



BWYS Group of Companies

Anti-Bribery & Anti-Corruption Policy

This Anti-Bribery & Anti-Corruption (ABC) Policy is to further enforce the BWYS Group of Companies Code of Conduct & Business Ethic to ensure that it's employees understand their responsibilities in compliance with BWYS Group of Companies' zero tolerance on any practices of bribery and corruption either directly or indirectly within the organization.

Contents

1. Bribery & Implications
2. Definitions
3. Policy Statement
4. Public Officials & Government Dealings
5. Conflict of Interest, Gifts, Hospitality & Entertainment
6. Facilitation Payments
7. Donation, Sponsorship & Charitable Contributions
8. Tender Process
9. Record Keeping & Training
10. Compliance with the Law
11. Third Parties & Agencies
12. Violation of The ABC Policy
13. Reporting for Violation of Policy & Whistle-blower Rights
14. Compliance & Review of the Policy

1.0 Bribery & Implications

- 1.1 This ABC Policy shall apply to all directors, managers and employees of BWYS Group of Companies in dealing with external parties in the commercial context.
- 1.2 Managers and supervisors of all levels have additional responsibilities under the ABC Policy and are held to a higher standard of compliance. They are required to create and maintain an open environment that is comfortable for employees to ask questions, raise concern and report misconduct.
- 1.3 All employees of BWYS Group of Companies must refrain from any acts of bribery which takes the form of offering, promising, giving, demanding or receiving anything of value to anyone in the form of bribes, kickbacks and/or any other improper gratification (including gifts, hospitality and entertainment) to improperly influence the outcome of any transaction, whether it is for their own personal benefit or for the benefits of BWYS Group of Companies



- 1.4 BWYS Group of Companies strictly does not tolerate any bribes given for purpose of obtaining or retaining business for BWYS Group of Companies or provides an advantage to the businesses of BWYS Group of Companies. BWYS Group of Companies does not tolerate any such acts of bribery even in a personal capacity.
- 1.5 Any employee of BWYS Group of Companies that breaches any of the ABC Policy may fall within the scope of serious misconduct and may be subjected to disciplinary action, up to and including dismissal, depending on the facts and circumstances of each case.

2.0 Definitions

- 2.1 **“Gratification”** shall have the meaning defined in the Malaysian Anti-Corruption Commission Act 2009 which includes but is not limited to anything of monetary and non-monetary value or benefit to the person. Gratification does not have to be directly given or received by an employee, but it can also be given or received by anyone related to the employee that is beneficial, of value or advantageous to the employee.
- 2.2 Gratification can be subdivided into the following categories (without limitation to):-
- | | |
|--------------------------|---|
| 2.2.1 Monetary | Money (Cash), Donation, Gift, Loan, Fee, Reward, Financial benefit, or Valuable security |
| 2.2.2 Of Monetary Value | Property – can be movable (examples like house or land) or immovable (examples like car or share in a company). |
| 2.2.3 Employment | Office or position in an organization that is lucrative, Dignity or title, Employment, Contract for services, or Agreement to give employment or render services. |
| 2.2.4 Non-Monetary Value | Undertaking or promise to do or not to do something (whether orally or in writing, with conditions or without) or Favours. |
- 2.3 **“Gift”** can be in the form of goods or services, including anything that can be of value to the person receiving it. For examples of these can be free travel trips, tickets for any cultural, entertainment or sporting events, and payment of loan, school fees or medical expenses.
- 2.4 **“Hospitality”** includes providing meals, refreshment, travel, transportation, lodging, as well as entertainment in the context of conventional, cultural and sporting events.



- 2.5 “**Public officials**” are defined as any person who is a member, an officer, an employee or a servant of a public body.
- 2.6 Policies pertaining to these definitions will be further discussed in their respective clauses below.

3.0 Policy Statement

- 3.1 **BWYS** has a zero-tolerance position for bribery and corrupt activities. BWYS is committed to acting professionally, fairly and with integrity in all its business dealings and relationships, and is committed to implementing and enforcing systems that ensure corruption and bribery is prevented.

In particular, the Board of Directors and Senior Management of BWYS do not condone or consent to any Associated Person:

- a) corruptly soliciting, receiving or agreeing to receive any gratification whether for him/herself or for any other person; or
- b) corruptly giving, agreeing to give, promising or offering to any person any gratification whether for the benefit of him/herself or of another person, as an inducement to or reward for:
 1. obtaining or retaining business for the Company/Group; or
 2. obtaining or retaining any advantage in the conduct of business for or affairs of the Company/Group or for any other person; or
 3. doing or forbearing to do anything in respect of any matter or transaction in the conduct of business for or affairs of the Company/Group.

4.0 Public Officials & Government Dealings

- 4.1 BWYS Group of Companies recognises that the practice of giving and receiving gifts varies between countries, regions, cultures, and religions, so the definitions of what is acceptable and not acceptable will inevitably differ for each. When dealing with public officials, employees of BWYS Group of Companies should ensure that any giving or receiving of gifts do not relate to in any form whatsoever, the public official’s official dealings or public duty. At all material times, employees of BWYS Group of Companies are to ensure compliance with laws of their respective jurisdictions, and the higher standard will be applicable to all employees to avoid non-compliance of any laws on anti-bribery which may be applicable to BWYS Group of Companies as a whole.
- 4.2 Any hospitality of public officials, subject to the approval of Managing Director, are for circumstances where it is to reasonably facilitate genuine promotional, business or educational meetings. Any hospitality provided must be without expectation of any influence exerted on the public official in exchange for any commercial outcome, and should always be at a reasonable and modest value.



5.0 Conflict of Interest, Gift, Hospitality & Entertainment

- 5.1** All employees shall exercise good judgment and ensure that the acceptance of the gift or entertainment will not result in a conflict of interest when seen in the context of their employment with the Company/Group. In respect of any gift, hospitality and entertainment in the commercial context:-
- 5.1.1** The intention behind giving or receiving any gifts, hospitality or entertainment must always be considered first. It should never be for an improper motive to obtain or retain a business, or to obtain some form of benefit or advantage, whether it is for the business or for the individual employee;
 - 5.1.2** If an employee is unsure of how to consider the intention behind any gifts, hospitality or entertainment offered, the employee must always disclose and refer the matter to the immediate supervisor or Head of Department to obtain advice and also approval before proceeding;
 - 5.1.3** All employees of BWYS Group of Companies are not allowed to give or receive any gratification, gift, hospitality or entertainment where it is for an improper purpose and can be deemed as a gratification, regardless of whether it is to benefit the employee individually or to benefit the business of any of BWYS Group of Companies;
 - 5.1.4** An employee must obtain prior clearance and approval from the immediate supervisor and/or Head of Department before giving or receiving any gift, hospitality or entertainment to or from any person which is not of any improper motive;
 - 5.1.5** Where any gift, hospitality or entertainment is not improper and received before prior approval can be obtained, an employee must always disclose such gift to the immediate supervisor and/or Head of Department, regardless of its value;
 - 5.1.6** Where it is difficult or inappropriate to decline the offer of a gift, hospitality or entertainment (i.e. when meeting with an individual of a certain religion/culture who may take offence), it may assess the relevant circumstances and take the necessary step, including returning the gift on the employee's behalf, where appropriate or required to do so.



- 5.2 Any gift, hospitality or entertainment provided by BWYS Group of Companies must always be of moderate and reasonable value and should never be given:-
- 5.2.1 With an intention to exert improper influence or create a perception of expectation for certain outcome beneficial to the business of BWYS Group of Companies; or
 - 5.2.2 Where it causes a conflict of interest,
- 5.3 All employee of BWYS Group of Companies should not give any gratification, gift, hospitality or entertainment to persons for improper purport related with BWYS Group of Companies' business in their personal capacity.

6.0 Facilitation Payments

- 6.1 Facilitation payment (also known as grease payment) are payments made for certain government services or to accelerate certain government processes that is otherwise legally entitled by the person without making any payments. Employees should ensure that these facilitation payments are not paid.

7.0 Donation, Sponsorship & Charitable Contributions

- 7.1 Any donations, sponsorships and charitable contributions by BWYS Group of Companies must done with the approval of Managing Director and it must be done in a transparent manner for social and moral responsibility.
- 7.2 It should never be paid in exchange for any business implications to BWYS Group of Companies, whether it is to obtain a business, or to obtain some form of advantage of the business of BWYS Group of Companies.
- 7.3 Employees are encouraged to make donations and charitable contributions in their personal capacity, but it should never be in exchange for any improper purpose that affects the business of BWYS Group of Companies.
- 7.4 All employees of BWYS Group of Companies should not agree or promise to provide any form of **political donation** or support particularly where it is to obtain any business or advantage to BWYS Group of Companies. Any requests for political donations should be brought to the attention of Managing Director.



8.0 Tender Process

- 8.1 Any tender processes participated by any company under BWYS Group of Companies should be done in a transparent manner in the bidding process.

9.0 Record Keeping & Training

- 9.1 All employees of BWYS Group of Companies are required to complete and undertake all relevant documentations and processes particularly where it relates to an-bribery and corruption initiatives.
- 9.2 Any failure to do so will impact the individual employee's performance review and, where it is a severe non-compliance, an employee may be subject to further disciplinary action(s). Where the facts and circumstances require, repeated failure to undertake proper record keeping or undergoing compulsory trainings may warrant the dismissal of an employee from BWYS Group of Companies.

10.0 Compliance with the Law

- 10.1 All employees of BWYS Group of Companies and its affiliates are responsible in ensuring that they always comply with all laws and regulations, in particular, to the Malaysian Anti-Corruption Commission Act 2009. No excuses or exceptions will be acceptable for non-compliance of any domiciled laws and regulations where the BWYS Group of Companies conducts its businesses.

11.0 Third Parties & Agencies

- 11.1 BWYS Group of Companies requires that all employees conduct the requisite due diligence of third parties that the BWYS Group of Companies contracts with or hires to carry out any external functions on behalf of BWYS Group of Companies, which includes without limitation to agents, consultants, contractors, sub-contractors, resellers, custom brokers, business contracts, professional advisors, joint venture partners and any other parties supplying goods and services to BWYS Group of Companies (collectively referred to as "**Other Applicable Person(s)**").
- 11.2 Where reimbursements are paid to Other Applicable Person(s), employees of BWYS Group of Companies are to ensure that such payment made are for proper reimbursement and not for reimbursement that can be tied to give any form of gratification for improper purposes.



- 11.3** BWYS Group of Companies expect all Other Applicable Person(s) to have anti-bribery and corruption policies in place within their organization or part of their work ethos which are consistent with this ABC Policy.
- 11.4** BWYS Group has zero tolerance of Other Applicable Person(s) who do not conduct themselves in accordance to the principles of the ABC Policy where it bring disrepute or legal implications to BWYS Group of Companies, Any non-compliance with the principles of the ABC Policy by Other Applicable Person(s) may lead to the review and/or termination of any agreement with such parties.

12.0 Violation of The ABC Policy

- 12.1** Any violation of the ABC Policy by employees of BWYS Group of Companies will attract serious repercussions and disciplinary action after due inquiries. Where there is strong evidence of bribery and corruption committed by any employee of BWYS Group of Companies, the employee can be summarily dismissed and will not be allowed to be employed in any other companies of BWYS Group of Companies.
- 12.2** Employees who are found to have assisted or facilitated the violation of the ABC Policy, whether actively or by way of negligence or omission, will also be deemed to have violated the ABC Policy and committed a misconduct that is liable for dismissal from their employment with BWYS Group of Companies.

13.0 Reporting for Violation of Policy & Whistle-blower Rights

- 13.1** Where there are reasonable ground and genuine reasons to suspect that there is a violation of the ABC Policy, employees of BWYS Group of Companies and Other Applicable Person(s) are required to report the particulars of such suspicious to BWYS Group of Companies' dedicated channel for reporting. Any such reports will be read and addressed by a dedicated compliance team in BWYS Group of Companies.
- 13.2** Any concerns, questions or reports should be addressed to firstly, their immediate supervisor or Head of Department, or where that is not possible, to other function such as the Human Resource Department.
- 13.3** Any reports made for violation of the ABC Policy will be treated very seriously and accordingly, employees are responsible to ensure that:-
 - 13.3.1** They exercise sound judgement that it is a genuine threat and violation of the ABC Policy;
 - 13.3.2** They have evidence to support their allegations of any violations of the ABC Policy;



13.3.3 They are available to provide evidence in any inquiry of such violations;
and

13.3.4 They are not frivolous reports with the motive to scandalize.

13.4 BWYS Group of Companies ensures that there will be no retaliation or repercussions on the employee for making genuine reports on violation of the ABC Policy. Any genuine reports made will be kept strictly confidential and only informed to persons on a need-to-know basis to safeguard the interests of BWYS Group of Companies and also to ensure that any processes undertaken will not be compromised.

14.0 Compliance & Review of the Policy

14.1 BWYS Group of Companies and its CEO's team members will be monitoring compliance with the ABC Policy. There is no tolerance or excuse for non-compliance with the ABC Policy.

14.2 Where there is any uncertainty for any practices which relate to the ABC Policy, employees must always seek the advice of their supervisor or Head of Department. Where there is still uncertainty, they should direct their concern to Human Resource Department.

14.3 The ABC Policy will be reviewed from time-to-time, and at least once every three (3) years to ensure that it continues to remain relevant, appropriate and effective in the enforcement of the principles herein and to ensure continued compliance with the prevailing law(s).

14.4 All employees of BWYS Group of Companies are responsible to complete all training modules of the ABC Policy and keep themselves up-to-date with BWYS Group of Companies and their employer's latest policies and processes, in particular, this ABC Policy and ensure that the highest standards of compliance are followed.