

# **GREATECH TECHNOLOGY BERHAD**

(Company No. 1270647-H)

(Incorporated in Malaysia)

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

### **1. INTRODUCTION**

- 1.1 Greatech Technology Berhad (“Greatech” or “Company”) and its subsidiaries (“Group”) is committed to conduct business with honesty, integrity and ethics in all business dealings and all jurisdictions in which the Group operates in.
- 1.2 This commitment is embodied in the Greatech’s Code of Conduct & Ethics Policy and this Anti-Bribery and Anti-Corruption Policy (“Policy”).
- 1.3 Adherence to the guidelines set out in this Policy will ensure that the Group and the employees comply with anti-bribery and anti-corruption laws and governmental guidance.

### **2. POLICY STATEMENT**

- 2.1 Bribery is a serious criminal offense in countries in which the Group operates. As part of the commitment to uphold the highest legal, moral and ethical business practices, all forms of bribery and corruption are not acceptable and will not be tolerated.
- 2.2 Greatech does not permit any direct or indirect offer (payments through Business Partners), payment, solicitation or acceptance of any improper payments (bribes, kickbacks or facilitation payment) in any form in connection with the Group’s business dealings or activities.
- 2.3 This Policy applies across all jurisdictions in which the Group operates and to all employees and all intermediaries or any third parties, who represent the Group.
- 2.4 This policy does not preclude reasonable and appropriate hospitality designed to encourage constructive relationships with Greatech’s customers, prospects and other parties rather than influence a particular decision.
- 2.5 Greatech maintain detailed and accurate books and records and a system of internal controls that ensure all financial transactions are properly authorised and executed.
- 2.6 All individuals to whom this Policy applies have a responsibility to comply with this Policy and a duty to disclose non-compliance with this Policy without fear of victimization through established reporting procedures.
- 2.7 Any employee who fails to comply with this Policy, whether intentionally or by act of negligence can lead to disciplinary action being taken that could ultimately result in termination of employment.

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- 2.8 Breach of the laws in relation to this Policy could also result in civil or criminal proceedings. In relation to intermediaries or third parties who are non-Greatch employees, failure to comply with this Policy will result in a notification to the service-provider and/or any applicable authority to take appropriate remedial action, which may include but not limited to reimbursement for expenses incurred and contract termination.

## 3. PURPOSE

- 3.1 The purpose of this Policy is to:

- 3.1.1. comply with the laws design to combat bribery and corruption in which the Group is based and operates in;
- 3.1.2. outline the principles and behaviours required to support this commitment; and
- 3.1.3. outline responsibilities of directors, management, employees, consultants, vendors, suppliers, contractors and any other parties acting as representatives or agents of the Group in observing and upholding the Group's position on bribery and corruption.

## 4. SCOPE

- 4.1 This Policy applies to the following parties:

- 4.1.1. directors, management, employees including trainee, intern, temporary, probation or contract staff of the Group ("**Employees**"); and
- 4.1.2. agents, consultants, contractors, vendors, suppliers, intermediaries, third party service providers or any other person associated with or acting on behalf of the Group ("**Business Partners**").

## 5. RELEVANT LAW

- 5.1 Anti-bribery laws exist in most countries around the world. The legal obligations underlying this Policy are The Malaysian Anti-Corruption Commission Act 2009 ("**Act**"), the anti-corruption laws of the country in which Greatch is based and operates in.
- 5.2 To the extent that the applicable laws of a country in which the Group conducts business conflict with or impose a higher standard than this Policy, the appropriate laws must be complied with.

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## **6. DEFINITIONS**

- 6.1 Bribery is the offer, promise or receipt of any gift, hospitality, loan, commissions, fee, reward, entertainment or other advantage to someone in business or government, directly or indirectly, with the intention of influencing or rewarding the behaviour of someone to obtain or retain commercial advantage. Bribery can also take place where the offer or giving of a bribe is made by or through a third party i.e. an agent, representative or intermediary;
- 6.2 A “bribe” or a “gratification” as defined in Malaysian Anti-Corruption Commission Act 2009 is:
- 6.2.1. 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;
  - 6.2.2. any office, dignity, employment, contract of employment or services, and agreement to give employment or render services in any capacity;
  - 6.2.3. any payment, release, discharge or liquidation of any loan, obligation or other liability, whether in whole or in part;
  - 6.2.4. any valuable consideration of any kind, any discount, commission, rebate, bonus, deduction or percentage;
  - 6.2.5. any forbearance to demand any money or money’s worth or valuable thing;
  - 6.2.6. 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
  - 6.2.7. any offer, undertaking or promise, whether conditional or unconditional, of any gratification within the meaning of any of the preceding paragraphs (6.2.1) to (6.2.7).

## **7. GIFTS, ENTERTAINMENT AND HOSPITALITY**

- 7.1 Gifts, entertainment or hospitality for the purposes of this policy constitutes anything of value. Giving or receiving gifts or hospitality may foster goodwill in business relationships. Greatech permits receiving and providing appropriate gifts, entertainment and hospitality in the following situations:
- 7.1.1. for a genuine purpose;
  - 7.1.2. strictly limited in value and frequency;
  - 7.1.3. given in the ordinary course of business;
  - 7.1.4. conscientiously maintain the highest degree of integrity;
  - 7.1.5. always exercise proper care and judgment;
  - 7.1.6. avoid conflicts of interest;

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- 7.1.7. refrain from taking advantage of your position or exercising your authority to further your own personal interest at the expense of Greatech; and
  - 7.1.8. in accordance with all applicable laws and regulations, including recipient's own rules.
- 7.2 Gifts are benefits of any kind given to someone as a sign of appreciation or friendship without expectation of receiving anything in return. They include "courtesy gifts" which are small gifts given at a culturally recognized occasions i.e. weddings, funerals or special times of the year i.e. New Year, Christmas.
- 7.3 Entertainment generally includes attendance at plays, ticket to social entertainment such as concerts and sporting events.
- 7.4 Hospitality generally includes provision of friendly reception such as refreshments, meals and accommodation.
- 7.5 Gifts that are below RM100.00 is generally acceptable. Employees are expected to record all gifts received in the Gifts Register ("**Register**") or any other form as provided by Human Resource & Admin Department ("**HRA**"). The Register is a document maintained by HRA that provides information about all gifts given or received by Employees and Business Partners. For acceptance of gifts, HRA to decide whether retain by individual dept or surrender to Greatech.

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7.6 Employees must always seek prior approval from their department heads before accepting or offering:

Category	Threshold	Greatech Malaysia	Threshold	Subsidiaries not operating in Malaysia
Gift	Above RM100	If accept or offer, need to record in the gift register as provided by HRA dept. For acceptance of gifts, HRA to decide whether retain by individual dept or surrender to Greatech	Above USD100 for non-EU Countries  Above EUR100 for EU Countries	If accept or offer, need to record in the gift register as provided by HRA dept. For acceptance of gifts, HRA to decide whether retain by individual dept or surrender to Greatech
Entertainment/hospitality	Above RM300 per individual	Approval by CEO	Above USD100 for non-EU Countries per individual  Above EUR100 for EU Countries per individual	Approval by CEO

7.7 The section/function heads and Head of Department (“HOD”) should also consider the frequency and appropriateness of timing when approving expenses even where a particular gift or hospitality proposal does not exceed the approval threshold.

7.8 Modest gifts and hospitality may usually be offered or accepted provided there is no expectation or belief that something will be given in return. A gift designed to secure a return favour could be seen as a bribe. For the avoidance of doubt, modest gifts and hospitality that are acceptable and will not require approval may include:

- small gifts, including gifts of nominal value such as diaries, calendars, pens and other small promotional items i.e. samples;
- occasional modest meals with people with whom the Employees conduct business; or
- common courtesies such as drinks or modest refreshments provided at Greatech or a third party’s premises in connection with a legitimate business meeting.

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- 7.9 If Employees received an unexpected gift or hospitality that appears to exceed the approval limits, the Employee must declare the item to his/her superior after the event. In respect of the gift, the Employee may be required to return it, surrender it to Greatech or give it to charity if it is not considered appropriate to retain it. When in doubt, Employees should consult HRA department.
- 7.10 Outward gifts and hospitality that are below the approval thresholds are subject to the Group's expense approval process and will not be approved if the relevant approver considers the expense to have been inappropriate. Such instances will be reported to the CEO.
- 7.11 All receiving of gifts and hospitality which require approval will be fully documented in the Register established for such purpose.
- 7.12 Employees must ensure that gifts or hospitality is being provided openly and transparently, commensurate with generally acceptable standards for hospitality taking into account the norms of the industry and within the value limits set by the Group and has all required approvals. The intention behind the gifts or hospitality must always be considered and it must never be for the purpose of improperly influencing a person in the exercise of their duty.
- 7.13 Employees should be aware that offering or receiving gifts or benefits of any value, at a sensitive time in a business relationship i.e. when a tender or transaction is in a key phase is not appropriate and should not be made. If gift is offered in exchange for business, discounts, services, or anything apparently intended to influence the business judgment, all employees and business partners must decline the offer and report to Group immediately.
- 7.14 This requirement extends to the provision or acceptance of gifts or hospitality through any Business Partners or to or by family members of an employee of an actual or a potential customer. In addition, the Employee must not directly or indirectly provide gifts, hospitality (other than appropriate hospitality) or any advantages to or for the benefit of potential customers or government officials, their relatives or other intermediaries.
- 7.15 Employees should use own good judgement in receiving gifts and entertainment, taking account of this policy and within relevant authority limits in the Greatech Delegation of Authority Policy.

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- 7.16 Gifts and hospitality that are never acceptable and shall immediately be refused if it involves the following:
- 7.16.1. that illegal, indecent, inappropriate or unethical;
  - 7.16.2. that involve cash or cash equivalent i.e. vouchers, discounts, coupons, commission, loan, shares or stock options;
  - 7.16.3. that perceived to unfairly influence a business relationship;
  - 7.16.4. that involve parties engaged in a tender or competitive bidding exercise;
  - 7.16.5. that come with a direct/ indirect suggestion, hint, understanding or implication that in return for the gift, some expected or desirable outcome is required (“quid pro quo”);
  - 7.16.6. that is in breach of any local or foreign law or regulation;
  - 7.16.7. that is lavish or excessive e.g. value above the maximum threshold permitted (Clause 7.6) or may adversely affect the reputation of Greatech; and
  - 7.16.8. that the recipient is not permitted to receive by their employer.
- 7.17 Employees must never pay on their personal account for gifts or hospitality in order to avoid this Policy.
- 7.18 In determining whether a specific gift or entertainment item lies within the bounds of acceptable business practice, Employees are encouraged to discuss the issue with their manager.

### **8. TRAVEL AND SPONSORED TRAVEL**

- 8.1 All personnel may accept lodging and other expenses (e.g. food, transportation) provided by Counterparties, Business Partners or other stakeholders within the host country if the trip is for business purposes and prior approval has been obtained from CEO. The cost of travelling to the host country must be borne by Greatech itself.
- 8.2 Unless prohibited by law or the policy of the recipient organisation, Greatech may bear the costs of transportation and lodging for Counterparties, Business Partners or other stakeholders in connection with a visit to Greatech’s facility. The visit must be for a legitimate business purpose e.g. on-site examination of equipment, contract negotiations or training. Prior approval from CEO must be obtained.
- 8.3 Sponsored travel refers to circumstances where Greatech pays the travel expenses i.e. airfare, hotel, meal and other incidental of individuals who are not Greatech Employees or representatives.

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- 8.4 Sponsored travel generally is allowed. On some occasions, Employee may invite a third party for visit to Greatech facilities for promotion and demonstration of Greatech products and services. Payment or reimbursement of bona fide expenditures such as travel and hotel expenses, incurred by or on behalf of the third party for such a visit is permissible provided that:
- 8.4.1. such expenses are legitimate business purpose;
  - 8.4.2. such expenses are modest and reasonable; and
  - 8.4.3. it is in accordance with all applicable laws and regulations, including recipient's own rules.
- 8.5 Employees must disclose and obtain prior approval from the CEO before the travel expenses are incurred.
- 8.6 Travel and lodging expenses should be paid directly to third-party provider i.e. airlines or hotels or travel agent that has selected for travel arrangements. Provide money to individual to make his/her own travel arrangements is not permissible. Employees should never provide funds for travel to third party directly except in exceptional circumstances, and only after receiving prior written approval from the CEO.
- 8.7 All expenses shall be recorded accurately and in detail.
- 8.8 For situation of which third party offer to pay for the travel and accommodation expenses to Employees, Employees must obtain prior approval from their reporting manager or CEO before accepting the third party offer to pay its travel and accommodation expenditures.

### **9. FACILITATION PAYMENTS AND KICKBACKS**

- 9.1 The Group prohibits making or accepting, facilitation payments or kickbacks of any kind, either directly or indirectly.
- 9.2 Facilitation payments are unofficial, improper, small transfers of value offered or made to secure or expedite a routine or necessary action to which we are legally entitled.
- 9.3 Kickbacks are typically payments made in return for a business favour or advantage.
- 9.4 If Employees encounter a demand for facilitation payment, they should report the situation to their manager without delay, who will then ensure that the CEO is informed at the earliest possible opportunity.

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- 9.5 Greatech believes that demands for facilitation payments are often backed by a form of extortion and in very exceptional circumstances where a facilitation payment is unavoidable, a payment can be made where an Employee reasonable believes his/her or another's life, freedom or health is at risk unless a demand for payment is met. Any such payments must immediately be brought to the attention of CEO and must be properly accounted for.

## **10. CHARITABLE DONATIONS AND SPONSORSHIP**

- 10.1 As part of Greatech corporate citizenship initiatives, Greatech supports a number of charitable causes by making donations, whether by way of cash payments or the provision of services in kind i.e. technical assistance or training.
- 10.2 Any donations and sponsorship on behalf of Greatech must be transparent and for legitimate purpose, given through legal and proper channel. Care should be taken to ensure that recipient charity or sponsored organisations on receiving end are bona fide bodies, able to manage the funds properly and any funds are not diverted to other beneficiaries.
- 10.3 All personnel should also avoid situations where conflicts of interests could arise from making donations or sponsorships. Beware of making contributions to charities or sponsored organisations that may have links to government officials or their families, as this could be seen as an act to influence the official's decision in gaining benefit to Greatech.
- 10.4 Greatech will not sponsor events or activities that are:
- not align with Greatech's values and Code of Conduct & Ethics; and
  - associated Greatech with event, individual or other organizations that could bring Greatech into disrepute.
- 10.5 All charitable donations and sponsorships must be approved in accordance with the authority limits in Greatech Delegation of Authority Procedures ("DoA") via CSR, Donation and Sponsorship Form.
- 10.6 Greatech shall keep accurate records of all donations made by Greatech.

## **11. POLITICAL CONTRIBUTIONS**

- 11.1 Greatech is neutral in matters of party politics. It does not make contributions to any political parties, organisations, or individuals engaged in politics. However, as part of the Group good corporate citizenship initiatives, it may in certain cases use the Group resources (including monetary and in-kind services) to support candidates, committees, or organisations that are committed to economic development and technology innovation.

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11.2 Political contributions are monetary or non-monetary contributions to support political parties, politicians or political activities.

11.3 Political contributions can only be made if:

- they are made in accordance with applicable laws and regulations;
- they are not made with the expectation of a direct or immediate return for Greatech;
- they are appropriately documented and reported; and
- they are approved within the relevant authority limits in Greatech DoA and Board of Directors (“**Board**”) approved budget.

11.4 Employees may choose to make personal contributions from their own money, subject to applicable legal limits and requirements. Employees will not be reimbursed by Greatech directly or indirectly for their personal contributions or expenses.

## **12. PUBLIC OFFICIALS**

12.1 The principles of this policy apply to dealings across both public and private sectors, dealing with Public Officials required a particular care because Public Officials are often subject to stricter rules and restrictions that do not apply to individuals who operate in private sector.

12.2 Public Officials include those in government departments, employees of government owned or controlled commercial enterprises, public international organisations i.e. United Nation, political parties and political candidates for a political office, any person acting in an official capacity for or on behalf of a government or a government department, government agency, or of a public international organization and any other person who is considered to be a public official according to applicable laws and regulations.

12.3 Any dealing with Public Officials must be in strict compliance with the rules and regulations to which they are subject or that have been imposed by their employer.

12.4 Any benefit conveyed to a Public Official must be transparent, reasonable, appropriate and only for legitimate business purposes.

12.5 All cost and expenses related to Public Officials must be properly documented and accurately recorded.

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12.6 Approval from the CEO is required prior to offering a gift or hospitality to any Public Officials in relation to:

- paying or reimbursing travel, hospitality or entertainment expenses i.e. airfares, meals or hotel bills;
- making gifts; and
- making charitable contributions.

## **13. BUSINESS PARTNERS**

13.1 Greatech could be held criminally liable if Business Partners do not follow ethical business practices when acting on Greatech behalf.

13.2 Employees should seek to ensure that any Business Partners that are hired will not offer, make, solicit or receive improper payment on behalf of the Group. Before engaging a Business Partners, Employees should ensure:

- there is a legitimate need for the goods or services that they provide;
- the Business Partners is appropriate for the role (by reference to their expertise and any possible conflict of interest);
- the services and goods are priced at no more than market value; and
- there is a written contract or other written document with a similar legal effect i.e. Purchase Order.

13.3 It is Employees responsibility to communicate this Policy to Business Partners engaged and represent the Group interest. They will be abided by the Greatech Code of Conduct & Ethics and the principle set out in this policy when working on the Group's behalf. If those principles are breached, the Group will reserve the right to terminate the agreement or contract.

13.4 Before engaging a Third Party, Employees are responsible for assessing risk level and applying relevant due diligence procedures prior and during appointment. There may be circumstances which suggest the Business Partners may pose a high corruption risk, the Employees should consult with their manager to assess whether there is a need for enhanced due diligence and monitoring, or whether a proposed relationship should not proceed.

13.5 Employees should not enter into any business dealings with any third party if he/she reasonably suspect of Third Party engaging in bribery and improper business practices unless those suspicious are investigated and resolved.

13.6 Employees shall be responsible for ensuring commission or other payments to Business Partners under an approved contract or agreement are properly recorded, approved and paid in accordance with the contracts or agreements and any other legal requirements.

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- 13.7 All payments to Business Partners must be made by direct bank transfer (not to any third party) into the country in which the Business Partners has its principal place of business or performs substantial services on behalf of the Group. Any request for payment not directly to the Business Partners or in a manner that is not in accordance with this Policy must be approved by the CEO.

## **14. RECORD KEEPING**

- 14.1 All payment and expenses, including those related to gifts, hospitality as well as sponsorship and donations must be accurately and transparently recorded to reflect the nature and purpose of the activity.
- 14.2 Approval documents must be accurately recorded for verification of internal and external auditors.
- 14.3 All applicable control and approval procedures must be followed.

## **15. MONITORING AND REVIEW**

- 15.1 The Board has ultimate responsibility for ensuring this Policy complies with the Group legal and ethical obligations.
- 15.2 It is the responsibility of every Greatech manager to implement this Policy within his/her area of function and provide guidance to staffs reporting to him/her.
- 15.3 The Audit & Risk Management Committee (“**ARMC**”) will monitor the effectiveness, review adequacy and ongoing compliance with this Policy. Internal control systems and procedures designed to prevent bribery and corruption will be subject to regular audits by Internal Auditor to provide assurance that they are effective in countering bribery and corruption.
- 15.4 Any Employees who breaches this Policy will lead to disciplinary and other actions up to and including termination of employment.

## **16. TRAINING AND COMMUNICATION**

- 16.1 Greatech will make this Policy available on Greatech’s Intranet i.e. Sharepoint for all Employees.
- 16.2 Dissemination of this Policy for new employees will be carried out at the time of induction.

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16.3 HOD should ensure that this Policy and subsequent applicable amendments as they are updated from time to time is duly communicated and implemented, and that the Employees working for him/her and Business Partners within his/her responsibility are familiar with and observed the requirements included in this Policy.

16.4 This Policy should be communicated to the Business Partners at the beginning of business relationship with them and as appropriate thereafter. Business Partners are required to adhere to Greatech Business Partners Anti-Corruption Policy at the outset of business relationship.

### **17. REPORTING SUSPICIOUS ACTIVITIES**

17.1 Any Employee who believe or suspect that a potential breach of this Policy is required to report to their immediate manager/supervisor at first instance.

17.2 However, where an Employee feels uncomfortable in raising their concern in this manner, wish to remain anonymous or unsatisfied with the response received, the concern can be raised using the procedures provided for in the Greatech Whistleblowing Policy, a copy of detailed procedures on whistleblowing can be obtained from Human Resource & Admin Department or at Greatech's web page.

17.3 Greatech will not tolerate retaliation in any form against anyone for raising concern or reporting any improper, unethical or inappropriate behaviour.

### **18. ANNUAL ATTESTATION**

18.1 All Employees and Business Partners are required to complete an annual attestation via paper or online confirming their acceptance and compliance to the Policy.

### **19. AMENDMENT**

19.1 This policy is subject to amendment at any time so as to improve its effectiveness at combating bribery and corruption.

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## **History of Anti Bribery and Corruption Policy**

<b>Date</b>	<b>Description</b>
25 Nov 2019	Approval of the Policy
29 May 2020	Updates on the Policy in accordance with MACC Act
23 February 2024	Updates on the approval threshold on clause 7.6

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**EMPLOYEE'S ANNUAL ATTESTATION OF GREATECH'S  
ANTI BRIBERY & ANTI CORRUPTION POLICY**

Name:

Employee No:

Job title:

Department:

I acknowledge that I have read and understand the Greatech's Anti-Bribery & Anti-Corruption Policy ("**Policy**"). I confirm that I have fully familiar with its contents, and I agree to observe and comply with the Policy as a condition of my employment.

All employees of Greatech reporting to me have been informed of, and provided with this Policy.

I understand that a violation of this Policy would constitute a disciplinary offence that could result in disciplinary measure up to and including termination of employment.

Signature of Employee:

Date: