

Wilmar Group Policy:

Anti-Bribery and Corruption Policy

Contents	Page
1. Introduction	1
2. Key Principles	1
3. Scope of Policy	1
4. Penalties for Bribery and Corruption	1 – 2
(a) Gifts and Hospitality	2 – 3
(b) Political Activities	3
(c) Facilitation Payments	3
(d) Lobbying	3
(e) Contributions and Sponsorships	4
(f) Misuse of Position	4
5. Third Parties and Intermediaries	4

1. Introduction

Wilmar International Limited (“Wilmar” or the “Group”) and its Board of Directors are fully committed to upholding a high standard of corporate governance and integrity to safeguard the interests of all our stakeholders. Wilmar is also committed to comply with all applicable laws and regulatory requirements for the prevention of bribery and corruption in countries where it operates.

This Anti-Bribery and Corruption Policy (“Policy”) outlines the guidelines and assigns responsibilities for the development of controls and conduct of investigations relating to bribery and corruption subject to prevailing local laws.

This Policy should be read in conjunction with Wilmar’s Anti-Fraud Policy and Whistleblowing Policy (as established and revised from time to time).

2. Key Principles

Wilmar strictly prohibits all forms of corruption, bribery, and extortion.

Employees should refrain from illegal or unethical actions that might damage the Group’s reputation or any act that jeopardizes their integrity and standard of competency which include the prohibition of giving and receiving of any types of bribes or inducement.

The Group has zero tolerance to all kinds of bribes and they should not be undertaken under any circumstances.

3. Scope of Policy

This Policy applies to Wilmar and its subsidiaries (the “Group”) including all directors and employees of the Group (collectively referred as “Employees”). While not directly part of the scope of this Code, we expect similar compliance by all joint ventures and associates and their employees. This Policy also applies to any third parties who act for and on behalf of the Group, and includes actual or potential customers or clients, suppliers, contractors, government bodies and any individual or organization. Wilmar firmly believes that the proper actions and conduct of all parties covered under the scope of this Policy are essential to maintain and uphold these standards.

4. Penalties for Bribery and Corruption

Wilmar has zero tolerance for bribery and corruption. Apart from potential criminal and civil liabilities involving imprisonment and/or a hefty fine, Employees who are found to be in violation of this Policy shall be subject to appropriate disciplinary action, which may extend to immediate termination of employment or appointment, the clawback of past bonuses and the

cancellation of their stock options. Disciplinary action will also be taken against Employees who have knowledge of such violations but conceal such information from the Group, or who take detrimental action against others who report such violations.

Bribes, kickbacks, and other prohibited payments may include but are not limited to the following:

(a) Gifts and Hospitality

Employees should not accept entertainment, commission, emolument, service, gratuity, money, property or any pecuniary benefit or gift for their own personal benefit or advantage from any person/agent or representative having a direct or indirect business dealing with the Group, particularly if this is given with intent to influence the Employee's conduct in relation to the Group's affairs.

Some disallowed actions include but are not limited to:

- i. Discussing, offering, or receiving any gifts or hospitality involving public officials, immediate family¹ or relatives without prior approval from Head of Department.
- ii. Offering or accepting any gifts that are in cash or a cash equivalent, such as lottery tickets, gift certificates, vouchers, loans, guarantees, or any other granting of credit, shares, or options.
- iii. Offering or accepting any hospitality involving overnight stays or foreign travel without prior approval from Head of Department.

Generally, Employees may accept or offer gifts and hospitality only when they are:

- i. infrequent;
- ii. modest and not excessive; and
- iii. where there is no risk that they will improperly influence or be seen to improperly influence a decision.

All gifts, favours, contributions and entertainment offered to others or accepted by Employees of the Group will be in accordance with widely

¹ Immediate family of an Employee includes and is not limited to their parents, parents-in-law, spouse, children, grandparents, and siblings.

accepted good business practices. Such gifts and hospitality are never to be offered or accepted in a way as to imply that they are a kickback, bribe, payoff or be requested or in any way solicited by the Group or the Employees.

Acceptance of gifts and hospitality is allowed provided that gifts and hospitality received shall be modest in value. However, under no circumstances may an Employee, his/her immediate family, relatives or close associates accept gifts in the form of cash or cash equivalents. Cash or cash equivalents (including gift certificates, loans, commissions, coupons, discounts or any other related forms) are strictly prohibited and must never be accepted, except if it is part of customary practices and this should be limited to a nominal value and reported to the respective Head of Department.

Reasonable and appropriate hospitality, such as meals and entertainment, should only be offered to and received while dealing with a customer, supplier, or service provider of Wilmar, and may only be offered in conjunction with legitimate business meetings, conferences or events hosted, supported or sponsored by Wilmar. They should never be provided on a stand-alone basis.

(b) Political Activities

Wilmar does not make any direct or indirect contributions to political parties, political associations and political candidates. Employees must also be aware that election laws in many countries generally prohibit political contributions by corporations to political parties or candidates.

(c) Facilitation Payments

Employees must never pay or use third parties to pay an unofficial gratuity to government officials or employees to secure or expedite routine administrative actions, such as customs clearances, visas, permits or licenses.

(d) Lobbying

As a responsible corporate citizen, Wilmar often takes a position on issues of public policy that could impact our business. The Group may engage in efforts that may have an impact on legislation or government policy. All such lobbying efforts will be conducted in accordance with applicable laws and regulations.

(e) Contributions and Sponsorships

Wilmar may offer scholarships, grants, charitable contributions or sponsorships for the betterment of society. This includes supporting advancement of knowledge or for other socially beneficial purposes. This must never be made to procure an improper advantage to Wilmar nor be made conditional upon an individual or organization's agreement to recommend or promote Wilmar's products.

Wilmar will only make charitable contributions that are legal and ethical under prevailing local laws and practices. Appropriate review and approval procedures shall be applied for selection of recipients, including an evaluation of proposed recipient's reputation, track record, suitability for intended purpose, and social benefits of the contribution.

All material scholarships, grants, charitable contributions and non-commercial sponsorships must be approved by Management.

(f) Misuse of Position

Employees should not use their position or the Group's name for personal advantage.

5. Third Parties and Intermediaries

Wilmar prohibits the giving, offering, accepting, or receiving of any bribes, kickbacks or corrupt payments through any intermediary agents, joint venture parties or third parties acting on behalf of any company of the Group.

Wilmar's zero-tolerance policy on corruption, bribery and extortion also includes all third parties with whom the Group has business dealings and relations. The Group is committed to ensuring, to the greatest practicable extent, that such third parties in its dealings with, for and on behalf of the Group, comply with all applicable anti-bribery laws.

Where practicable and/or appropriate, reasonable steps should be taken by employees to perform careful due diligence on third parties prior to any dealings, engagement, or appointment in accordance with the Group's policy to do business with reputable, honest, and qualified third parties.