper gifts, entertainment and travel to influence business decisions.

When acting on behalf of Suntrack, Business Associates should not offer, give or agree to give expensive gifts, gifts in the form of cash or cash equivalents, personal services, frequent lavish meals, improper entertainment that is indecent or sexually oriented, travel which is not for a legitimate business purpose, or any other gifts or hospitality that may put Suntrack in a position of conflict to any person with the intention to influence that person with respect to a decision, act or omission, in their official or professional capacity, or with the intention to obtain improper advantage. When there is a need to offer gifts on behalf of Suntrack, Business Associates must be sensitive to the recipient organisation's gift, entertainment and travel receiving policy, and prior approval from the party in Suntrack with whom they are contracting must be obtained.

### 6.4. **Donations and Sponsorships**

Company donations and sponsorships are a part of a commitment to society, and a way of contributing to worthy causes. Unfortunately, even legitimate donations and sponsorships sometimes have the risk of creating the appearance of bribery and corruption.

When acting on behalf or when performing work for Suntrack, Business Associates shall not offer any donations or sponsorships to any third parties.

### 6.5. **Protecting Suntrack's Assets**

Business Associates may have access to Suntrack's assets in the performance of their services. Business Associates are required to protect these assets against waste, damage, loss, abuse, misuse, theft, misappropriation or infringement of Intellectual Property rights, and ensure these assets are used properly.



**6.6. Accuracy of Records of Business Transactions and Financial Information**

Suntrack is committed to ensuring the integrity of financial information for the benefit of stakeholders, including but not limited to the Board of Directors, management, shareholders, creditors and Government agencies. Business Associates must ensure that all business records and documents for all transactions conducted with Suntrack are accurate, up-to-date, legible, readily identifiable and retrievable. All records shall be handled according to the appropriate level of confidentiality and conform to generally accepted accounting principles as well as to all applicable laws and regulations. Such records shall be furnished or made available to Suntrack, as and when required, to facilitate verification or audit purposes. Falsification or financial or any other records or misrepresentation of information may constitute Fraud and can result in civil or criminal liabilities for Business Associates.

**6.7. Proprietary and Confidential Information**

Business Associates are required to protect Suntrack's Proprietary Information and Confidential Information. Such information shall only be used by Business Associates for the purposes authorized for use by Suntrack. Business Associates shall not communicate or disclose such information in any manner to third parties unless such information has become publicly available.

Business Associates have an obligation to continue to preserve the Proprietary Information and Confidential Information even after their contractual obligations with Suntrack have been completed or have ceased to take effect, unless such disclosures is required by order of any court of competent jurisdiction or any competent judicial, governmental or regulatory authority.

**6.8. Personal Data Protection**

Suntrack respects the privacy and confidentiality of its Employees, Directors, Counterparties, Business Associates and customers' personal data. Business Associates are required to do the same by keeping personal data private and protected, unless access is granted for legitimate business purposes.

Business Associates are required to comply with applicable laws such as the Personal Data Protection Act 2010. Appropriate measures must be taken when dealing with personal data in terms of collection, processing, disclosure, security, storage and retention.

**6.9. Anti-Money Laundering and Anti-Terrorism Financing**

Business Associates should be alert to activities that may suggest Money laundering in the conduct of business connected to Suntrack. Business Associates should report such activity to Suntrack as soon as reasonably practicable. Such activities may include, but is not limited to, the following:





- 6.8.1. Payments made in currencies that differ from invoices;
- 6.8.2. Attempts to make payments in cash or cash equivalents (outside normal business practices)
- 6.8.3. Payments made by third parties that are not parties to the contract
- 6.8.4. Payment to or accounts of third parties that are not not parties to the contract

7.0. **Contact Us**

Business Associates who may have concerns about any actual or potential violations of the applicable laws and regulations including any provisions of this Business Associate COC, by any Director or employee of Suntrack, anyone conducting work for Suntrack, or acting on behalf of Suntrack, shall report the matter to Suntrack using the following reporting channels:

- 7.1. Filling up our Whistleblowing Form
- 7.2. Emailing the Chairman of the Sustainable Compliance and Integrity Committee
- 7.3. Letter to the CEO at the corporate address:

**Suntrack Development Sdn Bhd**

1-1, Kanvas  
Jalan Teknokrat 6  
63000 Cyberjaya  
Selangor