

ATTACHMENT A

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2  
3 All right to and interest in the Viceroy Hotel Group ("Viceroy")  
4 owned, held or acquired, directly or indirectly, by JW Hospitality  
5 (VHG US) LLC (formerly known as Wynton Hospitality (VHG US) LLC) and  
6 JW Hospitality (VHG Intl) Ltd. (formerly known as Wynton Hospitality  
7 (VHG Intl) Ltd.), including any right to collect and receive any  
8 profits and proceeds therefrom, and any interest derived from the  
9 proceeds invested in the Viceroy by JW Hospitality (VHG US) LLC and  
10 JW Hospitality (VHG Intl) Ltd. (hereinafter **"VICEROY HOTEL GROUP**  
11 **ASSETS"**).

**ATTACHMENT B**

**MALAYSIAN LAW –**

**SELECTED PROVISIONS OF THE MALAYSIAN PENAL CODE**

**Section 166: Public servant disobeying a direction of the law, with intent to cause injury to any person**

Whoever, being a public servant, knowingly disobeys any direction of the law as to the way in which he is to conduct himself as such public servant, intending to cause, or knowing it to be likely that he will, by such disobedience, cause injury to any person, shall be punished with imprisonment for a term which may extend to one year or with fine or with both.

**Section 405: Criminal Breach of Trust**

Whoever, being in any manner entrusted with property, or with any dominion over property either solely or jointly with any other person, dishonestly misappropriates, or converts to his own use, that property, or dishonestly uses or disposes of that property in violation of any direction of law prescribing the mode in which such trust is to be discharged, or of any legal contract, express or implied, which he has made touching the discharge of such trust, or wilfully suffers any other person so to do, commits “criminal breach of trust.”

**Section 409: Criminal breach of trust by public servant or agent**

Whoever, being in any manner entrusted with property, or with any dominion over property, in his capacity of a public servant or an agent, commits criminal breach of trust in respect of that property, shall be punished with imprisonment for a term which shall not be less than two years and not more than twenty years and with whipping, and shall also be liable to fine.

1 **Section 409A: Defence not available**

2 It is no defence for any offence prescribed in section 403, 404, 405, 406, 407, 408 and  
3 409 to show that the property was openly appropriated or that the appropriation was duly  
4 recorded and entered in the books and accounts of any company or association or body  
5 of person whether incorporated or not.

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7 **Section 409B: Presumption**

8 (1) Where in any proceeding it is proved—

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10 (b) for any offence prescribed in sections 405, 406, 407, 408 and 409, that any  
11 person entrusted with property or with dominion over property had—

12 (i) misappropriated that property;

13 (ii) used or disposed of that property in violation of any direction of law  
14 prescribing the mode in which such trust is to be discharged or of any legal  
15 contract, express or implied which he had made touching the discharge of  
16 such trust; or

17 (iii) suffered any person to do any of the acts described in subparagraph (i)  
18 or (ii) above,

19 it shall be presumed that he had acted dishonestly until the contrary is proved.

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21 **Section 415: Cheating**

22 Whoever by deceiving any person, whether or not such deception was the sole or main  
23 inducement,

24 (a) fraudulently or dishonestly induces the person so deceived to deliver any  
25 property to any person, or to consent that any person shall retain any property; or

26 (b) intentionally induces the person so deceived to do or omit to do anything  
27 which he would not do or omit to do if he were not so deceived and which act or  
28 omission causes or is likely to cause damage or harm to any person in body, mind,

1 reputation, or property,  
2 is said to “cheat.”

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4 **Section 418: Cheating with knowledge that wrongful loss may be thereby caused to**  
5 **a person whose interest the offender is bound to protect**

6 Whoever cheats with the knowledge that he is likely thereby to cause wrongful loss to a  
7 person whose interest in the transaction to which the cheating relates, he was bound  
8 either by law, or by a legal contract, to protect, shall be punished with imprisonment for  
9 a term which may extend to seven years or with fine or with both.

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11 **Section 420: Cheating and dishonestly inducing delivery of property**

12 Whoever cheats and thereby dishonestly induces the person deceived, whether or not the  
13 deception practiced was the sole or main inducement, to deliver any property to any  
14 person, or to make, alter, or destroy the whole or any part of a valuable security, or  
15 anything which is signed or sealed, and which is capable of being converted into a  
16 valuable security, shall be punished with imprisonment for a term which shall not be less  
17 than one year and not more than ten years and with whipping, and shall also be liable to  
18 fine.

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20 **Section 21: “Public servant”**

21 The words “public servant” denote a person falling under any of the descriptions  
22 hereinafter following:

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24 (i) every officer whose duty it is, as such officer, to take, receive, keep or expend any  
25 property, on behalf of Government, or to make any survey, assessment, or contract on  
26 behalf of Government, or to execute any revenue process, or to investigate, or to report  
27 on any matter affecting the pecuniary interests of Government, or to make, authenticate,  
28 or keep any document relating to the pecuniary interests of Government, or to prevent

1 the infraction of any law for the protection of the pecuniary interests of Government, and  
2 every officer in the service or pay of Government, or remunerated by fees or commission  
3 for the performance of any public duty . . . .

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5 Explanation 1

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7 Persons falling under any of the above descriptions are public servants, whether  
8 appointed by the Government or not.

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10 Explanation 2

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12 Wherever the words “public servant” occur, they shall be understood of every  
13 person who is in actual possession of the situation of a public servant, whatever  
14 legal defect there may be in his right to hold that situation.

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16 **SELECTED PROVISIONS OF THE MALAYSIAN ANTI-CORRUPTION**  
17 **COMMISSION ACT OF 2009**

18 **Section 16 – Offence of accepting gratification by any person**

19 Any person who corruptly solicits or receives or gives any gratification for himself or for  
20 any other person as an inducement doing or forbearing to do anything in respect of any  
21 matter commits an offence.

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23 **Section 17 – Offence of giving or accepting gratification by an agent**

24 Any person being an agent corruptly accepts or obtains or gives or offers any  
25 gratification as an inducement for doing or forbearing to do any act in relation to his  
26 principal’s affairs commits an offence.

1 **Section 23 – Offence of using office or position for gratification**

2 Any officer of the public body commits an offence when he uses his office or position  
3 for gratification when he makes any decision or takes any action whether for himself, his  
4 relative or associate in relation to any matter in which such officer or any relative or his  
5 associate, has interest whether directly or indirectly.

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**ATTACHMENT C**

UNITED ARAB EMIRATES LAW

FEDERAL LAW NO (3) OF 1987 ON ISSUANCE OF THE PENAL CODE

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5 **Article (224):** A prison term shall be inflicted upon any public official or person  
6 assigned to public service who misappropriates property held in his possession ex officio  
7 or by reason of his assignment.

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9 **Article (225):** A term of imprisonment shall be inflicted upon any public official or  
10 person assigned to public service who takes advantage of his position and unjustifiably  
11 embezzles the property of the State or the property that belongs to any of the authorities  
12 stated in Article (5) or facilitates this matter for other persons.

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14 **Article (227):** Punishment by term imprisonment shall be inflicted upon any public  
15 official or person assigned to public service who has been entrusted to safeguard the  
16 interest of the State, or any of the authorities stated in Article (5), in a transaction,  
17 operation, or case, and who willfully prejudices such an interest in order to gain  
18 advantage for himself or for another person.

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20 **Article (228):** A prison term shall be inflicted upon any public official or person  
21 assigned to public service who is concerned with the preparation, administration or  
22 performance of job contracts, supplies, works or contracts related to the State, or any of  
23 the authorities indicated in Article (5), who gains directly or through a mediator from  
24 any of said works, or obtains for himself or for another a commission on any matter  
25 pertaining to said works.

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27 **Article (229):** A prison term not exceeding five years shall be inflicted upon any one  
28 who willfully commits an act of fraud in performing all or some of the obligations

1 imposed upon him in a job, a supply contract, or other administrative contracts  
2 concluded with the Government or any of the authorities provided for in Article (5). . . .

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4 **Article (5):** The following shall ipso jure be considered a public official:

5 1. Persons entrusted with the public authority and employees working in  
6 ministries and governmental departments.

7 2. Members of the Armed Forces.

8 3. Chairmen and members of the legislative, consultative and municipal  
9 councils.

10 4. Whoever is delegated by any of the public authorities to perform a specific  
11 assignment within the limits of the work entrusted to him.

12 5. Chairmen and members of board of directors, managers and all other  
13 employees working in associations and public corporations.

14 6. Chairmen and members of boards of directors and all other employees  
15 working in associations and public welfare institutions.

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17 Whoever is not included in the categories stated in the preceding clauses and performs  
18 work connected with public service in accordance with instructions issued to him from a  
19 public official having the authority to give such an instruction according to prescribed  
20 laws or regulations, concerning the work assigned to him, shall be considered ipso jure  
21 to be entrusted with a public service.

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23 **Article (399):** Detention or a fine shall be imposed upon any one who seizes, for  
24 himself or for another, a movable property, or obtains a document or signature thereon,  
25 cancellation or destruction thereof or amendment thereto by fraudulent means, or by  
26 assuming a false name or capacity, where such an act leads to deception of a victim and  
27 leads him to surrender. . . .



**ATTACHMENT D**

SWISS CRIMINAL CODE OF 21 DECEMBER 1937

(Translated)

**Title Eleven: Forgery**

**Article 251**

1. Any person who with a view to causing financial loss or damage to the rights of another or in order to obtain an unlawful advantage for himself or another, produces a false document, falsifies a genuine document, uses the genuine signature or mark of another to produce a false document, falsely certifies or causes to be falsely certified a fact of legal significance or, makes use of a false or falsified document in order to deceive, is liable to a custodial sentence not exceeding five years or to a monetary penalty. . . .

**ATTACHMENT E**

SINGAPORE PENAL CODE

CHAPTER 224

**Cheating**

**415.** Whoever, by deceiving any person, whether or not such deception was the sole or main inducement, fraudulently or dishonestly induces the person so deceived to deliver any property to any person, or to consent that any person shall retain any property, or intentionally induces the person so deceived to do or omit to do anything which he would not do or omit to do if he were not so deceived, and which act or omission causes or is likely to cause damage or harm to any person in body, mind, reputation or property, is said to “cheat”.

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