

Anti-Bribery & Anti-Corruption Policy
Ounch Sdn Bhd

1. What does your policy cover?
 - a. This anti-bribery policy exists to set out the responsibilities of Ounch Sdn Bhd and those who work for us in regards to observing and upholding our zero-tolerance position on bribery and corruption.
 - b. It also exists to act as a source of information and guidance for those working for Ounch Sdn Bhd. It helps them recognize and deal with bribery and corruption issues, as well as understand their responsibilities.

2. Policy statement
 - a. Ounch Sdn Bhd is committed to conducting business in an ethical and honest manner, and is committed to implementing and enforcing systems that ensure bribery is prevented. Ounch Sdn Bhd has zero-tolerance for bribery and corrupt activities. We are committed to acting professionally, fairly, and with integrity in all business dealings and relationships, wherever in the country we operate.

3. Who is covered by the policy?
 - a. This anti-bribery policy applies to all employees (whether temporary, fixed-term, or permanent), consultants, contractors, trainees, home workers, agency staff, interns, agents or any other person or persons associated with us (including third parties), or any of our subsidiaries or their employees, no matter where they are located (within or outside of Malaysia).
 - b. In the context of this policy, third-party refers to any individual or organization our company meets and works with. It refers to actual and potential clients, customers, suppliers, distributors, business contracts, agents, advisers, and government and public bodies – this includes their advisors, representatives and officials, politicians, and public parties.
 - c. Any arrangements our company makes with a third party is subject to clear contractual terms, including specific provisions that require the third party to comply with minimum standards and procedures relating to anti-bribery and corruption.

4. Definition of bribery
 - a. Bribery refers to the act of offering, giving, promising, asking, agreeing, receiving, accepting, or soliciting something of value or of an advantage so to induce or influence an action or decision.
 - b. A bribe refers to any inducement, reward, or object/item of value offered to another individual in order to gain commercial, contractual, regulatory, or personal advantage.
 - c. Bribery is not limited to the act of offering a bribe. If an individual is on the receiving end of a bribe and they accept it, they are also breaking the law.
 - d. Bribery is illegal. Employees must not engage in any form of bribery, whether it be directly, passively (as described above), or through a third party (such as an agent or distributor). They must not bribe a foreign public official anywhere in the world. They must not accept bribes in any degree and if they are uncertain about whether something is a bribe or a gift or act of hospitality,

they must seek further advice from the company's compliance department.

5. What is and what is NOT acceptable

a. Gifts and hospitality

Ounch Sdn Bhd accepts normal and appropriate gestures of hospitality and goodwill (whether given to/received from third parties) as long as the giving or receiving of gifts meets the following requirements:

- i. It is not made with the intention of influencing the party of whom it is being given, to obtain or reward the retention of a business or a business advantage, or as an explicit or implicit exchange for favors or benefits.
- ii. It is not made with the suggestion that a return favor is expected.
- iii. It is in compliance with local law.
- iv. It is given in the name of the company, not in an individual's name.
- v. It does not include cash or a cash equivalent (e.g. a voucher or gift certificate)
- vi. It is appropriate for the circumstances (e.g. giving small gifts around Christmas or a small thank you to a company for helping with a large project upon completion)
- vii. It is of an appropriate type and value and given at an appropriate time, taking into account the reason for the gift.
- viii. It is given/received openly, not secretly.
- ix. It is not selectively given to a key, influential person, clearly with the intention of directly influencing them.
- x. It is not offer to, or accepted from, a government official or representative or politician or political party, without the prior approval of the company's management.

b. Ounch Sdn Bhd recognizes that the practice of giving and receiving business gifts varies between countries, regions, cultures, and religions, so definitions of what is acceptable and not acceptable with inevitably differ for each.

c. As good practice, gifts given and received should always be disclosed to the compliance department. Gifts from suppliers should always be disclosed.

d. The intention behind a gift being given/received should always be considered. If there is any uncertainty, the advice of the compliance department should be sought.

e. Facilitation Payments and Kickbacks

- i. Ounch Sdn Bhd does not accept and will not make any form of facilitation payments of any nature. We recognize that facilitation payments are a form of bribery that involves expediting or facilitating the performance of a public official for a routine government action. We recognize that they tend to be made by low level officials with the intention of securing or speeding up the performance of a certain duty or action.
- ii. Ounch Sdn Bhd does not allow kickbacks to be made or accepted. We recognize that kickbacks are typically made in exchange for a business favor or advantage.

- iii. Ounch Sdn Bhd recognizes that, despite our strict policy on facilitation payments and kickbacks, employees may face a situation where avoiding a facilitation payment or kickback may put their/their family's personal security at risk. Under these circumstances, the following steps must be taken:
 - 1. Keep any amount to the minimum.
 - 2. Ask for a receipt, detailing the amount and reason for the payment.
 - 3. Create a record concerning the payment.
 - 4. Report this incident to your line manager.
- iv. Political Contributions
 - 1. Ounch Sdn Bhd will not make donations, whether in cash, kind, or by any other means, to support any political parties or candidates. We recognize this may be perceived as an attempt to gain an improper business advantage.
- v. Charitable Contributions
 - 1. Ounch Sdn Bhd accepts (and indeed encourages) the act of donating to charities – whether through services, knowledge, time, or direct financial contributions (cash or otherwise) – and agrees to disclose all charitable contributions it makes.
 - 2. Employees must be careful to ensure that charitable contributions are not used to facilitate and conceal acts of bribery.
 - 3. We will ensure that all charitable donations made are legal and ethical under local laws and practices, and that donations are not offered / made without the approval of the compliance department.

6. Employee Responsibilities

- a. As an employee of Ounch Sdn Bhd, 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 you are given.
- b. All employees and those under our control are equally responsible for the prevention, detection, and reporting of bribery and other forms of corruption. They are required to avoid any activities that could lead to, or imply, a breach of this anti-bribery policy.
- c. If you have reason to believe or suspect that an instance of bribery or corruption has occurred or will occur in the future that breaches this policy, you must notify the compliance department.
- d. If any employee breaches this policy, they will face disciplinary action and could face dismissal for gross misconduct. Ounch Sdn Bhd has the right to terminate a contractual relationship with an employee if they breach this anti-bribery policy.

7. Record Keeping

Ounch Sdn Bhd will keep detailed and accurate financial records, and will have appropriate internal controls in place to act as evidence for all payments made. We will declare and keep a written record of the amount and reason for hospitality or gifts accepted, and given, and understand that gifts and acts of hospitality are subject to the managerial review.