

**PAKAR MANAGEMENT TECHNOLOGY (M)
SDN BHD**

ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

1.0 INTRODUCTION

- 1.1 Pakar Management Technology (M) Sdn Bhd (PMTSB) is committed to conducting its business ethically and in compliance with all applicable laws and regulations in the country. These laws include but are not limited to the Malaysian Penal Code (revised 1977), the Malaysian Anti-Corruption Commission Act 2009 (revised 2018) and Malaysian Companies Act 2016. These laws prohibit acts of bribery and corruption, and mandate that companies establish and maintain adequate procedures to prevent bribery and corruption.
- 1.2 This Policy is applicable globally. If you are travelling outside of Malaysia, you are subject to the laws of the country you are in but the principles of this Policy must be adhered to regardless of whether or not that country has specific anti-bribery and anti-corruption laws. In cases where there is a conflict between the specific anti-bribery and anticorruption laws and the principles contained in this Policy, the stricter provision shall prevail.
- 1.3 Under the Malaysian Anti-Corruption Commission Act 2009 (revised 2018) (MACC Act), bribery and corruption are criminal offences and the legal consequences include a fine of up to 10 times the amount of the Gratification subject to a minimum of RM1 million and/or imprisonment of up to twenty (20) years. A commercial organization commits an offence if an associated person corruptly gives any gratification with intent to obtain or retain business or an advantage in the conduct of business, for the commercial organization.
- 1.4 “Gratification” means:
 - (a) money, donation, gifts, loan, fee, reward, valuable security, property or interest in property being property of any description whether movable or immovable, financial benefit, or any other similar advantage;
 - (b) any dignity, employment, contract of employment or services, and agreement to give employment or render services in any capacity;
 - (c) any payment, release, discharge or liquidation of any loan, obligation or other liability;
 - (d) any valuable consideration of any kind, any discount, commission, rebate, bonus, deduction or percentage;
 - (e) any forbearance to demand any money or money’s worth or valuable thing;
 - (f) any other service or favour of any description, including protection from any penalty or disability incurred or apprehended or from any action or proceedings of a disciplinary, civil or criminal nature; and
 - (g) any offer, undertaking or promise, whether conditional or unconditional, of any gratification within the meaning of any of the preceding paragraphs (a) to (f).
- 1.5 If an offence is committed by a commercial organization, the MACC Act also deems its directors, controllers, officers, partners or persons concerned in its management of affairs to have committed the same offence. It is therefore important that you understand how bribery and corruption may be committed and the legal consequences arising from such act as well as to take steps to prevent bribery and corruption from happening.

2.0 SCOPE

- 2.1 This Policy is applicable to the Employees at all levels of PMTSB. All Employees are required to read, understand and comply with this Policy during the course of their work. This Policy is also applicable to Business Associates who are required to comply with the relevant provisions of this Policy in their dealings with PMTSB and its Employees.
- 2.2 Employees refers to anyone who is employed by or works at PMTSB whether permanent, fixed-term or temporary basis, interns and directors (executive and non-executive). Business Associates refers to anyone whom performs services for and on behalf of PMTSB. It is also applicable to contractors, sub-contractors, consultants, agents, representatives, vendors, suppliers and service providers of any kind performing work and services, for or on behalf of PMTSB (together, "Business Associates").
- 2.3 Responsibilities of Employees:
- Read, understand and comply with the Policy
 - Attend Anti-Bribery and Corruption Training
 - Raise questions and voice concerns if the Employee is aware of any suspected violations of laws and internal policies.
- 2.4 Responsibilities of Business Associates:
- Business Associates who work for and on behalf of the Company are expected to act in a way that is consistent with this Policy.
 - Prior to the appointment by PMTSB, Business Associates must acknowledge and agree to read, understand and comply with this Policy.

3.0 ANTI-BRIBERY AND ANTI-CORRUPTION

- 3.1 The Malaysian Anti-Corruption Commission describes "corruption" as an act of giving or receiving of any gratification or reward in the form of cash or in-kind of high value for performing a task in relation to his/her job function or activity.
- 3.2 The MACC Act stipulates four (4) main offences, being:
- Soliciting / Receiving Gratification (Bribe) - Sections 16 & 17(a) MACC Act
 - Offering / Giving Gratification (Bribe) - Section 17(b) MACC Act
 - Intending to Deceive (False Claim) - Section 18 MACC Act
 - Using Office or Position for Gratification (Bribe) (Abuse of Power / Position) - Section 23 MACC Act
- 3.3 The MACC Act which has been in force on 1 June 2020 introduces two (2) more offences, being:
- Offering / Giving Gratification by commercial organization (Corporate Liability) – Section 17A MACC Act
 - Deemed Parallel Personal Liability for Senior Employees (Personal Liability) – Section 17A(3) MACC Act

- 3.4 Corruption may include “bribery” which is any offering, promising, giving, requesting agreeing to receive, accepting a gratification, or other advantages with the intention of inducing or rewarding someone to perform their job function or activity improperly. Form of bribery includes kickbacks, inflated commissions, expensive gifts, political donations, excessive or inappropriate entertainment.
- 3.5 This Policy prohibits all forms of bribery and corrupt practices, and makes no distinction between whether they are being made to persons in the public or private sectors. Employees and Business Associates must not directly or indirectly pay, offer or promise any gratification to any public official, party or their family members as an inducement for or reward for acting improperly. Furthermore, Employees must not directly or indirectly pay, offer or promise gratification to customers, Business Associates or any other party for the purpose of exerting influence, soliciting payment or other unfair or illegal preferential treatment.

4.0 FACILITATION PAYMENTS

- 4.1 Facilitation payments are forms of payments made personally to an individual in control of a process or decision to secure or expedite the performance of a routine or administrative duty or function (e.g., influencing the timing of process or issuing of permits). In Malaysia, facilitation payments are illegal. It is seen as a form of corruption and is strictly prohibited under this Policy.
- 4.2 Employees and Business Associates must not directly or indirectly offer, promise or give any form of facilitation payment to any private, government-linked and public officials for any purposes.
- 4.3 There may be occasion where you are forced to make facilitation payments in order to protect your life, limb or liberty. In such occasion, you must immediately report the incident to Chief Executive Officer for the necessary action to be taken.

5.0 GIFTS, ENTERTAINMENT AND HOSPITALITY

5.1 Gifts

A. Providing Gifts

- (a) “Corporate gifts” normally bear the company’s name and logo and are of nominal/ appropriate value such as diaries, table calendars, pens, notepads and plaques. “Festive or Ceremonial gifts” are traditional treats or gifts customary to the occasion such as hampers, mandarin oranges, dates, mooncakes etc.
- (b) Corporate gifts, Festive or Ceremonial gifts may be given to our customers, Business Partners or other parties provided it fulfils all of the following conditions:
- (i) made for the right reason – it should be clearly given as an act of appreciation or common courtesy associated with festive seasons or other ceremonial occasions;
 - (ii) no obligation – it must not be used to cause or induce the receiver to improperly or illegally influence any business action or inaction or cause others to perceive an improper influence;
 - (iii) no expectation – there must not be any expectation of any favour or improper advantages from the receiver;

- (iv) made openly – if made secretly and undocumented then the purpose will be open to question;
 - (v) reasonable value – the type of gifts and its value must commensurate with the occasion and in accordance with general business practice. The value limit for “Corporate Gift” is RM50.00 and below (all inclusive) per item per person. The value limit for Festive and Ceremonial gift is RM500.00 and below (all inclusive) per item per entity.
 - (vi) legal – it complies with applicable laws; and
 - (vii) documented – gift that is above value limit is required to complete and submit relevant form to the Head of Department and Managing Director for approval. Form attached as Appendix 1.
- (c) Malaysia anti-bribery and anti-corruption laws impose strict restrictions on the value and level of gifts to be accorded to public officials. PMTSB is committed to complying with all applicable laws and Employees must not offer or promise to give any gifts to public officials or foreign public officials.

B. Accepting Gifts

- (a) PMTSB recognizes that exchanges of are a very delicate matter where, in certain cultures or situations, gifts giving is customary, a tradition or central part of business etiquette.
- (b) Employees and Business Associates are expected to always communicate our policies on anti-bribery and anti-corruption to external parties and to decline (or avoid accepting) gifts with the exceptions being:
 - (i) corporate gifts of nominal/appropriate value;
 - (ii) gifts given during invitations to speak at conferences or work-related conferences. If you are in doubt about the acceptability, the gifts just be refused.
- (c) Employees and Business Associates must not directly or indirectly solicit for gifts from any party for themselves, family or for or on behalf of PMTSB.
- (d) Employees must inform Human Resource Division and record any gifts received, irrespective of value using form attached as Appendix 2 within five (5) working days of receipt. Employees (or anyone on their behalf) must not accept gifts in the form of cash or cash equivalent from any party having business dealings with PMTSB.

5.2 Entertainment

A. Providing Entertainment

- (a) It is a common practice within the business environment to provide entertainment to foster business relationships. PMTSB recognizes the need to provide reasonable and proportionate entertainment under appropriate circumstances. Employees may offer appropriate and proportionate entertainment value limit to RM100.00 and below (all inclusive) per person per occasion and subject to the overall limit of their Level of Authority Limit or Division Limit that is legal and reasonable within the scope of their work as part of business networking as well as a measure of goodwill towards the recipients.

- (b) Entertainment that is above value limit is required to complete and submit relevant form to the Head of Department and Managing Director for approval. Form attached as Appendix 1.
- (c) Whilst the act of hospitality through entertainment is a central part of business etiquette, it may create a negative perception if observed or known by others despite selfless motives behind the entertainment provided. Employees and Business Associates must always bear in mind that perception is more important than facts and therefore Employees are expected to always exercise proper care and good judgement when providing entertainment to external parties.
- (d) Employees and Business Associates must not directly or indirectly provide or offer to provide entertainment with a view to cause undue influence or in exchange for favours or advantages. Such acts are considered corruption.
- (e) Malaysia anti-bribery and anti-corruption laws impose strict restrictions on the value and level of entertainment to be accorded to public officials. PMTSB is committed to complying with all applicable laws and Employees and Business Associates must not offer, promise to give any entertainment to public officials or foreign officials.

B. Accepting Entertainment

- (a) PMTSB recognizes that occasional acceptance of appropriate and proportionate entertainment provided by Business Associates or other parties in the normal course of business is a legitimate way to network and to build business relationships.
- (b) However, it is important for Employees to always communicate our policies on anti-bribery and anti-corruption to external party's exercise proper care and good judgement before accepting entertainment offered or provided by customers, Business Partners or other external parties. This is to safeguard PMTSB's reputation and avoid allegations of impropriety or undue influence or worse, corruption.
- (c) Employees must at all times conduct themselves with integrity in relation to accepting entertainment from any party. Employees or any of their family members must not accept entertainment in exchange for an exercise or non-exercise of their job function or activity.

5.3 Corporate Hospitality

Corporate hospitality is generally corporate events or activities organized by an organization, which involves entertainment of Employees and/or other parties for the benefit of that organization. Examples of corporate hospitality includes seminars/workshop/talks on subject matters relevant to the specific products/solutions/business/industry. Other parties may include customers, contractors, consultants, bankers, lawyers, suppliers, vendors, service providers of any kind, stakeholders with whom a business relationship (whether past, present or prospective) exists and the public at large.

A. Providing Corporate Hospitality

- (a) PMTSB recognizes that providing corporate hospitality be it through corporate events, sport events or other public events, is a legitimate way to network, promote goodwill and build business relationships.
- (b) While providing appropriate and proportionate corporate hospitality is a reflection of PMTSB 's courtesy and generosity, Employees and Business Associates must exercise proper care and good judgement to ensure that the arrangement is legal under applicable laws, made for the right reasons and reasonable in its form and limit. More importantly, it must not be given or give rise to the perception that it is given to obtain business or advantage of any kind or unduly influence the outcome of a business decision.
- (c) Malaysia anti-bribery and anti-corruption laws impose strict restrictions on the value and level of corporate hospitality to be accorded to public officials. PMTSB is committed to complying with all applicable laws and Employees and Business Associates must exercise special caution when providing corporate hospitality and must at all times communicate our policies on anti-corruption to external parties.

B. Accepting Corporate Hospitality

- (a) As a general principle, Employees and Business Associates must not directly or indirectly solicit corporate hospitality or accept corporate hospitality of any form that is excessive, inappropriate, illegal or given in response to, in anticipation of, or to influence a favourable business decision.
- (b) Notwithstanding the above, PMTSB recognizes that occasional acceptance of an appropriate level of corporate hospitality given in the normal course of business is usually a legitimate contribution to building good business relationships. However, Employees and Business Associates must always communicate our policies on anti-corruption to external parties' exercise proper care and good judgement to ensure that the arrangement is legal under applicable laws, made for the right reasons and reasonable in its form and limit. More importantly, it must not be accepted or give rise to the perception that it is accepted to obtain business or advantage of any kind or unduly influence the outcome of a business decision.

6.0 DONATION AND SPONSORSHIP

- 6.1 Prohibition of donation/contribution to political parties or individual politicians. Employees and Business Associates must not make donation or funding of any kind to political parties or individual politicians or towards political campaigns or initiatives for or on behalf of PMTSB.
- 6.2 Charitable or Educational Donations and Sponsorships
PMTSB will only provide charitable or educational donations and public welfare sponsorships if they are ethical and legal under applicable laws. All donation and sponsorship expenses must be approved in accordance with PMTSB's standard operating procedures.
- 6.3 Employees and Business Associates must never use donations or sponsorships to obtain business or advantage of any kind or unduly influence the outcome of a business decision or cause others to perceive it as such. The use of donations or sponsorships in this manner is strictly prohibited under this Policy.

6.4 Employees are required to complete and submit relevant form to the Head of Department and Managing Director for approval. Form attached as Appendix 1.

7.0 BUSINESS PARTNERS AND THEIR CONDUCT

7.1 Employees must carry out proper due diligence process and comply with all applicable PMTSB's standard operating procedures before on-boarding any Business Partners. This include informing them of PMTSB's Anti-Bribery and Anti-Corruption Policy and with effect from the date of this Policy, all Business Partners must submit an Anti-Corruption Declaration or confirmation in similar terms prior to onboarding as PMTSB's service provider.

7.2 Employees must monitor our Business Partners' performance from time to time to be in compliance with this Policy, and where breach or suspected breach arises, immediate action must be taken. Failure to comply with this Policy by our Business Partners may lead to immediate termination of contract and claim for damages.

7.3 In addition to all applicable anti-bribery and anti-corruption laws to which it may be subjected to, PMTSB expects our Business Partners to comply with this Policy in relation to all dealings by them for, on behalf of or involving PMTSB. Our Business Partners must also refrain and procure its affiliates to refrain from taking any action that would result in a violation of any applicable anti-bribery and anti-corruption laws and this Policy.

7.4 Unless evidence suggests otherwise, all our Business Partners are independent contractors. They are not agent of or representative of PMTSB and they are not entitled or must not hold themselves out to have the authority to bind PMTSB for any purpose.

8.0 DEALING WITH GOVERNMENTS AND PUBLIC OFFICIALS

8.1 Employees and Business Partners must comply with all applicable laws, conduct themselves with integrity and apply the highest ethical standards whenever they deal or otherwise engage with governments, government agencies, regulatory bodies, statutory bodies (whether local or foreign) and any of its officials.

8.2 Employees or Business Partners must not directly or indirectly exert, or attempt to exert, any improper or illegal influence on public officials.

8.3 If any information is required by any government, government agencies, regulatory bodies, statutory bodies (whether local or foreign), Employees must always consult their immediate supervisor before responding to such requests and ensure that all information provided is in good faith, truthful and accurate.

8.4 Any improper or secret payments or transfer of items of any value (including facilitation payments) to public officials is strictly prohibited. If you have any doubts on whether such payments constitute an improper, secret and/or facilitation payments, please refer to the Integrity Team.

8.5 Any improper or secret payments or transfers of items of value through intermediaries, or a third party, with the knowledge that all or part of the payment will contribute directly or indirectly as an improper, secret or facilitation payments to a public official is also strictly prohibited.

9.0 CONFLICTS OF INTEREST

- 9.1 Conflicts of interest arise where there is personal interest that can be considered to have potential interference with objectivity in performing duties or exercising judgement for or on behalf of PMTSB Employees and Business Associates must avoid situations in which their personal interest would conflict with their duties and responsibilities. Employees must not use their position, official working hours, PMTSB's resources and assets, or information available to them for personal gain or to PMTSB's disadvantage.
- 9.2 In situations where conflict of interest arises, Employees are required to immediately declare the matter to their immediate supervisor.

10.0 DUE DILIGENCE

- 10.1 Due diligence will be taken in vetting all associated persons described in Paragraph 2.0 as well as all parties entering into formalised relationships with PMTSB, including background checks on the person or entity, document verification processes and face to face interview with persons appointed to a key role where corruption risk has been identified.

11.0 WHISTLEBLOWING CHANNEL

- 11.1 If you suspect, or reasonably believe that this Policy has been, or is being breached, you have an obligation to report your concerns to your Divisional Manager or the Integrity Team and where applicable, you may report such concerns using the reporting channels at abcwb@pakar.com.my
- 11.2 All concerns reported will be taken seriously, treated in confidential manner and investigated immediately. Your anonymity will be protected unless the disclosure is required by law pursuant to an investigation or legislation, but you may be required to provide a statement as supporting evidence to any investigation. Any retaliation directed against anyone making such report will not be tolerated.
- 11.3 All reports shall be made in good faith and the report must be legitimate. Anyone who makes any malicious, scandalous or vexatious report, and particularly if they persist with such untrue allegations, they will be subjected to PMTSB's disciplinary actions.
- 11.4 If you have any queries or concerns about whether an act might constitute bribery or corruption, please contact the Integrity Team.

12.0 ANTI-BRIBERY AND ANTI-CORRUPTION COMPLIANCE FUNCTION

- 12.1 PMTSB has established and will continue to maintain the Local Integrity Committee to be responsible for all anti-bribery and anti-corruption compliance matters.
- 12.2 The Local Integrity Committee is adequately equipped to act effectively against bribery and corruption in the following manner:
- (a) provide advice and guidance on anti-bribery and anti-corruption compliance program and issues relating to bribery and corruption;
 - (b) take appropriate steps to ensure that there is adequate monitoring, measurement, analysis and evaluation of the anti-bribery and anti-corruption compliance program;

12.3 Appropriate resources shall be provided for effective operation of the anti-bribery and anti-corruption compliance program and that the Local Integrity Committee is staffed with persons who have the appropriate competence, status, authority and independence.

12.4 The lines of authority for the Panel tasked with responsibility for overseeing the anti-bribery and anti-corruption compliance program including Risk Assessment shall be as appropriate to enable complaints to be made without regard to the hierarchy of employment.

13.0 REGULAR MONITORING AND REVIEW

13.1 PMTSB is committed to making the anti-bribery and anti-corruption effort as a continuous effort to maintain good corporate governance, reputation and standards of PMTSB.

13.2 Employees are encouraged to raise any concerns or inadequacies in the anti-bribery and anti-corruption compliance program to the Panel.

13.3 A comprehensive risk assessment shall be done every 3 years, with intermittent assessments conducted when necessary focusing on the following areas;

(a) opportunities for corruption resulting from weaknesses in internal governance;

(b) disguised financial transactions that may conceal corrupt activities

(c) relationships with third party vendors and suppliers

13.4 Regular audits shall be conducted to monitor, review, improve and assess performance, efficiency and effectiveness of ongoing anti-bribery and anti-corruption efforts by PMTSB. Such audits may be conducted internally by PMTSB or by external party. The results of any audit, risk assessment, review of control measures and performance shall be reported to the Managing Director and acted upon accordingly.

14.0 ENFORCEMENT FOR NON-COMPLIANCE

14.1 PMTSB regard acts of bribery and corruption seriously and will take appropriate actions in the event of non-compliance of this Policy. For our employees, non-compliance of this Policy may lead to disciplinary action and termination of employment.

14.2 For Business Partners, non-compliance of this Policy may lead to termination of contract and claim for damages.

14.3 Resigned Employees and Business Associates are subject to appropriate legal proceedings.

15.0 TRAINING AND COMMUNICATIONS

15.1 This Policy is a public document which shall be communicated to all our employees and Business Partners. Our employees and Business Partners must read and understand PMTSB's position on anti-bribery and anti-corruption.

15.2 Adequate training on PMTSB's anti-bribery and anti-corruption approach shall be provided to our employee.