

HSS HOLDINGS BERHAD
Registration No.: 202501015431 (1616846-W)
ANTI-BRIBERY AND CORRUPTION POLICY

1. INTRODUCTION

HSS Holdings Berhad (“Company”), together with its subsidiaries, joint venture companies and associates companies (collectively referred to as the “Group”) is committed to upholding the highest standards of integrity, transparency, accountability, and ethical business conduct in all aspects of its operations. The Group adopts a zero-tolerance approach towards all forms of bribery and corruption and is dedicated to ensuring full compliance with all applicable laws, regulations, and regulatory requirements, including the Malaysian Anti-Corruption Commission Act 2009 (“MACC Act 2009”), the Malaysian Anti-Corruption Commission (Amendment) Act 2018, and any subsequent amendments, modifications, or re-enactments thereof.

This Anti-Bribery and Corruption Policy (“Policy”) set out the Group’s commitment, principles and requirements for preventing, detecting, and addressing bribery and corruption risks across its business activities and operations. The Policy reflects the Group’s unwavering commitment to conducting business with integrity and serves as a fundamental component of its corporate governance and integrity framework.

This Policy shall be read in conjunction with the Group’s Code of Ethics and Conduct, Whistleblowing Policy, and any other relevant policies, procedures, and guidelines adopted by the Group from time to time, as well as all applicable anti-corruption laws and regulations. In the event of any inconsistency between the provisions of this Policy and any applicable law or regulatory requirement, the applicable law or regulatory requirement shall prevail to the extent of such inconsistency.

2. OBJECTIVES

The objectives of this Policy are to:

- (i) establish the Group’s position and expectations regarding bribery and corruption, and to provide Directors, officers, employees and other relevant stakeholders with clear guidance on identifying, preventing, and responding to bribery and corruption risks that may arise in the course of business activities;
- (ii) define the responsibilities and obligations of the Group and its personnel in ensuring compliance with all applicable anti-bribery and anti-corruption laws, regulations and regulatory requirements;
- (iii) implement reasonable, proportionate, and effective measures to prevent, detect, and mitigate bribery and corruption risks, and to ensure that the Group’s business activities are conducted with integrity and do not involve or facilitate corrupt practices for any improper advantage or benefit; and
- (iv) establish adequate procedures, controls, training and reporting mechanisms to enable individuals working for or on behalf of the Group to recognise, prevent and appropriately address bribery and corruption concerns, while ensuring appropriate protection for those who raise concerns in good faith.

3. SCOPE

This Policy applies to the following:

- (i) all Directors, employees and individuals (whether full-time, part-time, contract, or temporary) of the Group working at all levels and grades ("Employees") and any third parties associated with the Group, which may include but not limited to suppliers, contractors, agents, consultants, outsourced personnel, distributors, advisers, government and public bodies, including their advisors, representatives and officials (collectively referred to as "Associated Third Parties").
- (ii) The Group's business dealings with private and public sector entities, including their directors, employees and intermediaries; and
- (iii) All jurisdictions in which the Group operates.

For the purposes of this Policy, the following terms shall have the meanings assigned to them below:

- (a) "Bribery" means the act of offering, promising, giving or receiving (directly or indirectly) of any form of gratification or things of value with the intention of improperly influencing a decision, action, or behaviour, or securing an undue advantage, whether in the public or private sector.
- (b) "Corruption" means the act of abusing of entrusted power, position or authority for personal, corporate or other improper gain or benefit. This includes the solicitation, offering, giving, acceptance, or receipt of gratification, directly or indirectly, as an inducement or reward for performing, omitting, or influencing any act relating to an individual's duties, responsibilities, or principal affairs.
- (c) "Facilitation Payments" refer to unofficial, improper, or unauthorised payments, typically of a small value made to secure, expedite or facilitate the performance of a routine governmental or administrative action by a public official. Facilitation payments do not include legitimate fees, charges or payments that are officially prescribed by law, transparently disclosed, properly documented and paid directly into an authorised government account through approved channels.
- (d) "**Gratification**" shall have the meaning assigned to it under Section 3 of the Malaysian Anti-Corruption Commission Act 2009 ("MACC Act 2009") and includes, but is not limited to:
 - (i) money, donation, gift, loan, fee, reward, valuable security, property or interest in the property being the property of any description whether movable or immovable, financial benefit or any other similar advantage;
 - (ii) any office, title, dignity, employment, contract of employment or services and agreement to provide employment or services in any capacity;
 - (iii) any payment, release, discharge or liquidation of any loan, obligation or liability, whether in whole or in part;
 - (iv) any valuable consideration of any kind, including discount, commission, rebate, bonus, deduction or percentage;
 - (v) any forbearance from demanding money, money's worth or any valuable thing;
 - (vi) any service, favour, or benefit of any description, including protection from any penalty, disability, disciplinary action, civil proceedings, or criminal proceedings, whether actual, anticipated, or threatened, and including the exercise or abstention from exercising any right, power, or official duty; and

- (vii) any offer, undertaking or promise, whether conditional or unconditional of any gratification within the meaning of any of the preceding paragraphs (i) to (vi) above.
- (e) **“Kickbacks”** refer to any payment, commission, rebate, credit, gift, gratuity, thing of value, or other benefit that is provided, directly or indirectly, to an individual or entity as an improper reward, incentive, or inducement for securing, facilitating, or influencing the award of business, contracts, approvals, or any other business advantage to a particular party, including any Associated Third Party.

4. ANTI-BRIBERY AND CORRUPTION PRINCIPLES

The Group adopts a strict zero-tolerance approach towards all form of bribery and corruption. The Group is committed to conducting its business and operations with the highest standards of integrity, transparency, honesty and ethically. All Directors, employees and persons acting on behalf of the Group are expected to conduct themselves professionally, fairly and with in accordance with the Group's Code of Ethics and Conduct. The Group are committed to implementing and enforcing an effective system to counter bribery.

In the event of an investigation, inquiry or enforcement action relating to suspected or actual bribery or corruption involving the Group or its personnel, the Group shall provide its full cooperation to the relevant enforcement agencies and other competent authorities, including the Malaysian Anti-Corruption Commission and shall take all reasonable steps to facilitate such investigations.

In case of suspicious behaviour, allegations, and/or investigations related to bribery or corruption, Human Resources may require the relevant Employees to declare information regarding the assets owned by them as deemed necessary.

If Employees come across any suspicious activity or have a reasonable belief that this Policy has been breached or violated, you may report your concerns to your Head of Department, or follow the procedures outlined in the Whistleblowing Policy available through reporting channels at <https://hssfood.my/>

The Employee who is found violating this Policy may be subjected to disciplinary action as well as potential criminal investigation and prosecution.

The Audit and Risk Management Committee (“ARMC”) will conduct periodic risk assessments on the bribery and corruption risk of the Group, assisted by the Internal Auditors. The ARMC will periodically report to the Board of Directors of the Company (“Board”) for deliberation on the results of the bribery and corruption risk assessment, if any.

5. SPONSORSHIPS AND DONATIONS

- (i) Donations and sponsorships may be permissible depending on the circumstances and should be made directly to an official entity and be capable of being publicly disclosed.
- (ii) Donations and sponsorships must not be made to influence business decisions or to cover up undue payments or bribery.
- (iii) The provisions relating to donations and sponsorships also apply to charitable support and donations, whether of in-kind services, knowledge, time, or direct financial contributions.
- (iv) All donations and sponsorship payments must be accurately reflected in the Group's accounting books and records, be permitted by the applicable law, and be capable of being publicly disclosed. They must state support for local community or welfare development and reciprocal business arrangements to ensure that the said donations and sponsorship payments are not used as a scheme to conceal bribery or corruption or to influence business decisions.

- (v) Written or verbal approval, on a case-by-case basis, must be obtained from the Managing Director/Executive Director(s) before the Group's funds or resources may be utilised for any direct or indirect political contributions. In the event of verbal approval is obtained, a written acknowledgement must be obtained from the recipient.

6. FACILITATION PAYMENTS AND KICKBACKS

The Group adopts a strict prohibition against all forms of facilitation payments and kickbacks. Directors, employees, and Associated Third Parties acting for or on behalf of the Group shall not, whether directly or indirectly, solicit, request, accept, obtain, offer, promise, authorise, provide or facilitate any facilitation payment or kickback for the purpose of securing, expediting, influencing or obtaining an improper business or operational advantage.

The Group strictly prohibits facilitation payments and kickbacks. In exceptional life-threatening situations where such payments cannot be avoided, the matter must be reported immediately to the Managing Director/Executive Director(s), documented, and disclosed as soon as possible

Any request for facilitation payment or kickbacks must be reported immediately to the superior, Head of Division, or management for further advice.

7. GIFTS, HOSPITALITY AND ENTERTAINMENT

7.1 NO GIFT POLICY

The Group is committed to conducting our business activities with the highest standards of integrity, transparency and good corporate governance. In support of this commitment and to avoid actual, potential or perceived conflict of interest, the Group adopts a strict "No Gift Policy".

Receiving of Gifts: In certain cultures or circumstances, gift-giving is a business etiquette, and it may be disrespectful to refuse a gift. In such circumstances, employees may receive the gift, but he/she must report to the respective Head of Division and record it in the Gift Register Form. However, under no circumstances may an employee or their family members accept gifts in the form of cash or cash equivalents.

Exemptions: There are certain exceptions whereby the provision and receiving of gifts can be accepted in the following situations:

- Token gifts are offered equally to members of the public, delegates, customers, partners, and key stakeholders attending work-related seminars, conferences, trade and business events (*e.g. t-shirts, goodie bags, calendars, pens, diaries*)
- Gifts offered to external parties in relation to the Group's official functions, events, and celebrations (*e.g. door gifts*);
- Recognition gifts from the Group to employees in relation to an internal or external company's recognition function, event, and celebration (*e.g. long service award*); and
- Gifts exchange at the company-to-company level (*e.g. gifts exchanged between companies as part of an official company visit*).

7.2 HOSPITALITY AND ENTERTAINMENT

This Policy does not prohibit giving or accepting hospitality and entertainment arrangements, as long as it is reasonable and appropriate to do so in circumstances that do not influence business decisions. Any such business courtesies offered or received that are transacted on behalf of the Group must be approved in accordance with the Group's limits of authority as stated in the Group's Limits of Authority and Employee's Handbook.

The following criteria are to be considered when giving or accepting any hospitality and entertainment arrangement:

- reasonable in value;
- transparent;
- infrequent in nature;
- not given to influence or obtain an unfair advantage; and
- respectful and customary.

Hospitality and entertainment arrangements may consist of meals, travel or transportation, accommodation, entertainment, and recreation in relation to the following circumstances:

- (i) participation at work-related conferences, seminars and/or business events;
- (ii) gratitude for hosting business events, conferences and/or seminars; and
- (iii) business situations or to all participants and attendees, for example, work-related seminars, conferences, trade and business events.

As a general principle, Employees are expected to exercise due care and judgement in receiving or providing gifts according to the policies above and to uphold the highest standards of integrity, avoid conflicts of interest, and comply with applicable rules and regulations, as well as the Company's Code of Ethics and Conduct. Employees shall not accept or provide gifts, hospitality, and entertainment arrangements to a third party if it is made to influence the third party to obtain or retain business, or in exchange for favours or benefits. In addition, lavish or unreasonable gifts, as well as hospitality and entertainment arrangements, should not be accepted.

All persons subject to this Policy shall observe and refer to our latest available Group's Employee Handbook and corresponding updates from time to time.

8. CONFLICT OF INTEREST

The Employees shall not use their official position, confidential information, assets, and other resources for their personal gain or the advantage of their family and associates.

Should the Employees encounter a conflict-of-interest situation, they are required to disclose the said situation according to the terms of the Employee's Handbook.

9. ASSOCIATED THIRD PARTIES

- (i) the Associated Third Parties are expected to abide by ethical business practices and avoid corrupt practices, including bribery;
- (ii) the Associated Third Parties acting on behalf of the Group must contractually agree to abstain from bribery and corrupt practices;
- (iii) the Associated Third Parties are required to sign a declaration confirming they have been provided with a copy of the Policy and that they undertake to abide by the provisions of the Policy directly or indirectly applicable to them;
- (iv) the appropriate assessment shall be conducted on the Associated Third Parties acting on behalf of the Group to ensure the business and background of the potential Associated Third Parties are free from bribery elements or conflict of interest prior to the procurement process, with the duly completed declaration form submitted to the Group; and
- (v) If there are suspicions of bribery and corruption on the part of the Associated Third Parties in their dealings with the Group, the Group reserves the right to seek an alternative supplier for the goods or services.

10. COMMUNICATION AND TRAINING

The Group will continue to provide specific and regular training in relation to anti- corruption and bribery laws and compliance with this Policy for all new and existing Employees.

This Policy is published on the Company's website, and awareness is reinforced through emails, newsletters, and the Group's Employee's Handbook.

All Employees are required to sign a declaration that they have read and understood and will abide by the Policy.

The current Employees are required to sign the declaration as soon as practicable. It is envisaged that the declaration may be submitted electronically in the future.

11. CONFIDENTIALITY AND PROTECTION

Any individual who knows of or suspects a violation of this Policy is encouraged to whistle blow or report the concerns through the mechanism set out under the Group's Whistleblowing Policy. The provision, protection and procedures of the Whistleblowing Policy for reporting violations of this Policy are available on the Company's website.

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

12. MONITORING AND REVIEW

The Employees and the Associated Third Parties are responsible for the success of this Policy and should ensure adherence to this Policy and use it to disclose any suspected danger or wrongdoing.

Internal control systems and procedures of the Group will be subject to regular audits to provide assurance that they are effective in countering corruption and bribery.

The Company will conduct regular risk assessments to identify bribery and corruption risks facing the business, set anti-bribery and corruption objectives, and assess the effectiveness of existing controls in achieving those objectives.

13. RECORDS-KEEPING

Proper and complete records must be maintained of all payments made to third parties in the usual course of business, as these would serve as evidence that such payments were bona fide and not linked to corrupt and/or unethical conduct. All accounts, invoices, documents, and records relating to dealings with the Associated Third Parties are maintained and recorded with accuracy and completeness.

All expense claims relating to gifts or entertainment made to third parties must be submitted in accordance with the Group's reimbursement procedures and/or applicable policy and specifically record the reasons for such expenditure.

All documents, accounts, and records relating to dealings with third parties, such as customers, suppliers, and business contacts, should be prepared and maintained with strict accuracy and completeness. No accounts should be kept "off-book" to facilitate or conceal improper payments.

The Group will also maintain records of the relevant declaration submitted by the Employees and Associated Third Parties to ensure that all persons subject to this Policy comply with the requirements.

14. COMPLIANCE WITH THE LAW

The Group will comply with all applicable laws, rules, and regulations of the governments, commissions, and exchanges in jurisdictions within which the Group operates. The Employees are expected to understand and comply with the MACC Act 2009 (including any amendments thereof). The Group reserves the right to report any actions or activities suspected of being criminal in nature to the police or other relevant authorities.

15. PERIODIC REVIEW

This Policy will be reviewed periodically, and in any event, at least once every three (3) years to ensure its effectiveness and consistency with the governing legislation and regulatory requirements, or more frequently should there be material changes to the said legislation and regulations or circumstance of the business, if any.

16. BOARD APPROVAL

This Policy (Version No. 1) was reviewed and approved by the Board on 13 August 2025. Any amendment(s) to this Policy shall be approved by the Board from time to time, when necessary.

All references to “we”, “us” and “our” are to our Company, or where the context requires in this policy are to the Group taken as a whole.

Sample – for reference

**DECLARATION FORM
(Employee)**

I, _____, declare that I have read and understood the contents of HSS Holdings Berhad’s Anti-Bribery and Corruption Policy (“Policy”).

I hereby undertake to comply with the provisions and requirements set out in the Policy and any amendments as may be made from time to time during the course of my employment.

I further understand that in the event of non-compliance with the Policy, it may lead to disciplinary action, and the Group reserves the right to undertake a review of my appointment with the Group, which may lead to termination and even reporting any instances of bribery and corruption to the relevant authorities.

Declared by,

Name :
NRIC / Passport No. :
Designation :
Department :

Sample- for reference

DECLARATION FORM (ASSOCIATED THIRD PARTY)

- (i) We are the contractors / vendors / suppliers / agents / consultants / joint-venture partners / intermediaries* of HSS Holdings Berhad ("the Company"), all subsidiaries, joint venture companies and associates ("the Group").
- (ii) We confirm that we have been provided with a copy of the Company's Anti-Bribery and Corruption Policy ("Policy") and undertake to abide by the provisions of the Policy directly or indirectly applicable to us.
- (iii) We further undertake to promptly inform the Company of any actual or suspected / alleged breach of the Policy involving the Company Directors or Employees (as defined in the Policy) and cooperate with the Company in any investigation of such a breach.
- (iv) We acknowledge that the provisions as stated in this declaration form shall form part of the terms and conditions of our appointment and/or contract of service, and if we are found to have breached the Policy, the Company has the right to suspend or terminate the contract/agreement and disqualify us from tendering for future contracts.

** Please delete where not applicable.*

Declared by,

Name of Authorised Signatory :
NRIC / Passport No. :
Designation :
Company :
Date :
Company Stamp