



REGISTRATION NO.: 199401005913 (291592-U)

**ANTI-BRIBERY AND
ANTI-CORRUPTION POLICY**



As at 24 March 2021

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REVISION HISTORY LOG

| Version No. | Section | Details of Amendments | Date of Approval by the Board |
|--------------------|----------------|------------------------------|--------------------------------------|
| 1 | All | Documents published | 27 May 2020 |
| 2 | 4(a) | Gifts and Hospitality | 24 March 2021 |

GLOSSARY

| Term | Description |
|----------------------------|---|
| "Code" | Refers to TaWin Group's Code of Conduct and Ethics |
| "MACC Act" | Malaysian Anti-Corruption Commission Act 2009 |
| "Policy" | Anti-Bribery and Anti-Corruption Policy |
| "TaWin Group"/ "the Group" | Ta Win Holdings Berhad and its subsidiaries, collectively |
| "WB Policy" | Refers to TaWin Group's Whistleblowing Policy |

1. POLICY STATEMENT

TaWin Group has adopted a zero tolerance policy against all forms of bribery and corruption. The Group is committed to the prevention, deterrence and detection of fraud, bribery and all other corrupt business practices. It is the Group's policy to conduct all its business activities with honesty, integrity and the highest possible ethical standards and vigorously enforce its good business practices.

2. SCOPE

This Policy applies to all TaWin Group Directors, Employees and "Third Party" i.e. contractors, vendors, suppliers, agents, consultants, business partners, customers and any person associated with the Group. It should be read in conjunction with the MACC Act and the Prime Minister's Department Guidelines on Adequate Procedures pursuant to Subsection (5) of Section 17A under the MACC Act, All applicable laws and regulations, TaWin Group's WB Policy, TaWin Group's Code and other relevant existing or future policies, operations manuals and/or directives or communication issued by TaWin Group from time to time.

3. DEFINITIONS

The following definitions are included in this policy:-

- (a) Bribery is defined as any action which would be considered as an offence of giving or receiving 'gratification' under MACC Act. In practice, this means offering, giving, receiving or soliciting something of value in an attempt to illicitly influence the decisions or actions of a person a position of trust within an organisation.
- (b) Corruption is defined primarily as any action which would be considered as an offence of giving or receiving 'gratification' under the MACC Act. In addition, corruption may also include acts of extortion, collusion, breach of trust, abuse of power, trading under influence, embezzlement, fraud or money laundering.
- (c) Gratification is defined in the MACC Act to mean the following:-
 - (i) 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;
 - (ii) any office, dignity, employment, contract of employment or services, and agreement to give employment or render services in any capacity;
 - (iii) any payment, release, discharge or liquidation of any loan, obligation or other liability, whether in whole or in part;
 - (iv) any valuable consideration of any kind, any discount, commission, rebate, bonus, deduction or percentage;
 - (v) any forbearance to demand any money or money's worth or valuable thing;
 - (vi) 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
 - (vii) any offer, undertaking or promise, whether conditional or unconditional, of any gratification within the meaning of any of the preceding paragraphs (a) to (f).

Bribery may be 'outbound', where someone acting on behalf of the Group attempts to influence the actions of someone external, such as a Government official or client decision-maker. It may also be 'inbound', where an external party is attempting to influence someone within the Group such as a decision-maker or someone with access to confidential information. Bribery and corruption are closely related. However, corruption has a wider remit.

4. WHAT IS ACCEPTABLE AND WHAT IS NOT ACCEPTABLE

(A) Gifts and Hospitality

TaWin Group directors, employees or members of their immediate families and should not provide, solicit or accept cash or its equivalent, or anything of substance to or from vendors, suppliers, customers or others that do business or trying to do business with TaWin Group. All businesses that TaWin Group deals with must be on an arm's length basis.

Any gifts on account of celebrations, customary gift during festive seasons, occasional business meals or gifts at corporate social events, which are not excessive and do not in any way influence the business decisions, are allowed. The limit of gifts should not exceed the amount of RM1,500.00.

Acts of hospitality offered to or received from customers and third parties as part of business networking are acceptable, provided that they are appropriate, with legitimate business purpose, and not affect or be perceived as affecting business judgment.

As a guiding principle, directors and employees shall not accept any excessive or inappropriate gifts or acts of hospitality that may:-

- Influence business decisions on behalf of the Company;
- Conflict of Interest; and
- Create an impression that the Company is trying to obtain favourable business advantage or treatment.

(B) Facilitation payment

Facilitation payments are typically payments (sometimes known as "grease payments") made to secure or speed up a deal or business decision. It's also fall within the interpretation of gratification under the MACC Act, and therefore constitute an offense.

Employees shall raise any suspicious, concerns or queries regarding a payment made on behalf of TaWin Group or improper business practices to the reporting superior, manager, respective head of department or opt to invoke the WB Policy.

(C) Charitable Contribution

TaWin Group accepts and indeed encourages the act of donating to charities, whether through services, time, or direct financial contributions (cash or otherwise) and disclose all charitable contributions it makes. The Group will ensure that all charitable donations made are legal and ethical under local laws and practices, and the donations are not offered/ made without the notice Board of Directors. All employees must be careful to ensure that charitable contributions are not used to facilitate and conceal acts of bribery.

5. DEALING WITH TRIRD PARTIES (i.e Business Relationship/ Vendor/ Supplier/ Customer)

The Group expects all Third Parties doing business with the Group to approach issues of bribery and corruption in a manner that is consistent with the principles set out in this Policy. The Group requires all Third Parties to cooperate and ensure compliance with these standards, to continue the business relationship.

In order to maintain the highest standard of integrity, the Group will conduct the following to ensure Third Party shares that same standard and integrity:-

- Conduct due diligence enquiries to review the prospective business counterparties;
- All third parties are made aware of the Group's Anti Bribery-Anti Corruption Policy; and
- Continue to be aware of and to periodically monitor third party performance and business practices to ensure ongoing compliance.

6. EMPLOYEES RESPONSIBILITY

As an employee of the Group, you must ensure that you read, understand and comply with the information contained within this policy, and with any training or other anti-bribery and corruption information given.

All employees are equally responsible for the prevention, detection, and reporting of bribery and other forms of corruption. When an employee has reasonable ground to believe there is any instances of malpractice or improper conduct, he/ she may report the matter to the WB channels as prescribed by the WB Policy as follows:-

Attention : Chairman of Audit Committee
Name : Dato Paduka Dr. Hii King Hiong
Email : hiikh@hotmail.com

7. PROTECTION

If you refuse to accept or offer a bribe or you report a concern relating to potential act of bribery and corruption, the Group understands that you may feel worried about potential repercussions. The Group supports anyone who raises concerns in good faith under this policy, even if investigation finds that they were mistaken.

The Group will ensure that no one suffers any detrimental treatment as a result of refusing to accept or offer a bribe to other corrupt activities or because they report a concern relating to bribery and corruption.

If you have reason to believe you have been subjected to unjust treatment as a result of a concern or refusal to accept a bribe, you should inform your reporting superior, manager, respective head of department or opt to invoke the WB Policy (where applicable) immediately.

8. MONITORING AND REVIEW

The Group will establish and put in place appropriate performance measures and reporting system to monitor performance against metrics and compliance with the relevant policies, procedures and controls.

Risk Management Committee (where applicable) will monitor the effectiveness and review the implementation of this policy, regularly considering its suitability, adequacy and effectiveness. Any improvements identified will be made as soon as possible.

9. CONTINUOUS IMPROVEMENT

TaWin Group is committed to improving its policies and procedures relating to anti-bribery and anti-corruption. Group Compliance & Integrity may therefore endeavour to develop further integrity measures and certify the Group's anti-bribery procedures as adequate where certification is available.

10. SANCTIONS FOR NON-COMPLIANCE

The Group regards bribery and corruption as a serious matter. Non-compliance may lead to disciplinary action, up to and including termination of employment. Further legal action may also be taken in the event that the Group's interests have been harmed as a result of non-compliance.

The Group shall notify the relevant regulatory authority if any identified bribery or corruption incidents have been proven beyond reasonable doubt.

Where notification to the relevant regulatory authorities have been done, the Group shall provide full co-operation to the said regulatory authorities, including further action that such regulatory authority may decide to take against convicted any person who not comply.