



SP GROUP SUPPLIER CODE OF CONDUCT

Extracted from SP Group's Anti-Bribery Management System Manual dated 3 September 2020

SUPPLIER CODE OF CONDUCT

1. OBJECTIVE AND SCOPE

- 1.1 This Supplier Code of Conduct sets out SP Group's expectations and requirements in relation to doing business with its business associates, such as suppliers, contractors, agents, sales representatives, consultants and others who provide goods or services to SP Group (collectively called "Suppliers").
- 1.2 SP Group is committed to doing business and conducting its operations with integrity, honesty and in compliance with all applicable laws and regulations.
- 1.3 SP Group requires its Suppliers to adopt the same approach when carrying out work on behalf of or providing goods or services to SP Group. SP Group will review its relationships with Suppliers who breach and fail to comply with these requirements.

2. ANTI-BRIBERY & CORRUPTION

- 2.1 SP Group adopts a zero-tolerance policy towards any form of bribery and corruption.
- 2.2 In all their interactions and transactions with SP Group, SP Group requires the Suppliers to:
 - 2.2.1 comply with all "Anti-Bribery Laws", which is defined as: all applicable national, regional, provincial, state, municipal or local laws, rules, regulations, decrees and/or official government orders that prohibit bribery and corruption, such as the Singapore Prevention of Corruption Act [Cap. 241];
 - 2.2.2 never engage in any bribery or corruption;
 - 2.2.3 disclose any actual or potential conflict of interest between the Supplier and SP Group; and
 - 2.2.4 provide full assistance to SP Group regarding any investigation into any breach or alleged breach of Anti-Bribery Laws in relation to the Supplier.

3. COMPLIANCE

- 3.1 If the Supplier fails to comply with this Supplier Code of Conduct, SP Group may, where applicable, suspend or terminate contract(s) with the Supplier, suspend any payment under contract(s) with the Supplier, report any offence to the appropriate government or regulatory authorities and/or pursue any remedy that is available to SP Group.
- 3.2 SP Group, in its sole discretion, may debar Suppliers for criminal offences, ethics violations, poor performance, withdrawal of tenders or any other infringements as may be determined by SP Group. Debarred Suppliers will not be allowed to participate in any SP Group tenders during the debarment period. The debarment period typically ranges from 1 to 5 years, depending on the severity of the Supplier infringements. At the end of the debarment period, debarred Suppliers can apply to SP Group's Procurement department to be qualified as an eligible tenderer again.

4. WHISTLEBLOWING POLICY

4.1 Any Supplier who has reason to believe that an SP Group employee, or anyone acting on behalf of SP Group, has engaged or is engaging in bribery, corruption, illegal or any type of unethical behaviour, can promptly report the matter to SP Group's Head of Internal Audit via one of the following communications channels:

- Telephone: +65 6684 9178
- Email: whistleblow@spgroup.com.sg
- Postal Address: **Head, Internal Audit, SP Group, 2 Kallang Sector, Singapore 349277**

4.2 A whistle-blowing complaint shall, to the extent possible, include the following information:

- Where the whistleblower is employed or whistleblower's relationship to SP Group;
- Date, time & place of the actions/ transactions;
- Identity and particulars of the parties involved;
- Evidence substantiating the allegations;
- Any relevant information concerning the allegations; and
- Contact details (to facilitate follow up queries).

4.3 Subject to applicable laws and regulations, SP Group will take reasonable steps to protect the confidentiality and anonymity of the whistleblower consistent with the need to conduct an adequate review. All whistleblowing complaints shall be dealt with independently, fairly and expeditiously.

4.4 SP Group encourages whistleblowers to identify themselves and provide their contact particulars. SP Group is committed to protect whistleblowers under its Whistleblower Policy. Further clarifications are often needed and helpful in facilitating investigations into the whistleblowing complaints. The ability to investigate depends on the sufficiency and quality of the information provided by the whistleblower.

4.5 Except for malicious whistleblowing, a whistleblower who makes a complaint shall be protected against any reprisal. If the results of an investigation show that the whistleblower acted maliciously or did not act in good faith or submits a whistleblowing complaint which he knows to be false, or without a reasonable belief in the truth and accuracy of the information, management will consider and take appropriate actions against the whistleblower.