



TH PLANTATIONS BERHAD
Registration No. 197201001069 (12696-M)

INTEGRITY PACT

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by
Integrity & Governance Unit

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1.0 DEFINITION

Term	Meaning
Procurement Committee(s)	Including but not limited to the Chairman and Members/Alternate Members of the Board Tender Committee (BTC), Tender Evaluation Committees which include Technical and Commercial Committee.
THP	TH Plantations Berhad and its subsidiary companies in Malaysia and Indonesia.
THP Supplier(s) shall refer to	<ul style="list-style-type: none"> (i) All suppliers registered under Procurement Department as THP authorized supplier list. (ii) THP potential suppliers that participates in the bid, consultants and any third parties acting for and on behalf of the THP supplier and potential suppliers. (iii) A person or entity, where THP will potentially engage or has engaged with or entered into a commercial arrangement vide business dealings to collaborate with such person or to form an alliance through a letter, contract/agreement or memorandum of understanding. (iv) Bidders, contractors, consultants, or service providers.
THP Code of Ethics and Conduct	The code specifying the policies, which governs the business conduct in relation to THP employees and THP suppliers.
THP Employee(s)	Shall mean those designated as permanent, probationary, temporary, intern, fixed term contract (FTC) and contract for services (CFS).
THP Board of Director(s)	Includes any person occupying the position of THP's Board of Directors and an alternate or substitute director.

2.0 OBJECTIVE/ PURPOSE

- 2.1** This document provides guidelines on the implementation of Integrity Pact in THP. It explains the various stages within the end-to-end THP procurement approach where each and every THP Employee involved from all departments and units including THP Board of Directors is responsible to execute. THP suppliers, potential suppliers and awarded suppliers are also required to execute the Integrity Pact within the stages specified.
- 2.2** The main objective of the Integrity Pact implementation is to enhance transparency which shall indirectly reduce and eradicate corrupt practices within the organization. It is also hoped that with this initiative, all the departments and units in THP will be able to carry out the procurement activities more effectively and efficiently. The formulation of this Integrity Pact takes into consideration the current guidelines and measures pertaining to THP procurement approach.

3.0 BACKGROUND OF THE INTEGRITY PACT IMPLEMENTATION IN THP

- 3.1** The implementation of the Integrity Pact in THP's procurement is one of the initiatives to create and maintain high standards in THP's corporate governance in increasing accountability, fairness, integrity and sustainability to protect and maximize the interests of the parties.
- 3.2** The Integrity Pact comprises of a set of declaration process by THP suppliers not to offer any forms of bribes as means to obtain a contract or to facilitate certain processes in THP. Whereas, THP employees and BODs in particularly those involved in procurement activities, THP Procurement Committees, including but not limited to Board Tender Committee (BTC), Tender Evaluation Committee which includes Technical Evaluation Committee and Commercial Committee are strictly prohibited from accepting any bribes from THP suppliers.
- 3.3** THP employees, BODs, THP suppliers are required to sign the Integrity Pact as an undertaking that they will refrain themselves from getting involved in corrupt practices throughout the procurement processes. The Integrity Pact also underlines the measures and consequences that should be taken in the event that the Integrity Pact is breached.
- 3.4** The main objectives for the implementation of the Integrity Pact in THP are as follows:
- i. To prevent THP employees, BODs, THP suppliers, THP Procurement Committees and/or any other parties involved in the procurement process from accepting and/or offering bribe;
 - ii. To require THP employees, BODs, THP suppliers, THP Procurement related Committees and/or any other parties involved in the procurement to report any bribery and/or act of corruption to the relevant authorities;

- iii. To avoid any occurrence of conflict of interest;
- iv. To ensure THP does not incur "unnecessary costs" in carrying out THP procurement activities; and
- v. To prohibit unauthorized any use of THP's proprietary information.

3.5 The Integrity Pact implementation in THP is also intended to increase awareness among THP employees, BODs, THP suppliers on corruption offences and subsequently eradicate corrupt practices in THP such as:

- i. Offering, seeking and accepting bribes to or from companies, firms, individuals and THP employees. Bribes can be in the form of money, gifts, donations, discounts, bonuses, jobs, service and/or favor as defined under "Section 3 of the Malaysian Anti-Corruption Commission Act 2009 [Act 694]";
- ii. Abuse of power by THP employees in the selection process of companies, firms in which such THP employees have vested interest;
- iii. False claims/ declarations by the representative(s) of the companies, firms and/ or THP employees;
- iv. Forgeries of information, documents and records to influence evaluation process and procurement decisions; and
- v. Conspiracy among companies, firms, individuals and THP employees to obtain THP procurement contracts.

3.6 All THP suppliers, BODs and THP employees are responsible to lodge a report on any corrupt practices.

4.0 STAGES OF INTEGRITY PACT IMPLEMENTATION FOR BOARD MEMBERS AND EMPLOYEES INVOLVE IN THP PROCUREMENT

Stage	Description
<p>Stage 1 <i>Upon Appointment/Reporting for Duty</i></p>	<p>Every Board Member or employee who is directly or indirectly involved in any procurement activities will be required to sign a Declaration by Board Members and Employees Involved in Procurement Activities - as outlined in APPENDIX A and B, respectively.</p> <p>This must be done when the officer reports for duty or assumes their responsibilities, whichever is earlier.</p> <ul style="list-style-type: none"> a. For a Board Member, the form shall be kept by the Company Secretary. b. For employees, it will be included in their personnel file and kept by the Human Capital Department. <p>The Company Secretary must ensure that all Board Members execute the Declaration of "Integrity Declaration by Members of The Board of Directors of THP" before assuming duties or engaging in procurement or selection activities, or any related matters.</p> <p>Every Head of Department shall ensure that all employees under his/her supervision execute the Declaration of "Integrity Declaration by Employees of THP" before assuming duties or engaging in procurement activities.</p>
<p>Stage 2 <i>Annual Declaration</i></p>	<p>The Company Secretary must ensure that all Board Members who are involved in procurement or selection activities, or any related matters, renew their Declaration as outlined in APPENDIX A, on an annual basis. This must be done before the 31st of December of each year. The Declaration shall be kept and filed accordingly.</p> <p>Every Head of Department shall ensure that all employees that are involved in procurement activities shall renew the Declaration as per APPENDIX B on annual basis i.e. 31st December of each year. The said Declaration should be duly kept and filed in THP Procurement Department.</p>

5.0 STAGES OF INTEGRITY PACT IMPLEMENTATION FOR MEMBERS OF PROCUREMENT COMMITTEES

Stage	Description
<p>Stage 1 <i>Upon Appointment as Procurement Committees</i></p>	<p>Every individual appointed as a member of a Procurement Committee must execute an "Integrity Declaration by Procurement Committees (Stage 1)" as outlined in APPENDIX C.</p> <p>A copy of The Declaration must be kept by the Secretariat of the relevant Procurement Committee.</p>
<p>Stage 2 <i>After Every Sessions or Meetings or Upon Completion of Duties</i></p>	<p>Every appointed Member of the Committee must execute an "Integrity Declaration by Procurement Committees (Stage 2)" as outlined in APPENDIX D after every session or meeting that they attend that relates to procurement activities.</p> <p>A copy of The Declaration must be kept by the Procurement Department.</p>

6.0 STAGES OF INTEGRITY PACT IMPLEMENTATION FOR THP SUPPLIERS

Stage	Description
<p>Stage 1 <i>Upon appointment as THP Supplier</i></p>	<p>Companies applying or appointed as THP Supplier are required to execute the Declaration of "Integrity Declaration by THP Suppliers" as per APPENDIX E.</p> <p>The said Declaration shall be kept and filed by Procurement Department.</p>
<p>Stage 2 <i>Annual Declaration</i></p>	<p>The Procurement Department shall ensure that all THP suppliers shall renew the Declaration as per APPENDIX E on annual basis i.e. 31st December of each year.</p> <p>The said Declaration shall be kept and filed by Procurement Department.</p>
<p>Stage 3 <i>Upon Purchase of Tender or Submission of Quotation and/or Proposal Document</i></p>	<p>THP Suppliers participating in tender and/or request for quotation are required to execute the Declaration of "Integrity Declaration by THP Suppliers" as per APPENDIX F.</p> <p>It is a mandatory requirement for the Declaration is duly completed and signed and is attached with the tender / quotation submitted. The said Declaration shall be kept and filed by Procurement Department.</p>
<p>Stage 4 1. <i>Upon issuance of Purchase Order (PO)</i> 2. <i>Upon issuance of Letter of Award (LOA)</i></p>	<p>The awarded supplier is to ensure to complete the Declaration "Integrity Declaration by THP Awarded Suppliers" as per APPENDIX G and to be returned to THP upon acknowledgement of receiving Purchase Order from THP. The said Declaration shall be kept and filed by Procurement Department.</p> <p>The awarded supplier is to ensure that the Declaration of "Integrity Declaration by THP Awarded Suppliers" as per APPENDIX G is duly completed, signed and attached with the stamped Letter of Award (LOA) and returned to THP. The said Declaration shall be kept and filed by Procurement Department.</p>
<p>Stage 5 <i>Upon execution of the Legal Agreement / Document to be included in all Procurement Contracts</i></p>	<p>THP Legal Department is required to ensure that the provision as attached in APPENDIX H is included in all procurement contract documentations.</p>

7.0 REFERENCE

- 7.1** THP Code of Ethics and Conduct.
- 7.2** Garis Panduan Pelaksanaan Integrity Pact Dalam Perolehan Tabung Haji.
- 7.3** Guidelines on Adequate Procedures.
- 7.4** Peraturan Pembelian, Tender dan Kontrak 2019.
- 7.5** THP Whistleblowing Policy.
- 7.6** The Malaysian Anti-Corruption Commission Act 2009 (MACCA) [Act 694].
- 7.7** Malaysian Standard (MS ISO 37001:2016) – Anti-Bribery Management Systems.

8.0 OWNERSHIP

- 8.1** Head of Integrity and Governance

9.0 VALIDITY

- 9.1** This Policy will be updated, amended or revised from time to time to ensure its adequacy in implementation and enforcements.
- 9.2** In the event of any inconsistency or conflict between the English and Malay versions of this Policy, the English version shall prevail.

10.0 SIGN-OFF

Prepared by :



AHMAD FAZZAR MUHAMMAD
HEAD, INTEGRITY & GOVERNANCE
DATE : 13 JANUARY 2025

Prepared by :



MOHD FIRDAUS ZULKIFLEE AMIN
EXECUTIVE, INTEGRITY & GOVERNANCE
DATE : 13 JANUARY 2025

Reviewed by :



MEGAT RIZAL EZZUDIN ABD MAULUD
HEAD, RISK & COMPLIANCE
REVIEW PANEL OF SOP COMMITTEE
DATE :

Sponsored by :



MOHAMED ZAINURIN MOHAMED ZAIN
CHIEF EXECUTIVE OFFICER
TH PLANTATIONS BERHAD
DATE : 13 JANUARY 2025



TH PLANTATIONS BERHAD

INTEGRITY DECLARATION BY MEMBERS OF THE BOARD OF DIRECTORS OF THP

(Upon Appointment and Annual Declaration)

INTEGRITY DECLARATION

1. I, _____ NRIC: _____
- a Member of The Board of Director of **TH PLANTATIONS BERHAD (THP)**, a company incorporated under the Companies Act 1965 (197201001069), hereby declare, and undertake as follows:
- a) Shall not directly or indirectly solicit, receive or obtain or agree to receive or obtain for myself or for any other person any money, goods or service(s) or any gratification as defined under the Malaysian Anti-Corruption Commission Act 2009 [Act 694] as a consideration or reward for the decision, opinion, recommendation, vote or other favors to be selected in the aforementioned tender/quotation.
 - b) Shall not collude with any bidder(s), suppliers or any other individual(s), in any type of practices including but not limited to "bid rigging" and corruptly procuring withdrawal of tender that may affect the transparency and fairness during any procurement process or activities and during the contract implementation period.
 - c) Agree to keep confidential all proprietary information and documentations relating to the tender and/or contract in strictest confidence and hereby covenant to take all reasonable measures to protect the secrecy of and avoid disclosure or use of such proprietary information and/or documents to any unauthorized party.
 - d) I hereby declare that none of my family member(s) or relative(s) as defined under the Malaysian Anti-Corruption Commission Act 2009 [Act 694] has any interest in any bidder(s) and/or suppliers in the foreseeable tender/quotation under my supervision and/or knowledge and if there is any in the future, I shall immediately declare it with details to the Head, Procurement Department and abstain myself from participating in the aforementioned tender/quotation exercise and/or any task related thereto.
 - e) In the event whether directly or indirectly where there is any individual(s) of the bidder(s) or representing the bidder(s) or any other individual(s) who offer, give, or agree or promise to give any money, goods or service(s) or any form of gratification as defined under the Malaysian Anti-Corruption Commission Act 2009 [Act 694] for being selected for the aforementioned tender/quotation, I shall immediately report such matters to Head, Integrity and Governance Unit or relevant authority(s).



TH PLANTATIONS BERHAD

- f) Shall at all material time abide by THP’s Code of Ethics and Conduct and any other THP’s policies applicable during the tender/quotation process and the execution of a formal agreement and its implementation thereof; and
- 2. I agree that this declaration obligation shall remain in full force and effect during my appointment with THP.
- 3. I duly understand that the failure to comply or breach of any terms of the declaration stated above may result in criminal and/or civil proceedings and/or disciplinary action taken against me up to and including termination or dismissal.

-----		-----	
Name	:	Name of witness	:
IC No	:	IC No	:
Designation	:	Designation	:
Date	:	Date	:



TH PLANTATIONS BERHAD

INTEGRITY DECLARATION BY EMPLOYEES OF THP(Upon Reporting for Duty and Annual Declaration)**INTEGRITY DECLARATION**

1. I, _____ Employee No: _____
 NRIC: _____ an employee of Department _____
TH PLANTATIONS BERHAD (THP), a company incorporated under the Companies Act 1965 (197201001069), hereby declare, and undertake as follows:
- a) Shall not directly or indirectly solicit, receive or obtain or agree to receive or obtain for myself or for any other person any money, goods or service(s) or any gratification as defined under the Malaysian Anti-Corruption Commission Act 2009 [Act 694] as a consideration or reward for the decision, opinion, recommendation, vote or other favors to be selected in the aforementioned tender/quotation.
 - b) Shall not collude with any bidder(s), suppliers or any other individual(s), in any type of practices including but not limited to "bid rigging" and corruptly procuring withdrawal of tender that may affect the transparency and fairness during any procurement process or activities and during the contract implementation period.
 - c) Agree to keep confidential all proprietary information and documentations relating to the tender and/or contract in strictest confidence and hereby covenant to take all reasonable measures to protect the secrecy of and avoid disclosure or use of such proprietary information and/or documents to any unauthorized party.
 - d) I hereby declare that none of my family member(s) or relative(s) as defined under the Malaysian Anti-Corruption Commission Act 2009 [Act 694] has any interest in any bidder(s) and/or suppliers in the foreseeable tender/quotation under my supervision and/or knowledge and if there is any in the future, I shall immediately declare it with details to the Head, Procurement Department and abstain myself from participating in the aforementioned tender/quotation exercise and/or any task related thereto.
 - e) In the event whether directly or indirectly where there is any individual(s) of the bidder(s) or representing the bidder(s) or any other individual(s) who offer, give, or agree or promise to give any money, goods or service(s) or any form of gratification as defined under the Malaysian Anti-Corruption Commission Act 2009 [Act 694] for being selected for the aforementioned tender/quotation, I shall immediately report such matters to Head, Integrity and Governance Department or relevant authority(s).



- f) Shall at all material time abide by THP's Code of Ethics and Conduct and any other THP's policies applicable during the tender/quotation process and the execution of a formal agreement and its implementation thereof; and
- 2. I agree that this declaration obligation shall remain in full force and effect during my employment with THP.
- 3. I duly understand that the failure to comply or breach of any terms of the declaration stated above may result in criminal and/or civil proceedings and/or disciplinary action taken against me up to and including termination or dismissal.

-----		-----	
Name	:	Name of witness	:
IC No	:	IC No	:
Designation	:	Designation	:
Date	:	Date	:



INTEGRITY DECLARATION BY PROCUREMENT COMMITTEES (STAGE 1)

(Upon Appointment as Procurement Committee)

INTEGRITY DECLARATION

1. I, _____ Employee No: _____
 NRIC: _____ an employee of Department _____
TH PLANTATIONS BERHAD (THP), a company incorporated under the Companies Act 1965 (197201001069), has been appointed as Chairman/Member of _____ effective on _____ and hereby declare and undertake as follows:

- a) Shall not directly or indirectly solicit, receive or obtain or agree to receive or obtain for myself or for any other person any money, goods or service(s) or any gratification as defined under the Malaysian Anti-Corruption Commission Act 2009 [Act 694] as a consideration or reward for the decision, opinion, recommendation, vote or other favors to be selected in the aforementioned tender/quotation.
- b) Shall not collude with any bidder(s), suppliers or any other individual(s), in any type of practices including but not limited to "bid rigging" and corruptly procuring withdrawal of tender that may affect the transparency and fairness during any procurement process or activities and during the contract implementation period.
- c) Agree to keep confidential all proprietary information and documentations relating to the tender and/or contract in strictest confidence and hereby covenant to take all reasonable measures to protect the secrecy of and avoid disclosure or use of such proprietary information and/or documents to any unauthorized party.
- d) I hereby declare that none of my family member(s) or relative(s) as defined under the Malaysian Anti-Corruption Commission Act 2009 [Act 694] has any interest in any bidder(s) and/or Suppliers of any tender/quotation submitted to the above mentioned Committee and if there any, I shall immediately declare it with details to the Head, Procurement Department and abstain myself from participating in whatsoever manner in the said tender/quotation exercise.
- e) In the event whether directly or indirectly where there is any individual(s) of the bidder(s) or suppliers or representing the bidder(s) or suppliers or any other individual(s) who offer, give, or agree or promise to give any money, goods or service(s) or any form of gratification as defined under the Malaysian Anti-Corruption Commission Act 2009 [Act 694] for being selected for the aforementioned tender/quotation, I shall immediately report such matters to Head, Integrity and Governance Department or relevant authority(s).



TH PLANTATIONS BERHAD

- f) Shall at all material time abide by THP's Code of Ethics and Conduct and any other THP's policies applicable; and
- 2. I agree that this declaration obligation shall remain in full force until the contract has been fully executed and implemented.
- 3. I duly understand that the failure to comply or breach of any terms of the declaration stated above may result in criminal and/or civil proceedings and/or disciplinary action taken against me up to and including termination or dismissal.

Name	:	-----	Name of	:	-----
			witness		
Employee No	:		Employee No	:	
Designation	:		Designation	:	
Date	:		Date	:	



INTEGRITY DECLARATION BY PROCUREMENT COMMITTEES (STAGE 2)

(After Every Sessions or Meetings or Upon Completion of Duties)

INTEGRITY DECLARATION

1. I, _____ Employee No: _____
 NRIC: _____ an employee of Department _____
TH PLANTATIONS BERHAD (THP), a company incorporated under the Companies Act 1965 (197201001069), hereby sincerely declare that:

- a) I have performed my duties as a Chairman/Member/Alternate Member of _____ for the procurement of _____ without having any personal or vested interest, being influenced by any other party/parties or involved in any corrupt practices/gratification as defined in Malaysian Anti-Corruption Commission Act 2009 [Act 694].
- b) None of my family member(s) or close relative(s) have any interest in any procurement exercise under my jurisdiction during my tenure as Chairman/Member/Alternate Member of the above-mentioned Committee.
- c) I shall not divulge any confidential information related to the procurement activities submitted and/or made aware to me.
- d) I shall not divulge any confidential information related to the procurement exercises within my knowledge and shall ensure that all information relating to such activities are duly returned to the relevant Procurement related Secretariat.
- e) I duly understand that the failure to comply or breach of any terms of the declaration stated above may result in criminal and/or civil proceedings and/or disciplinary action taken against me up to and including termination or dismissal.

Name : _____
 Employee No : _____
 Designation : _____
 Date : _____

Name of witness : _____
 Employee No : _____
 Designation : _____
 Date : _____



INTEGRITY DECLARATION BY THP SUPPLIERS

(Upon appointment and Annual Declaration)

INTEGRITY DECLARATION

1. I, _____, (NRIC No: _____), the Managing Director / Chief Executive Officer of _____ (name of Company) with Company registration number _____ hereby sincerely declare that:
- a) I, or any individual representing the Company including employees, agents and/or subcontractors and representatives shall not offer or give any bribes to any individual(s) in TH Plantations Berhad and/or any of its subsidiaries (collectively referred to as THP) or any other individual(s), as gratification is defined under the Malaysian Anti-Corruption Commission Act 2009 [Act 694] for being selected as THP registered supplier or any procurement award in the future. I attach herewith a Letter of Authorization via a Company Board resolution, which empowers me, as a representative of the aforementioned Company, to make this declaration.
 - b) If I, or any individual(s) representing this Company are offering bribes to any individual(s) in THP or any other individual(s) as gratification as defined under the Malaysian Anti-Corruption Commission Act 2009 [Act 694] for any procurement award, I hereby agree as a representative of the aforementioned Company, for the following actions to be taken:
 - i. Suspension and/or removal of THP supplier registration and shall be blacklisted for future registration;
 - ii. Revocation of any award and/or contract offer;
 - iii. Termination of any existing award and/or contract; and
 - iv. Any other disciplinary actions according to THP procurement rules and regulations in force.
 - c) In the event where there is any individual(s) who attempts to solicit bribes from me or any individual(s) related to this Company as gratification any procurement exercise, I hereby Declaration to immediately report such act(s) to:
 - i. THP Whistleblowing Channel:
 - a. Telephone hotline: 03-2616 7115; (Available during office hours, i.e. 9.00 am to 6.00 pm Monday to Friday, excluding public holidays in Kuala Lumpur)
 - b. Email hotline: whistleblowing_thp@bdo.my; or
 - c. Web portal: [TH Plantations Ethics Line](#).

OR

- ii. Lodge a report to the Malaysian Anti-Corruption Commission (MACC)'s Office or the nearest police station.



TH PLANTATIONS BERHAD

For and on behalf of the Company,

Witnessed by,

Name:
NRIC No:
Date:
Company Stamp:

Name:
NRIC No:
Date:
Company Stamp:



TH PLANTATIONS BERHAD

INTEGRITY DECLARATION BY THP SUPPLIERS

(Upon Purchase of Tender or Submission of Quotation and/or Proposal Document)

INTEGRITY DECLARATION

1. I, _____, (NRIC No: _____),
the Managing Director / Chief Executive Officer of _____ (name
of Company) with Company registration number _____ hereby declare that:
 - a) I, or any individual(s) representing this Company including employees, agents and/or subcontractors and representatives shall not offer or give any bribes to any individual(s) in TH Plantations Berhad and/or any of its subsidiaries (collectively referred to as THP) or any other individual(s), as gratification as defined under the Malaysian Anti-Corruption Commission Act 2009 [Act 694] for being selected as THP Suppliers or any procurement award in the future. I attach herewith a Letter of Authorization via a Company Board resolution, which empowers me, as a representative of the aforementioned company, to make this declaration.
 - b) If I, or any individual(s) representing this Company, are offering bribes to any individual(s) in THP or any other individuals as gratification as defined under the Malaysian Anti-Corruption Commission Act 2009 [Act 694] for any procurement award, I hereby agree as a representative of the aforementioned Company, for the following actions to be taken:
 - i. Disqualification from the bidding process;
 - ii. Suspension and/or removal of THP Supplier registration and shall be blacklisted for future registration;
 - iii. Revocation of any award and/or contract offer;
 - iv. Termination of any existing award and/or contract; and
 - v. Any other disciplinary actions according to THP procurement rules and regulations in force.
2. In the event where there is any individual(s) who attempts to solicit bribes from me or any individual(s) related to this Company as gratification any procurement exercise, I hereby Declaration to immediately report such act(s) to:
 - i. THP Whistleblowing Channel:
 - a. Telephone hotline: 03-2616 7115; (Available during office hours, i.e. 9.00 am to 6.00 pm Monday to Friday, excluding public holidays in Kuala Lumpur)
 - b. Email hotline: whistleblowing_thp@bdo.my; or
 - c. Web portal: [TH Plantations Ethics Line](#).



TH PLANTATIONS BERHAD

OR

- ii. Lodge a report to the Malaysian Anti-Corruption Commission (MACC)'s Office or the nearest police station.
- 3. I agree that this declaration obligation shall remain in full force until the contract has been fully executed and implemented.

For and on behalf of the Company,

Witnessed by,

Name:

NRIC No:

Date:

Company Stamp:

Name:

NRIC No:

Date:

Company Stamp:



TH PLANTATIONS BERHAD

INTEGRITY DECLARATION BY THP AWARDED SUPPLIERS

(Upon issuance of Purchase Order (PO) and Upon issuance of Letter of Award (LOA))

INTEGRITY DECLARATION

Tender/Quotation Title and Reference No.: _____

1. I, _____, (NRIC No: _____),
the Managing Director / Chief Executive Officer of _____ (name
of Company) with Company registration number _____ hereby declare that I, or any
individual(s) representing this Company including employees, agents and/or subcontractors and
representatives, covenant and undertake as follows:
- a) Shall not directly or indirectly offer, give or agree or promise to give any individual(s) in TH Plantations Berhad and/or any of its subsidiaries (collectively referred to as THP) or any other individual(s), money, goods or a service or any form of gratification as defined under the Malaysian Anti- Corruption Commission Act 2009 {Act 694} as a consideration or reward for the decision, opinion, recommendation, vote or other favors to be selected in the aforementioned tender/quotation;
 - b) Shall not collude with any other Suppliers and/or individual(s) in THP or any other individual(s), in any type of practices including but not limited to "bid rigging" and corruptly procuring withdrawal of tender that may affect the transparency and fairness during any procurement process or activities and during the contract implementation period;
 - c) Agree to keep confidential all proprietary information and documentations relating to the tender and/or contract in strictest confidence and under no circumstances, would the details of information related to the tender and/or contract be discussed or disclosed with or to other tenderers or third party;
 - d) In the event where there is any individual(s) of THP or any other individual(s) who corruptly solicit or attempt to obtain any bribe from me or any individual(s) representing this company an money, goods or service(s) or any form of gratification as defined under the Malaysian Anti-Corruption Commission Act 2009 [Act 694] for being selected for the aforementioned tender/quotation, I shall immediately report such matters to Head, Integrity and Governance, THP or relevant authority(s);
 - e) Shall abide by any other THP's regulations and policies applicable during the tender/quotation process and/or the execution of a formal agreement and its implementation thereof; and



- f) The company has and/or will implement an anti-corruption framework including a compliance program that clearly rejects the practice of bribes and other unethical behavior throughout the company.

I attach herewith a Letter of Authorization via a Company Board resolution, which empowers me, as a representative of the aforementioned company, to make this declaration.

- 2. If I, or any individual(s) representing this company, is found to have breached any of the declaration stated above, I hereby agree, as a representative of the aforementioned company, for the following actions to be taken:
 - a) Revocation of the Letter of Acceptance/Letter of Intent/Letter of Award for the aforementioned tender/quotation;
 - b) Termination of the contract in accordance with the terms of the Agreement;
 - c) Forfeiture of the bid security and/or performance bond;
 - d) Suspension or blacklisting from participating in any of THP's procurement activities;
 - e) Liable for damages due to the termination of the tender award and/or the contract; and/or
 - f) Other actions in accordance to THP's policies and/or THP's procurement rules and regulations
- 3. I agree that this declaration obligation shall remain in full force until the contract has been fully executed and implemented.

For and on behalf of the Company,

Witnessed by,

Name:
 NRIC No:
 Date:
 Company Stamp:

Name:
 NRIC No:
 Date:
 Company Stamp:



TH PLANTATIONS BERHAD

TERMINATION ON CORRUPTION, UNLAWFUL OR ILLEGAL ACTIVITIES

(Upon execution of the Legal Agreement / Document to be included in all Procurement Contracts)

INTEGRITY AGREEMENT

- a) Without prejudice to any other rights of THP, if the _____
(Company/Firm), its personnel, servants or employees is/are convicted by a court of law for corruption or unlawful or illegal activities in relation to this (Agreement/Contract) or any other agreement that _____
(Company/Firm) may have with THP, THP shall be entitled to terminate this (Agreement/Contract) at any time, by giving a written notice with immediate effect.
- b) Upon such termination, THP shall be entitled to all losses, costs, damages and expenses (including any incidental costs and expenses) incurred by THP arising from such termination.
- c) For the avoidance of doubt, the Parties hereby agree that the _____
(Company/Firm) shall not be entitled to any form of losses including loss of profit, damages, claims or whatsoever against THP upon termination of this Agreement/Contract.