



SACOFA SDN BHD
Registration No: 200101017148 (552905-P)
(Incorporated in Malaysia)

ANTI-BRIBERY POLICY

1. Introduction

Sacofa Sdn Bhd (“SACOFA” or the “Company”) and its subsidiaries (the “Group”) is committed to conducting its business in a lawful and ethical manner.

SACOFA has established this Anti-Bribery Policy (“Policy”) to set out the Company’s expectations for internal and external parties working with and for the Group in upholding the Group’s zero-tolerance stance against bribery.

This Policy shall form the keystone for the Group’s Anti-Bribery Framework and the relevant policies that constitute the Anti-Bribery Framework.

2. Scope

This Policy is generally applicable to the Group’s Directors, Employees, Suppliers, Service Providers, Business Associates, and any third parties acting on the Group’s behalf, unless otherwise stated in the specific policies.

This Policy shall be applicable to all business operations of the Group regardless of country of operation.

3. What is Bribery?

“Bribery” refers to the act of corruptly giving, agreeing to give, promising, offering, soliciting, receiving, or agreeing to receive any gratification. Gratification can take various forms, including monetary, non-monetary, services, favours, or any form of benefit or advantage.

A gratification that is given or received with a corrupt intent, including to induce or reward the improper performance of a party, or to obtain or retain business advantage, is considered a bribe.

The Malaysian Anti-Corruption Commission Act 2009 (“MACC Act 2009”) prohibits a person or a commercial organisation from giving and receiving bribes, including via agents or associates.

[Refer to **Section 16**, **Section 17**, and **Section 17A** of the *MACC Act 2009*]

4. Our Anti-Bribery Stance

- I. The SACOFA Group adopts a zero-tolerance approach towards bribery and will not pay bribes to anyone for any purpose.
- II. The Company takes the upholding of its anti-bribery stance across the Group's business seriously and expects the same from stakeholders internal and external to the Group's business, extending to all the Group's business dealings and transactions in all countries in which it operates.
- III. Directors, Employees, Suppliers, Service Providers, Business Associates, and any third parties working with or for the Group shall adhere to and observe the Group's anti-bribery stance and relevant provisions of the Group's Anti-Bribery Framework.
- IV. The Company treats any violation of this Policy seriously and will undertake necessary actions, including, but not limited to, review of employment or appointment, disciplinary actions, dismissal, and reporting to the authorities, consistent with the relevant laws and regulations.
- V. The Company is committed to complying with the relevant anti-bribery laws and regulations, breaches or violation of which may cause great damages to the Group which may include reputational damages, legal fines, imprisonment for persons responsible, etc.

5. Definitions

The following definitions and interpretations shall apply to this Policy:

- (i) "bribery" refers to the act of corruptly authorising, giving, agreeing to give, promising, offering, soliciting, receiving, or agreeing to receive any gratification;
- (ii) "gratification" shall have the meaning as defined in the Malaysian Anti-Corruption Commission Act 2009, i.e.:
 - (a) money, donation, gift, 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 office, 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, whether in whole or in part;

- (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, whether or not already instituted, and including the exercise or the forbearance from the exercise of any right or any official power or duty; 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);
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- (iii) where this Policy refers to the act of "giving" or "paying" a bribe it also refers to actions amounting to the act of agreeing to give, promising, or offering a bribe;
 - (iv) where this Policy refers to the act of "receiving" a bribe it also refers to actions amounting to the act of soliciting or agreeing to receive a bribe;
 - (v) "facilitation payments" shall have the definition consistent with that provided by *Transparency International*, which is: a small bribe, also called a 'facilitating', 'speed', or 'grease' payment, made to secure or expedite the performance of a routine or necessary action to which the payer has legal or other entitlement;
 - (vi) "Employees" include full-time, part-time, probationary, contract and temporary employees;
 - (vii) "Service Providers" include the Group's contractors, sub-contractors, consultants, distributors, agent representatives, or any parties performing work or services for or on behalf of the Group;
 - (viii) "Business Associates" include the Group's joint-venture entities, joint-venture partners, associate companies, and business partners, as well as Service Providers;
 - (ix) "Officer of a Public Body" shall have the definition as provided in the MACC Act 2009; and
 - (x) "Foreign Public Official" shall have the definition as provided in the MACC Act 2009.



6. Bribing of an Officer of a Public Body or a Foreign Public Official

The bribing of an Officer of a Public Body or a Foreign Public Official is an offence under the MACC Act 2009 and is likely to be an offence under the local laws of the Group's countries of operations. Directors, Employees, Suppliers, and Business Associates of the Group who has dealings with any Officer of a Public Body or Foreign Public Official shall exercise extra care to not engage, directly or through a third party, in any activity or transaction that may constitute, or be perceived to constitute, an attempt to bribe an Officer of a Public Body or Foreign Public Official.

7. Gifts and Hospitality

While the giving and receiving of gifts and hospitality is not prohibited, they must not be made with the intention to, or perceived to be able to, influence any business-related decisions or outcome.

Gifts or hospitality which may influence, or be perceived to be able to influence, any business-related decisions or outcome may be construed as a bribe. Directors, Employees, Suppliers, and Business Associates of the Group must avoid giving or receiving gifts or hospitality which may be construed as a bribe.

All gifts and hospitality provided by the Group or received by the Group's Directors and Employees shall be authorised, processed, and recorded in accordance with the Group's **Policy on Gift, Hospitality, and Third-Party Travel**.

8. Third-Party Travel

Third-Party Travel refers to travelling-related expenditures, such as travel, meals, or accommodations, incurred for legitimate business activities, such as an audit or factory visit, which is incurred by a business counterpart and paid for by the Group. Inappropriate, excessive, or unnecessary Third-Party Travel poses a bribery risk, especially when the business activity in question involves a material interest of a specific party, e.g. an audit, and shall not be provided or received.

All Third-Party Travel provided by the Group or received by the Group's Directors and Employees shall be authorised, processed, and recorded in accordance with the Group's **Policy on Gift, Hospitality, and Third-Party Travel**.



9. Facilitation payments

The Group, its Directors, Employees, Suppliers, and Business Associates are prohibited from, directly or through a third party, giving or receiving facilitation payments. Directors, Employees, Suppliers, and Business Associates shall comply with the Group's **Policy on Facilitation Payments**.

Facilitation payments include unofficial and improper payments or benefits, such as gifts or entertainment, provided to secure or expedite a routine or necessary action to which the Group is legally entitled. Facilitation payments are bribes and they could be small in value and solicited by both public and private sectors.

10. Donations and Sponsorships

Donations made by the Group are philanthropic in nature and must never be made with the intention to, or perceived to be able to, influence any business-related decisions or outcome.

Sponsorships made by the Group shall have at least one of the following commercial benefits:

- (a) offers value for money;
- (b) promotes the brand name of the Group or its products; and
- (c) enhances or promotes business opportunities, in a fair manner without the sponsorship being potentially constituting a bribe.

Generally, in order to avoid situations where there could be an actual or perceived conflict of interest, the Group shall avoid making contributions or donations to, or sponsor the events of any regulator, government department, government agency, or authority (hereinafter referred to as "Authority") or entities directly related to them, if:

- (i) the Group is expecting to apply, obtain, or renew a licence, permit, approval, or any form of clearance (hereinafter referred to as "Clearance") from the said Authority; or
- (ii) the Group has just obtained a Clearance from the said Authority.

The Group has set a guidance where a donation or sponsorship shall not be made to an Authority or entities directly related to the Authority beginning from 3 months before a request for Clearance to 3 months after the Clearance has been obtained unless the donation or sponsorship event has a clear social or environmental cause.

Donations and sponsorships by the Group shall be in accordance with the Group's **Policy on Donation and Sponsorship**.



11. Business Incentives

Doing business or establishing new business opportunities may involve the use of business incentives, such as commissions, rebates, or referral fees, for promotional and marketing purposes or for referral into new business relationships or opportunities. That said, certain business incentives may be of questionable nature or may constitute a bribe formulated with the intention to obtain or retain undue business advantage.

The Group, including Directors, Employees, and, where applicable, Business Associates shall not provide or receive business incentives which are questionable in nature or are contradictory with anti-bribery laws and regulations.

Business incentives provided by the Group or received by the Group's Directors or Employees shall be in accordance with the Group's **Policy on Business Incentives**.

12. Business Dealings with Suppliers and Business Associates

The Group, in selecting its Suppliers and Business Associates, such as agents, consultants, distributors, or joint venture partners, places great emphasis on integrity and ethical business practices. The Group has established internal procedures which requires due diligence checks to be performed on Suppliers and Business Associates before appointment or engagement.

Suppliers and Business Associates are highly encouraged to have in place adequate procedures to prevent the conduct of bribery activity, especially when performing a work or service on behalf of the Group. For a business arrangement or conduct of business activity which bears a higher bribery risk, as assessed and determined by the Group from time to time, the Group may require the Supplier or Business Associate involved to have in place policies and procedures to prevent the conduct of bribery activities.

13. Compliance and Support

Directors, Employees, Suppliers or Business Associates of the Group are expected to refuse to give or receive a bribe when solicited or offered one. The Group is committed to ensuring that no one suffers any detrimental treatment for refusing to give or accept a bribe.

Compliance with this Policy by the Group, its Directors, Employees, Suppliers, and Business Associates is mandatory. Any violation of this Policy will be dealt with seriously by the Group and may lead to, but not limited to, review of contracts, employment, or appointment, disciplinary actions, dismissal, cessation of business relationship, and/or reporting to the authorities, consistent with relevant laws and regulations.



Directors, Employees, Suppliers, or Business Associates with any concerns or queries or requiring support and advice pertaining to compliance with this Policy shall consult with their respective internal reporting lines.

If there is a suspected violation or potential violation of this Policy, such cases shall be reported via the Group's whistleblowing mechanism, as outlined in the following section.

14. Reporting of violations of the policy

Any person, including the general public, who knows of, or suspects, a violation of the Policy is encouraged to report the concerns through the whistleblowing mechanism set out under the Group's **Whistle-Blowing Policy**.

No individual will be discriminated against or suffer any sort of retaliation by the Group or its personnel for raising genuine concerns or reporting in good faith on violations or suspected violations of the Policy. All reports will be treated confidentially.

15. Review of this Policy

This Policy is approved by the Board of Directors of SACOFA on 15th May 2020.

This Policy shall be reviewed by the Company periodically or at least once in three years.