

**VENDOR'S LETTER OF DECLARATION**  
**For**  
**Sime Darby Property Berhad**

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Our company, \_\_\_\_\_ (*Company Name*) bearing Registration Number \_\_\_\_\_ (*MOR/ PKK/ CIDB/ ROS/ ROC/ ROB/ Others*), (hereinafter "**Vendor**") hereby:

**1 DECLARES THAT:**

- (a) The Vendor and its directors, officers and employees are in compliance with all applicable laws, statutes, regulations and codes relating to anti-bribery and corruption matters (the "**Relevant Laws**");
- (b) From the Vendor's company records and publicly available information, neither the Vendor nor any of its directors, officers or employees who may be involved in the Business Transaction(s) has been convicted of any offence involving bribery or corruption or fraud; nor, to the best of the Vendor's knowledge, is any such person the subject of any investigation, inquiry or enforcement proceedings by any governmental, administrative or regulatory body regarding any offence or alleged offence under the Relevant Laws; and
- (c) The Vendor did not, either directly or indirectly, promise, offer or give any bribe or an improper advantage (whether financial or otherwise) to any person in Sime Darby Property Berhad (including its subsidiaries, associated, related and affiliated companies as well as their subsidiaries, associated and affiliated companies, both local and international) (hereinafter "**Sime Darby Property Berhad**") or any other person representing Sime Darby Property Berhad as an inducement, incentive, reward, gift or bonus for being selected for the Business Transaction(s).

**2 UNDERTAKES THAT:**

- (a) The Vendor will not, either directly or indirectly, promise, offer or give any bribe or an improper advantage (whether financial or otherwise) to any person in Sime Darby Property Berhad or any other person representing Sime Darby Property Berhad, as an inducement, incentive, reward, gift or bonus to be selected and/ or for any other purpose connected to the Business Transaction(s);
- (b) The Vendor will not, either directly or indirectly, promise, offer or give any bribe or an improper advantage (whether financial or otherwise) to any government official or private person so as to obtain or retain a business advantage on behalf of Sime Darby Property Berhad during the carrying out of the Business Transaction(s);
- (c) The Vendor will abide by the business and ethical principles of Sime Darby Property Berhad as articulated in the Sime Darby Property Berhad's Code of Business Conduct ("**Sime Darby Property COBC**") which is made available online at [www.simedarbyproperty.com](http://www.simedarbyproperty.com). In the event that the Vendor has its own Code of Conduct (which the Vendor should attach as Appendix 1 to this VLOD), the Vendor warrants that it has equivalent or similar provisions to the Relevant Principles of the COBC. Accordingly, the Vendor agrees that it will comply with such equivalent or similar principles in the Vendor's own Code of Conduct so as to uphold the spirit of good governance intended under the Sime Darby Property COBC; and
- (d) If contraventions or investigations of the type described in sections 1(b), 2(a) and/or 2(b) above have occurred, the Vendor will forthwith supply full details of them to Sime Darby Property Berhad.

**3 AGREES THAT:**

- (a) In the event that the Vendor, its directors, officers or employees is in breach of any of the above sections, the following actions may be taken by Sime Darby Property Berhad:
  - (i) Immediate revocation of the contract award for the Business Transaction(s) without any liability whatsoever on the part of Sime Darby Property Berhad to the Vendor and/ or its directors, officers or employees; and/ or
  - (ii) Immediate termination of the contract for the Business Transaction(s) without any liability whatsoever on the part of Sime Darby Property Berhad to the Vendor and/ or its directors, officers or employees,

without prejudice to any other rights or remedies Sime Darby Property Berhad may have or any other appropriate action which Sime Darby Property Berhad may seek under the terms of the applicable tender/ contract or applicable laws and regulations.

Should any person attempt to solicit any bribe or advantage (whether financial or otherwise) from the Vendor or any other person connected to the Vendor either as an inducement or incentive to be selected or as a reward, gift or bonus for being selected in the Business Transaction(s), or where the Vendor has reasonable grounds to suspect any breach of the obligations in this VLOD or breach of the Relevant Principles of the COBC, the Vendor will report such act immediately in accordance with the whistleblowing section in the Sime Darby Property COBC.

For and on behalf of the Vendor,

Yours sincerely,

*(Signature)*

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Name of Company Director (or Equivalent):  
IC/ Passport No.:  
Position:  
Name of Company:  
Company stamp:

\_\_\_\_\_

Received & acknowledged by:

\_\_\_\_\_

Name and IC/ Passport No.:  
Position:  
Sime Darby Company:

Note: Business Transaction(s) is (are) defined as Tenders, Quotations, Contracts and Purchase Orders