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For our Miami Green Management Corporation and the business activities of our Council we adhere to a set of strict policies to ensure that

- our Council is able to conduct it's business legally and ethically to the Delight and benefit of all Miami Green owners
- to enable an enjoyable, yet sober and clean cooperation with our service-providers on long-term
- to provide guidance for the disclosure and management of conflict situations.

1./ Conflict of Interest

Our Conflict of Interest Policy requires the Council-Members of our Management Corporation to disclose relationships with actual and potential service-providers; it provides guidance on managing conflicts. Read more below.

2./ Reporting of Unethical Conduct

Our "whistle-blower policy" requests the Council-Members to report any inappropriate behavior by any service-provider/s. Read more below.

3./ Fees for Council-Members

as expression of thanks for executing all owners' responsibility. Read more below.

4./ Privacy Policy and Copyright

Read details below.

1./ Conflict of Interest Purpose/General Rule The purpose of this policy is to provide guidance in identifying and handling potential and actual conflicts of interest involving our Management Corporation. In most instances, conflicts of interest can be avoided simply by continuing to exercise good judgment and, indeed, our MC relies on the sound judgment of our Council-Members to prevent any such conflict situations.

The Council of our MC is committed to the highest levels of integrity. Our Council-Members are expected to conduct their relationships with each other, the Board of Advisers and the entire Management Company [all owners] as well as with our services-providers with objectivity and honesty. The general rule is that:

Council-Members are obligated to avoid and disclose any financial, legal, ethical, or other conflicts of interest involving themselves and our MC principally, and they are obligated to report to all fellow Council-Members in brief written form any such attempt of an actual or potential service-partner.

Generally, a conflict of interest may occur if any interest or activity influences or appears to influence the ability of a Council-Member or impairs the Council-Member's ability to perform her or his council responsibilities in the best interests of the Management Corporation.

A Council-Member is considered to have a potential conflict of interest when:

- He or she or any member of his/her family * may receive a financial or other significant benefit as a result of the Council-Member's position at the Management Corporation;
- The Council-Member has the opportunity to influence the Council's business in a manner that leads to personal gain or advantage; or
- The Council-Member has an existing or potential financial or other significant interest which impairs or might appear to impair the Council-Member's independence in the execution of his/her responsibility to the Council.

* The "family" of a Council-Member includes his or her spouse, domestic partner, parents, siblings, children.

1.2 Examples of Conflict of Interest Activities and Relationships

The following activities illustrate types of potential or actual conflicts of interest that should be avoided and disclosed, as applicable, in accordance with this policy. The below list is not at all inclusive and is intended to provide guidance.

- *Self-benefit*: Using your position or relationship within the MC to promote your own interests or those of your family, including using confidential or privileged information gained from your position in the Council for personal benefit or gain or for the personal gain or benefit of family members.
- *Influence peddling*: Soliciting benefits for yourself or your family from service-providers.
- *Other business relationship and dealings*: intermediating business with service-providers in which you or your family having a significant financial or other interest or relationship, particularly if you are in a position to influence major decisions, are responsible for review, negotiation and approval of the service-contracts, or otherwise direct the Council's business dealings with that business or entity.

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- *Use of the Management Corporation's property for personal advantage*: Using or taking the Council's resources, including facilities, equipment, personnel, and supplies, for private or other unauthorized non-council activities.
- *Recording or reporting false information*: Misrepresenting, withholding, or falsifying relevant information required to be reported to external

parties or used internally for decision-making purposes, in order to derive personal benefits.

- *Dealings with service-providers:* Personally accepting anything of value (unless nominal-generally RM 100 or less), including without limitation, payments, gifts, or loans from service-providers or individuals that have business-proposals pending before the Council or that have applied for or have received service-contracts from the previous Miami Green property management company during the preceding 3 years.

2./ Reporting of Unethical/Illegal Conduct and Non-Retaliation

Policy (What follows is our Management Corporation's "whistle-blower" policy in its entirety. It is addressed to the future Council-Members.)

The Miami Green Council and its single members personally are committed to lawful and ethical behavior in all of its activities and requires its Council-Members to conduct their business in a manner that complies with all Malaysian applicable laws and regulations.

If at any time a concern exists regarding the propriety or legality of any action contemplated to be taken or that has been taken by any Council-Member as the action relates to Council's activities, or if an action needs to be taken in order for the Management Corporation to be in compliance with law or appropriate ethical standards, you [the Council-Members] can address the issue directly by either going to the Chairperson of the Council or call all Council-Members for a special meeting until matters are satisfactorily resolved.

2.1 Management of Conflicts of Interest

Should an appearance of impropriety or actual conflict of interest exist, appropriate actions must be taken, which will vary depending upon the particular facts. The Council-Member involved in the conflict-situation must work cooperatively with the Chairperson and the entire Council to achieve a resolution of the conflict issues in the best interests of the MC's Council. This may include the Council-Member being temporarily suspended from his/her council-function in case the other Council-Members together with

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The Board of Advisers should decide so by majority-vote.

Should such a case concern the Chairperson itself the other Council-Members together with the Board of Advisers may decide to call for an extraordinary AGM for the purpose of the election of a new Chairperson [a Chairperson can be elected only by an AGM].

2.2 Involved Council-Members

In case that a Council-Member does not feel her/his issue has been properly addressed, such Council-Member is free to publish a memo stating the point of her/his concern onto the Miami Green noticeboards and request another special General Meeting to which again all Council-Members and in addition now all owners shall be invited in order to have

an amicable discussion and a final voting which should bring the final solution to the conflict-situation.

2.3 “whistle-blower policy”

Under this “whistle-blower policy”, those who report illegal or improper activity will be protected. Efforts will be made to treat a report of unethical or illegal conduct as confidential, consistent with the need to investigate and prevent or correct the action. The Council-Member making the report will not be discharged or discriminated against for reporting in good faith what they perceive to be wrongdoing, violations of law or unethical conduct. Despite of such ‘protection’ the Council-Members together with the Board of Advisers however may decide by majority-vote to suspend such Council-Member from his/her council-function until the next AGM, respectively – if the Chairperson itself is concerned – call for an extraordinary AGM for the purpose of the election of a new Chairperson.

2.4 Gifts

As a general rule Council-Members may not receive or offer any gift or anything else of significant value for the purpose of influencing the action of the Council or of the recipient. Gifts (except those generally valued at RM 100.00 or less) received from actual or potential services-providers as a part of normal business practice must be given to the MC’s Council or shared with it generally, and if acknowledgement is appropriate, acknowledged on behalf of the MC’s Council. This guideline is not intended to prohibit normal business practices, such as meetings over meals, corporate items given to participants in meetings and conferences, or token of gifts, as long as they are of nominal and reasonable value and promote the MC’s Council legitimate business interests. If a Council-Member believes there is an appropriate reason to make an exemption to this policy for an individual situation, he or she should seek the Council’s majority’s consent prior to giving or accepting the gift.

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3./ Fees for Council-Members

3.1 The principle yes to paying a fee to our Council-Members

In accordance with the specific regulations provided by the Malaysian laws the Miami Green owners agreed to pay a fee to their Council-Members as an expression of thanks and to acknowledge the fact that their Council-Members have accepted to execute all owners’ collective responsibilities in the form of actual personal responsibilities. This fee also acknowledges the fact that our resort consists of 557 (!) condominiums and penthouses and that the volume of the financial responsibility and the actual workload differs from a common single ten story building, for which members of such council might categorically renounce on any such fee.

3.2 The amount of the fee for the single Council-Members

As per January 2007 the amount of such fee is still being discussed within the committee and the entire neighbourhood [ref the ongoing discussion on our "forum", the virtual Miami Green chat-room].

4./ Privacy Policy and Copyright

4.1 Privacy Policy

The Council of our Management Corporation is committed to protecting the privacy of our service-providers and the details of our service-contracts with them towards any third-party "outsiders". However the Council will share any such information with the Board of Advisers [and eventually further Miami Green owners] in correspondence with the Council's mission to provide a best-thinkable and transparent service to the Miami Green Management Corporation.

4.2 Copyright

The Miami Green Management Corporation does not claim any copyright neither for

- our Miami Green General Business Conditions
- the Miami Green Key Policies
- the Miami Green House Rules
- the Internal Rules of our Miami Green Management Corporation, originating from the Rules of our former Miami Green Condominium Resort Owners Association.

On the contrary: as members of the Penang Hi-Rise Unit Owners Association [PERSATUAN PEMILIK UNIT KEDIAMAN TINGGI PULAU PINANG (PPKT)] and being in touch

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with the National House Buyers Association Kuala Lumpur [we collected a major part of our accumulated knowledge from a Strata Title Seminar setup by the HBA, see also www.hba.org.my] we encourage other owners associations and management corporations in Malaysia to make use of the "blueprints" [as per 1/2007 "soon"] available as downloads from our website www.miami-green.info .

Reference

- **the Miami Green General Business Conditions**
- **the Internal Rules of our Miami Green Management Corporation**