

**Malaysian Corporate
Liability Provision
(Section 17A of the
Malaysian Anti
Corruption Commission
(MACC) Act 2009)**

Lesson Plan:

- **Malaysian Corporate Liability Provision (Section 17A of the Malaysian Anti-Corruption Commission (MACC) Act 2009)**
- **DLMI's Avoiding Bribery Policy**
- **DLMI's Gifts & Hospitality Policy**



The Malaysian Corporate Liability Provision



Section 17A of the Malaysian Anti Corruption Commission Act 2009

- Introduced in 2018 and enforced in June 2020
- The Act covers offences committed by all Malaysian citizens and PRs, whether inside or outside of Malaysia
- Section 17A(1) - A company would have committed a **CRIMINAL** offence if *any person associated with the company* (employees/agents) commits a **corrupt act** to obtain **business advantage** for the company

What are the Penalties under the Corporate Liability Provision?

Penalty:

(a) liable to a fine of not less than ten times the sum or value of the gratification, or RM1 million, whichever is higher;

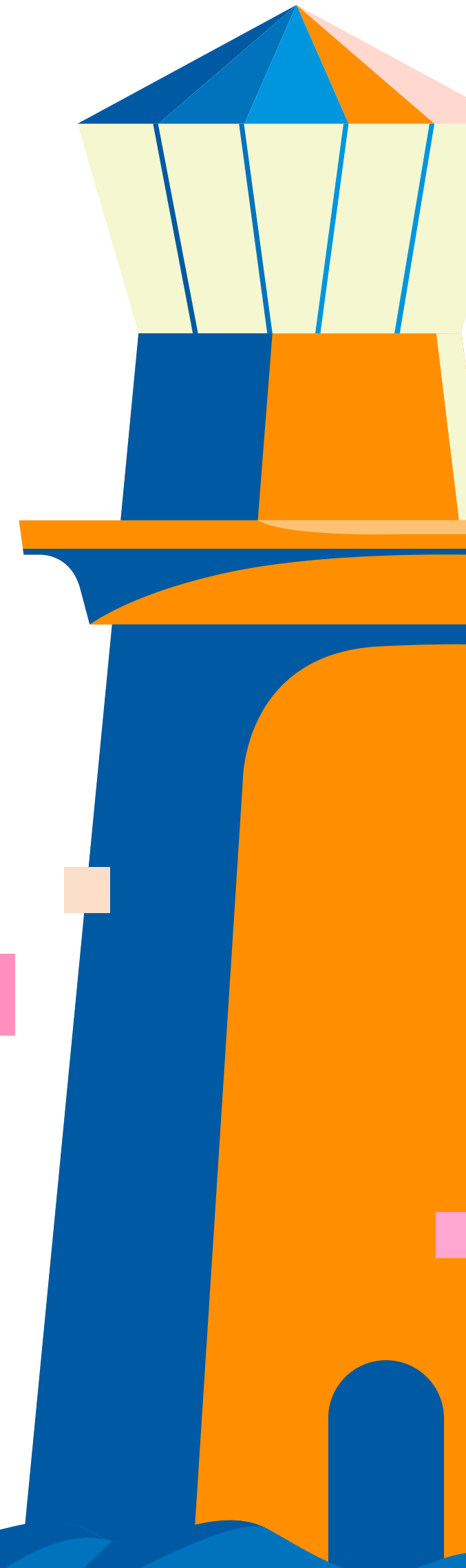
OR

(b) imprisonment for a term not exceeding twenty years.

OR BOTH

If imprisonment term imposed, who will be liable for imprisonment term?

**BOARD OF DIRECTORS
AND MANAGEMENT**



Prosecutions under Section 17A

Company director charged with offering Annuar Musa bribes to speed up KL Tower deal

Abdul Hamid Shaikh Abdul Razak Shaikh and his company, Hydroshoppe, have claimed trial to the charges against them.



"April 5, 2023: Hydroshoppe Sdn Bhd was charged with offering RM500,000 a year for 15 years for the benefit of Annuar Musa regarding the takeover of the KL Tower concession last year"

Ministry division director among 3 nabbed for bribes

RM Reporters · January 18, 2023 5:26 PM

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"January 18, 2023: The ministry's division director has been remanded for seven days while the other two suspects are under remand for three.

Confirming the arrests, MACC senior director of investigation Hishamuddin Hashim said the trio are being probed under Section 17A of the MACC Act."

Latest prosecutions under Section 17A

Malaysia Stadium Corporation CEO charged with RM1.45m graft over Bukit Jalil National Squash Centre tender



The case is being investigated under Section 17A of the MACC Act 2009.

It is understood that the senior executive assumed his role at Stadium Corporation Malaysia on June 4, 2024. — April 14, 2026

MACC arrests senior enforcement officer over alleged graft

Tuesday, 30 Jun 2026 | 8:27 PM MYT



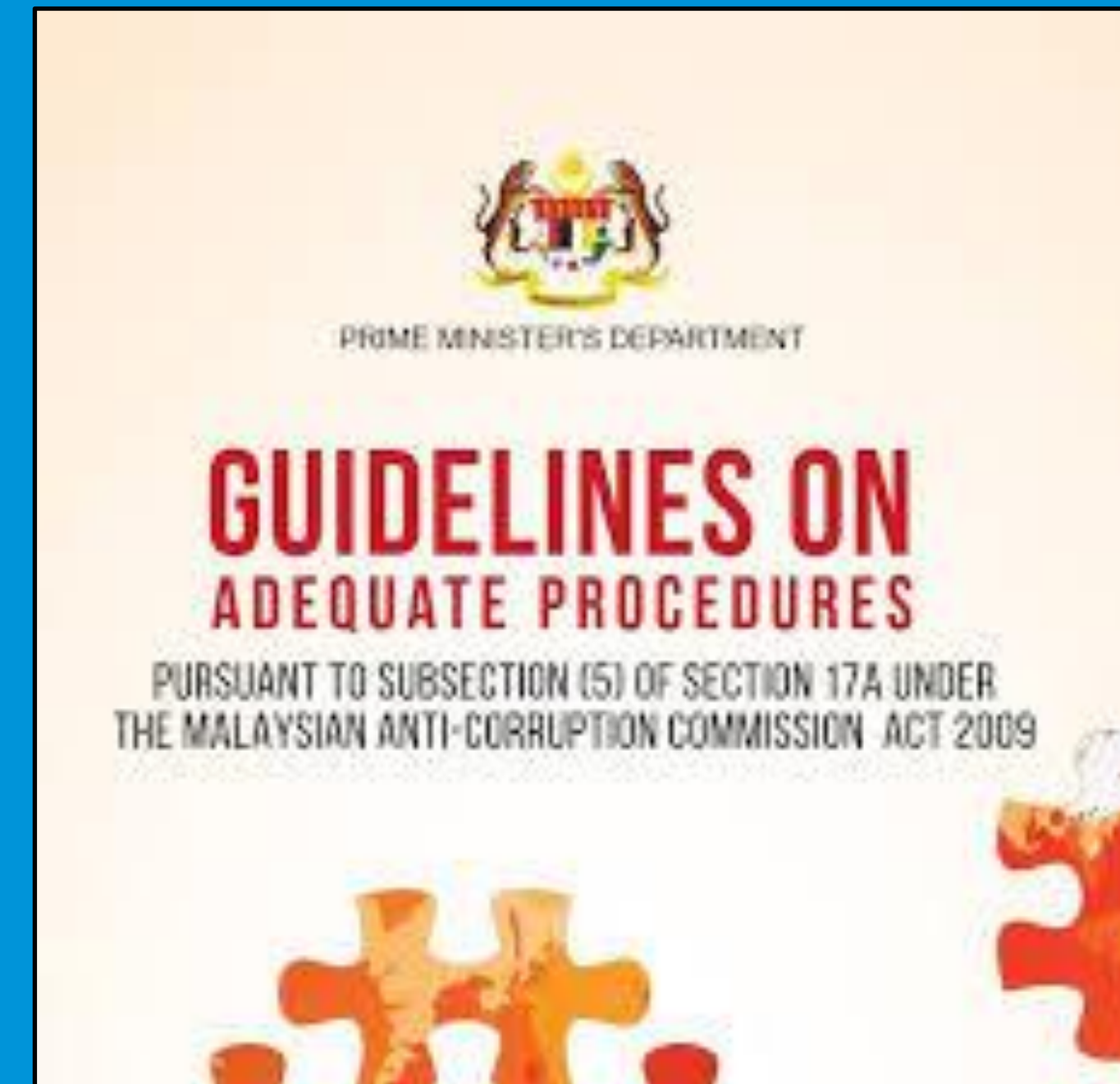
The suspect was remanded for three days beginning today after Magistrate Cynthia Noor Haizean Sulaiman allowed the MACC's application at the Shah Alam Magistrate's Court on Tuesday morning.

Meanwhile, Selangor MACC director Mohd Azwan Ramli, when contacted, confirmed the arrest and said the case was being investigated under Section 17(a) of the MACC Act 2009.

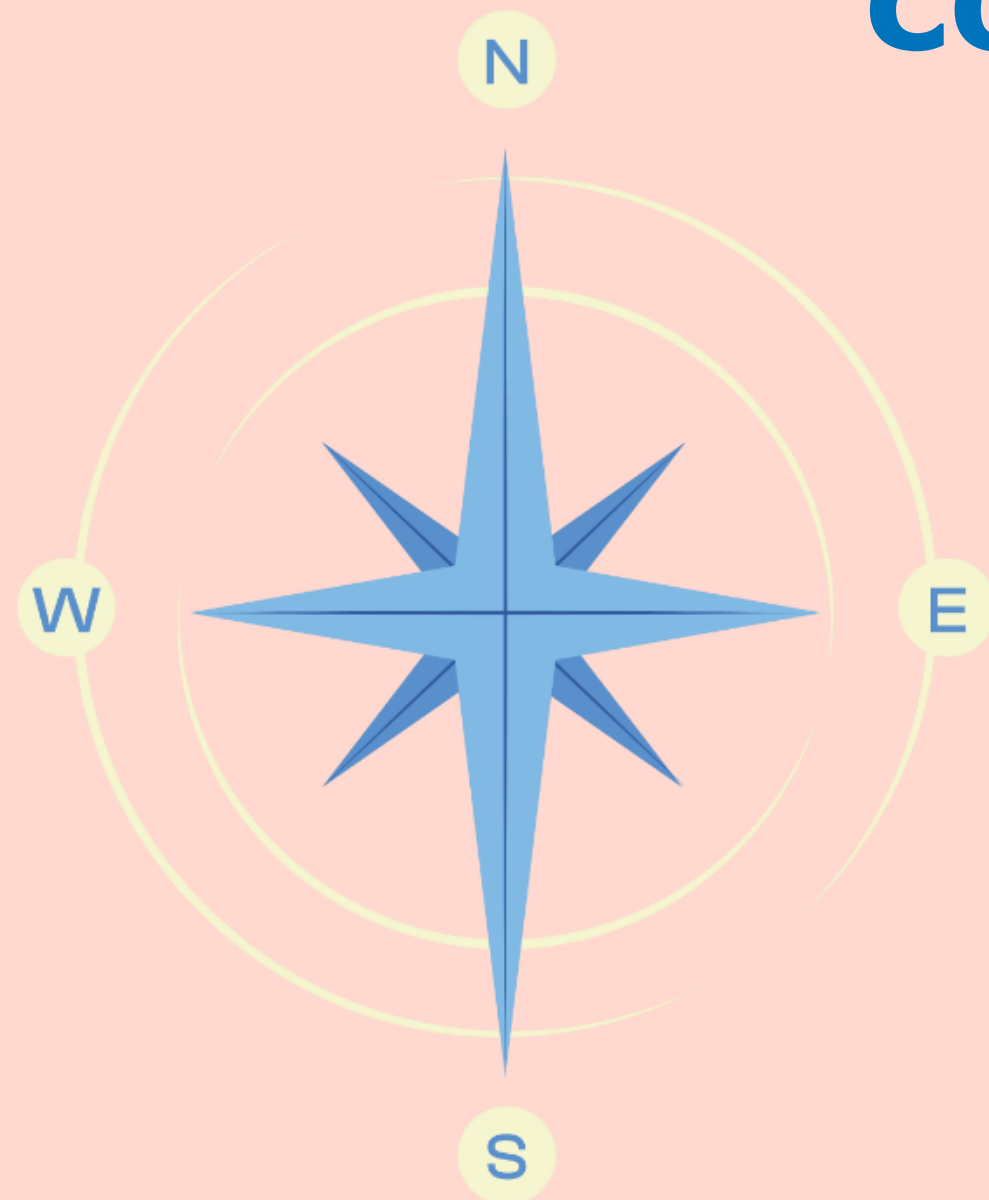
Defence of the Company under Section 17A(4)

FOR THE COMPANY	Section 17A(4)	Where a company has been charged for the offence under Section 17A(1),	It is a <u>defence</u> for the <u>company</u> to prove that it had in place adequate procedures to prevent the associated persons from undertaking such conduct
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In December 2018, MACC issued Guidelines on Adequate Procedures that a company can take to defend against corporate liability if it is charged under Section 17A(1)



DLMI being part of FC has adopted its existing compliance programmes



Compass

We follow Compass, complete toolkit trainings and e-learnings on Compass topics



Speak Up

Our whistle-blowing policy and procedure



Avoiding Bribery, Gifts & Hospitality Policies



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Defence of BOD and Management under Section 17A(3)

<p>FOR BOD, OFFICERS AND MANAGEMENT</p>	<p>Section 17A(3)</p>	<p>Where a company has committed an offence under Section 17A(1), <u>a director, officer or person concerned in the management of the company's affairs</u> at the time the offence is committed, is deemed to have committed that offence,</p>	<p>Unless the <u>director, officer or person concerned in the management of the company's affairs</u> proves that:</p> <ul style="list-style-type: none">(i) the offence was committed without his consent or connivance; and(ii) he exercised due diligence to prevent the commission of the offence as he ought to have exercised, having regard to the nature of his function in that capacity and to the circumstances
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If charged under Section 17A(3) the Board and Management of the company are **deemed guilty** (guilty until proven innocent)

Daily actions (in the day-to-day operations of the Company) will determine if there is a defence.

Defence

The Directors and Management must prove:

1. The offences were carried out without their consent or connivance;
and

2. They have exercised due diligence to prevent the offence.

HOW TO PROVE THE OFFENCES WERE CARRIED OUT WITHOUT THEIR CONSENT AND THEY HAVE EXERCISED DUE DILIGENCE TO PREVENT THE OFFENCE?

Management Do's & Don'ts

Do's

- **Actively ensure** that corrupt practices are not carried out by your team members
- Ensure Adequate Procedures are in place and actively followed
- Set the **right example** through your **own actions**
- Raise compliance awareness in your team **consistently**
- Always ask reasonable questions if there are reasons to suspect

What is suspicious?

Transactions which are unusual, has no clear purpose, seems illegal, payment is not commensurate, etc.

Don'ts

- Turn a blind eye to suspicious behaviour
- Be indifferent or **deliberately ignorant** of suspicious transactions
- Give your team the impression that compliance is not important
- Give **ambiguous instructions** which **encourages non-transparent behaviour** such as:

"do whatever it takes, just get it done"

"I am willing to overlook this, just this one time"

"just meet your targets, I don't need to know how"



Avoiding Bribery Policy



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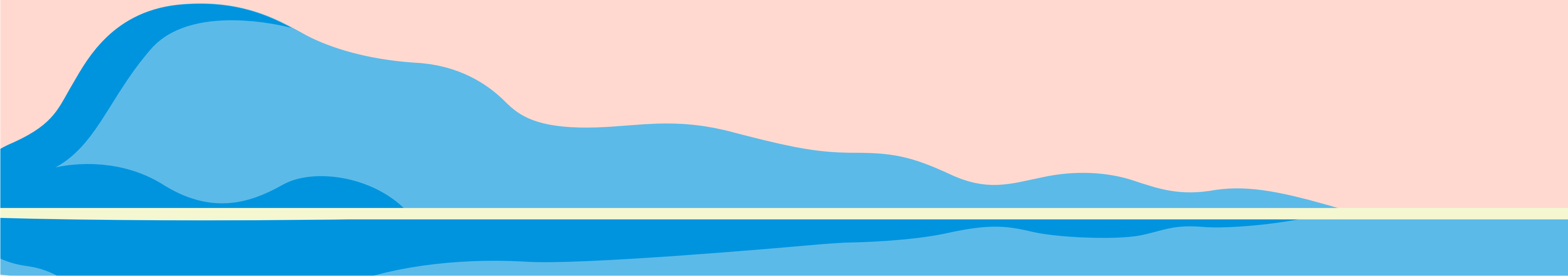
NO BRIBERY, CORRUPTION, FACILITATION PAYMENTS **NOR MONEY LAUNDERING**

Bribery – offering, giving, soliciting, receiving of any item **of value** as a means of influencing the actions of an individual holding a public or legal duty.

Corruption – **dishonest** or **illegal behaviour** in general, especially by those in a **position of power**.

Facilitation Payments – **small, unofficial payments** to **speed up** routine government services, such as obtaining a work permit or visa

Money Laundering - spending or **concealing the proceeds of criminal activities**.



Using Third Parties

We do not use others to pay bribes.

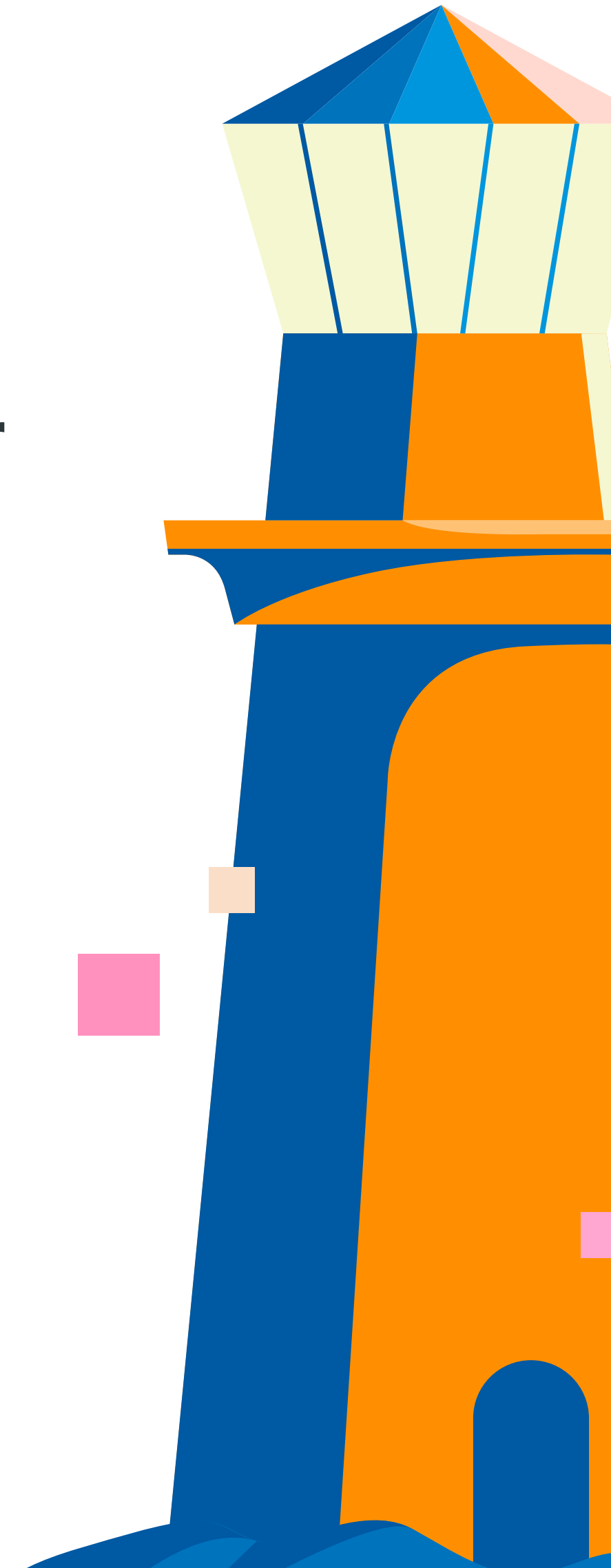
Therefore, only engage with third parties after **following the customer acceptance procedure** or **agency approval process** and **do not engage in improper payments** to get things done.

Donations and Sponsorships

Must **align with our purpose** and **comply with the rules and principles** in our **Global Events and Sponsorships Policy**.

No political, religious or military organizations.

Never donate to gain business advantages or obtain personal benefits.





Gifts & Hospitality Policy



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Conditions to Offering or Accepting gifts and hospitality

Gifts – Items like a box of chocolates, product samples and event tickets.

Less obvious examples are **non-tangible** like discounts and expense payments.

Hospitality – Being **hosted** for **dinners, concerts, sports events, entertainment, travel** and **hotel stays**.

- No cash or vouchers
- Does not influence business decision
- Transparent and documented
- Compliant with local laws
- Limit: **Gifts <RM250**

Hospitality <RM750

Always inform your direct manager.

Do not offer any gift or hospitality to public officials.



**Peruntukan Liabiliti Korporat
Malaysia (Seksyen 17A Akta
Suruhanjaya Pencegahan
Rasuah Malaysia (SPRM)
2009)**

Pelan Pengajaran:

- **Peruntukan Liabiliti Korporat (Seksyen 17A Akta Suruhanjaya Pencegahan Rasuah Malaysia (SPRM) 2009)**
- **Polisi Mencegah Rasuah DLMI**
- **Polisi Hadiah dan Hospitaliti DLMI**

Peruntukan Liabiliti Korporat



Seksyen 17A Akta Suruhanjaya Pencegahan Rasuah Malaysia (SPRM) 2009

- Diperkenalkan pada tahun 2018 dan dikuatkuasakan pada Jun 2020
- Akta ini digunapakai oleh warganegara Malaysia serta Pemastautin Tetap, sama ada di dalam atau di luar Malaysia.
- Seksyen 17A(1) - Sebuah syarikat akan dianggap telah melakukan kesalahan **JENAYAH** jika mana-mana individu yang berkaitan dengan syarikat (pekerja/ejen) melakukan **tindakan rasuah** untuk mendapatkan **kelebihan perniagaan** bagi syarikat itu.

Apakah hukuman di bawah Peruntukan Liabiliti Korporat?

Denda:

(a) nilai rasuah atau RM1 juta, yang mana yang lebih tinggi;

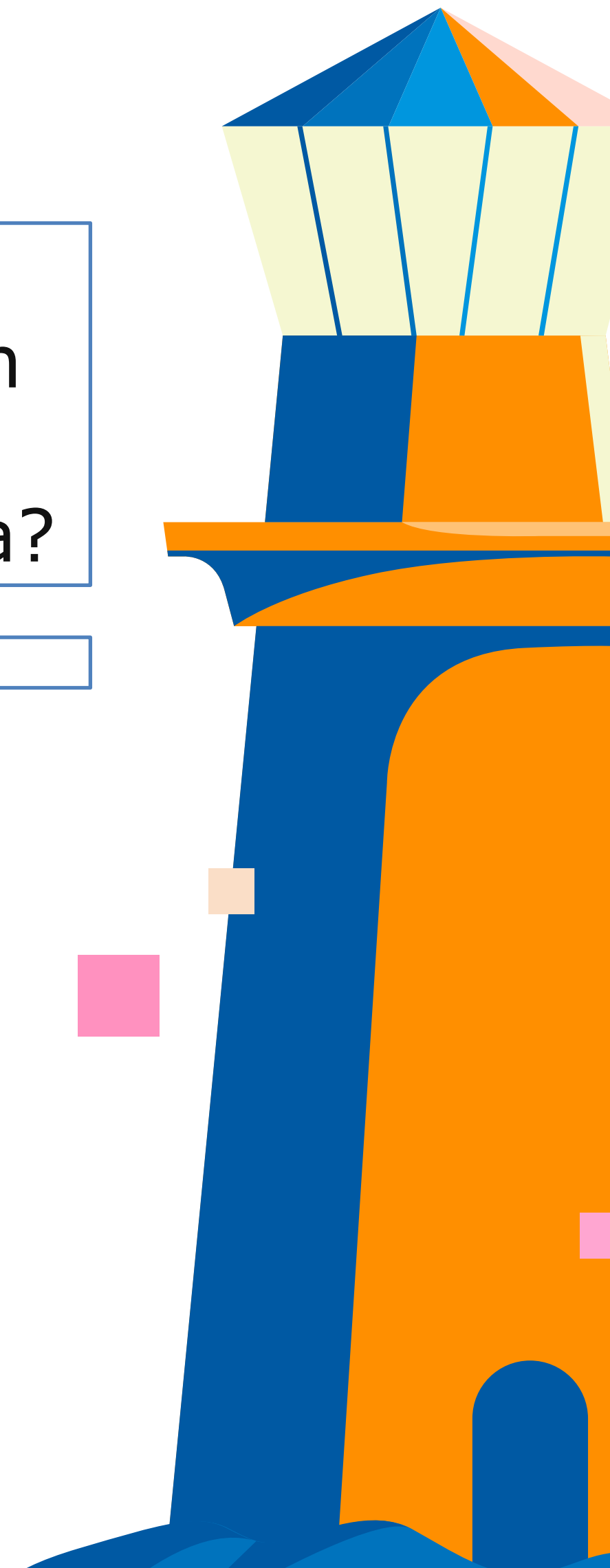
ATAU

(b) penjara tidak melebihi 20 tahun;

ATAU KEDUA-DUANYA SEKALI

Jika hukuman penjara dijatuhkan, siapa yang akan bertanggungjawab untuk menjalani hukuman penjara?

AHLI LEMBAGA PENGARAH DAN PENGURUSAN



Pendakwaan di bawah Seksyen 17A

Company director charged with offering Annuar Musa bribes to speed up KL Tower deal

Abdul Hamid Shaikh Abdul Razak Shaikh and his company, Hydroshoppe, have claimed trial to the charges against them.



"April 5, 2023: Hydroshoppe Sdn Bhd didakwa menawarkan RM500,000 setahun selama 15 tahun untuk manfaat Annuar Musa berkaitan pengambilalihan konsesi Menara KL tahun lepas."

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Pendakwaan terkini di bawah Seksyen 17A

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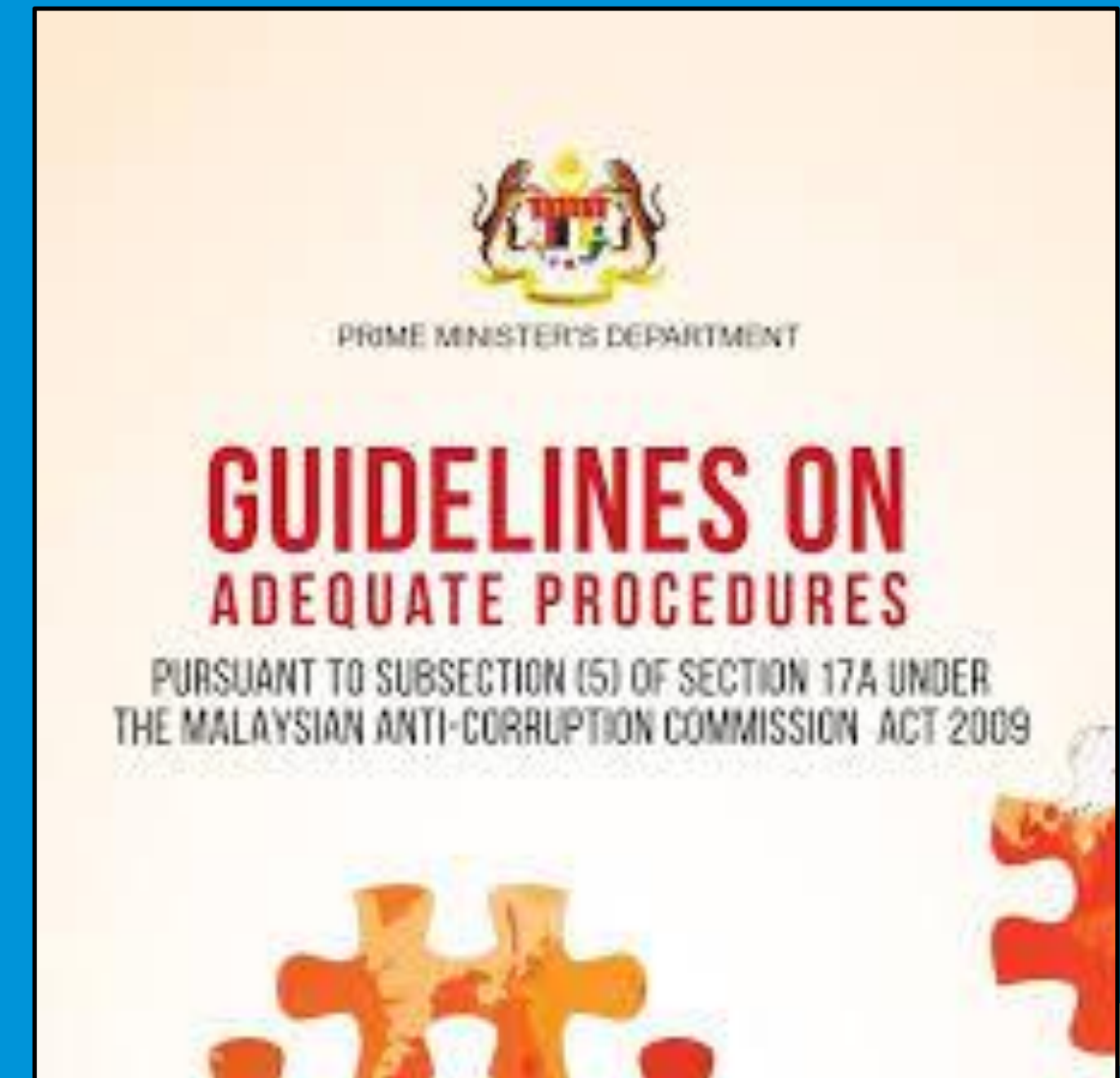
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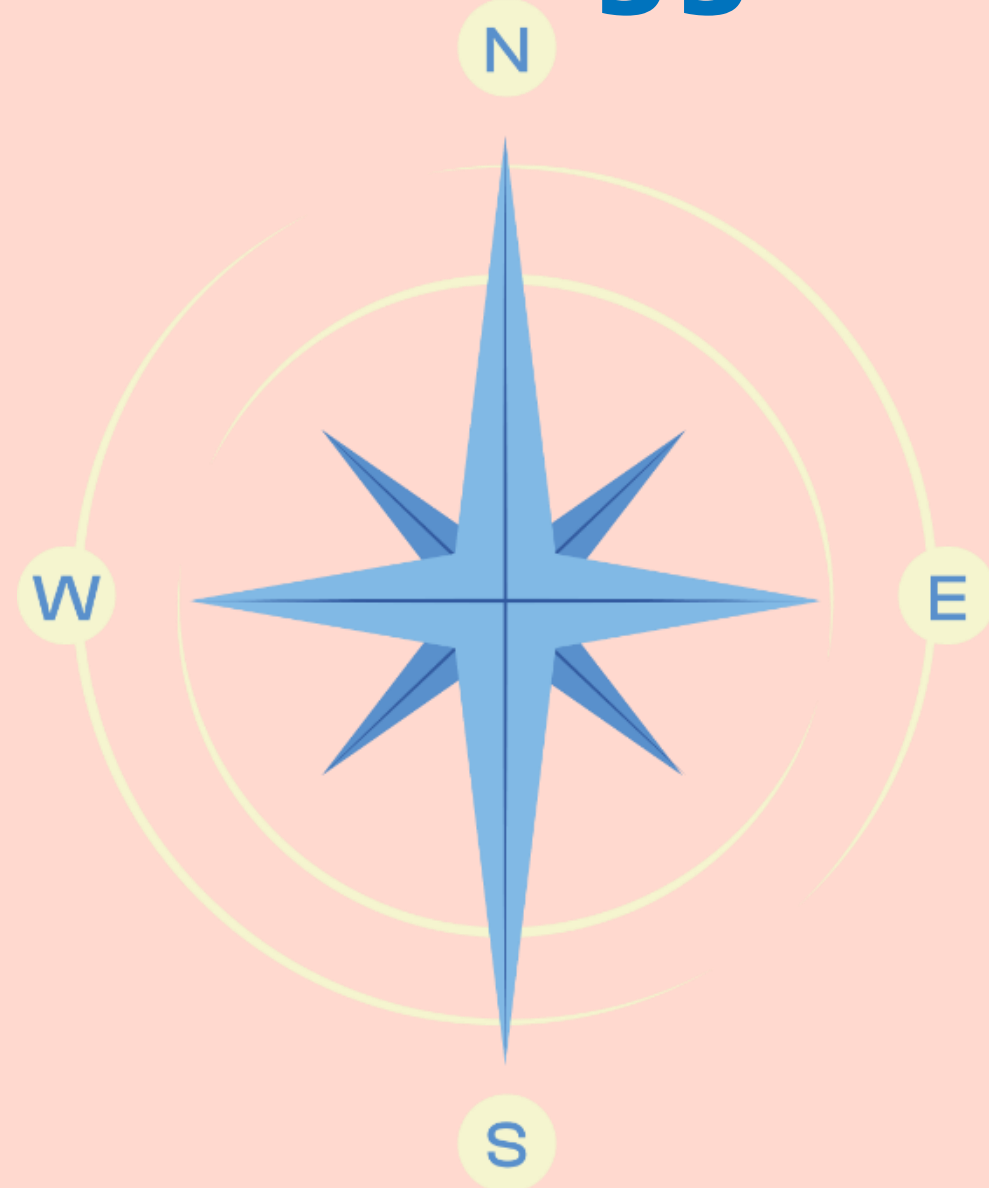
Pembelaan Syarikat di bawah Seksyen 17A(4)

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Pada Disember 2018, SPRM telah mengeluarkan Garis Panduan Tatacara Mencukupi yang boleh diambil oleh sesebuah **syarikat** untuk membela diri terhadap liabiliti korporat apabila syarikat itu didakwa melakukan kesalahan di bawah Seksyen 17A(1).



DLMI sebagai sebahagian daripada kumpulan FC telah menggunakan program pematuhan sedia ada



Compass

Kami mengikuti Compass, melengkapkan latihan toolkit dan e-pembelajaran mengenai topik Compass



Speak Up

Polisi dan prosedur pelaporan salah laku kami



Polisi Mencegah Rasuah, Hadiah & Layanan



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Pembelaan Ahli Lembaga Pengarah dan Pengurusan di bawah Seksyen 17A(3)

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- Jika didakwa di bawah Seksyen 17A(3), ahli Lembaga Pengarah dan Pengurusan **dianggap bersalah** sehingga dibuktikan sebaliknya.
- Tindakan harian akan menentukan sama ada terdapat pembelaan.

Pembelaan

Ahli Lembaga Pengarah dan Pengurusan perlu membuktikan:

1. Kesalahan tersebut dilakukan tanpa persetujuan atau kerjasama mereka; dan

2. Mereka telah menjalankan usaha sewajarnya ("due diligence") untuk mencegah kesalahan tersebut.

Bagaimanakah cara untuk membuktikan bahawa kesalahan tersebut dilakukan tanpa persetujuan mereka dan mereka telah melaksanakan usaha wajar bagi mencegah kesalahan itu?

Do's & Don'ts bagi Pengurusan

Do's

Pastikan tiada amalan rasuah dalam kumpulan anda.

- Laksanakan dan patuhi Prosedur Mencukupi.
- Tunjukkan contoh yang baik melalui **tindakan** anda.
- **Tingkatkan kesedaran pematuhan** dalam pasukan secara **konsisten**.
- Tanya soalan munasabah jika ada keraguan.

Apa yang mencurigakan?

Urus niaga yang luar biasa, tiada tujuan yang jelas, nampak tidak mematuhi undang-undang, bayaran tidak setimpal.

Don'ts

- Abaikan tingkah laku mencurigakan.
- Bersikap tidak peduli atau sengaja tidak mengambil tahu.
- Memberi gambaran bahawa pematuhan tidak penting.
- Beri arahan tidak jelas seperti:

"Buat apa saja, asalkan siap."

"Saya tutup mata kali ini saja."

"Capai sasaran, saya tak perlu tahu caranya."





Polisi Mencegah Rasuah



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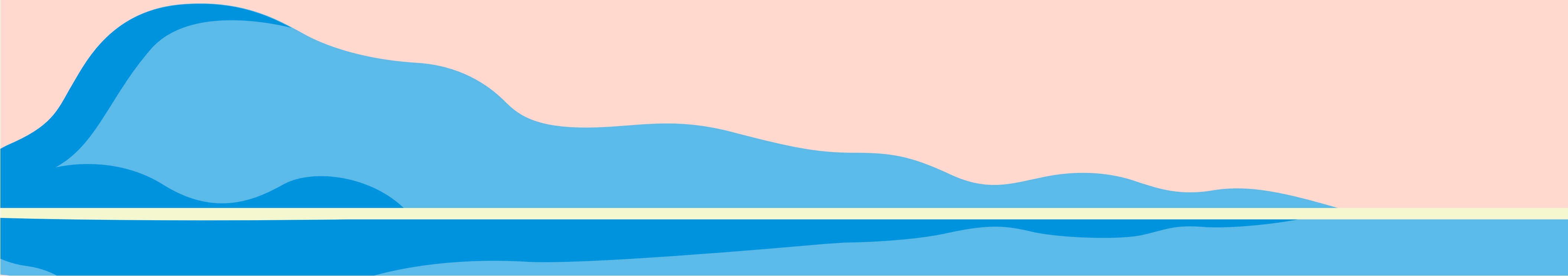
JANGAN TERLIBAT DENGAN RASUAH, KORUPSI, BAYARAN FASILITASI DAN PENGUBAHAN WANG HARAM ("MONEY LAUNDERING")

Rasuah – menawarkan, memberi, meminta atau menerima apa-apa yang bernilai sebagai cara untuk mempengaruhi tindakan seseorang individu (yang memegang tanggungjawab awam atau undang-undang).

Korupsi – tingkah laku tidak jujur atau menyalahi undang-undang, terutamanya oleh mereka yang mempunyai kedudukan.

Bayaran Fasilitasi – bayaran kecil dan tidak rasmi untuk mempercepatkan perkhidmatan rutin kerajaan, seperti mendapatkan permit kerja atau visa

Pengubahan Wang Haram ("Money Laundering") - membelanjakan atau menyembunyikan hasil aktiviti jenayah.



Pihak Ketiga

Kita tidak menggunakan pihak lain untuk membayar rasuah.

Oleh itu, hanya berurusan dengan pihak ketiga **selepas mengikuti prosedur penerimaan pelanggan** atau **selepas mendapat kelulusan agensi** dan **tidak terlibat dalam pembayaran yang tidak wajar** untuk menyelesaikan sesuatu.

Derma dan Tajaan

Mesti selaras dengan tujuan ("*purpose*") kita dan mematuhi peraturan dan prinsip dalam **Polisi Acara dan Tajaan Global** kami.

Jangan melibatkan pertubuhan politik, agama atau ketenteraan.

Jangan memberi derma untuk mendapatkan kelebihan perniagaan atau mendapatkan faedah peribadi.





Polisi Hadiah dan Layanan



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Syarat untuk Menawar atau Menerima

Hadiah – Barangan seperti sekotak coklat, and event tickets.

Contoh yang kurang ketara adalah seperti diskaun dan pembayaran perbelanjaan.

Layanan – Dihoskan untuk makan malam, konsert, acara sukan, hiburan, perjalanan dan penginapan hotel.

- Jangan melibatkan wang atau baucar
- Tidak mempengaruhi keputusan perniagaan
- Telus dan direkodkan
- Mematuhi undang-undang tempatan
- Had: **Hadiah <RM250**
- **Layanan <RM750**

Sentiasa maklumkan kepada pengurus anda.

Jangan menawarkan sebarang hadiah atau layanan kepada pegawai awam.