

CFSOLUTIONS SDN BHD

Company No.: 198501004650(137090-W)

ANTI-BRIBERY AND CORRUPTION POLICY & PROCEDURES

ANTI-BRIBERY AND CORRUPTION POLICY & PROCEDURES

1. INTRODUCTION

cfSolutions Sdn Bhd (“**cfSolutions**” or “**Company**”) conducts its business in a legal and ethical manner. The Company requires all employees (including full time, probationary, contract and temporary staff) (“**Employees**”) and Directors of the Company to be committed to acting professionally and with integrity in their business dealings.

The Company will take reasonable and appropriate measures to ensure that its businesses do not participate in corrupt activities for its advantage or benefit. This **Anti-Bribery and Corruption Policy & Procedures** sets out the parameters to prevent the occurrence of bribery and corrupt practices in relation to the businesses of the Company. This **Anti-Bribery and Corruption Policy & Procedures** shall be read in conjunction with the Code of Ethics and Conduct and Whistle-Blowing Policy which is available on the Company’s website at <https://cfsolutions.com.my>

2. DEFINITION OF BRIBERY AND CORRUPTION

Bribery is the offering, promising, giving, accepting or soliciting of an advantage as an inducement for action which is illegal, unethical or a breach of trust. A bribe is an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage and can take the form of gifts, loans, fees, rewards or other advantages.

Corruption is the abuse of entrusted power for private gain.

3. OBJECTIVE

The objective of this **Anti-Bribery and Corruption Policy & Procedures** is to provide information and guidance to the Directors and Employees on standards of behaviour to which they must adhere to and how to recognise as well as deal with bribery and corruption.

This **Anti-Bribery and Corruption Policy & Procedures** is not intended to be exhaustive, and there may be additional obligations that Directors and Employees are expected to adhere to or comply with when performing their duties. For all intents and purposes, the Directors and Employees shall always observe and ensure compliance with all applicable laws, rules and regulations to which they are bound to observe in the performance of their duties.

4. APPLICABILITY

This **Anti-Bribery and Corruption Policy & Procedures** is applicable to the following key stakeholders:-

- (i) every employee of cfSolutions;
- (ii) directors of cfSolutions;
- (iii) consultants, agents, representatives and others performing work or services for or on behalf of cfSolutions.

Each Employee has a duty to read and understand this **Anti-Bribery and Corruption Policy & Procedures**. Violation of any of the provisions contained herein may result in disciplinary action, including termination of employment and where relevant, reporting to the police or other relevant enforcement agencies.

For further clarification or questions on this **Anti-Bribery and Corruption Policy & Procedures**, please contact the following personnel:

- Calvin Chun / Managing Director – calvinchun@cfsolutions.com.my

ANTI-BRIBERY AND CORRUPTION POLICY & PROCEDURES**5. GUIDANCE ON COMMON FORMS OF BRIBERY AND CORRUPTION****5.1 Gifts, Entertaining, Hospitality and Travel**

cfSolutions has adopted a "No Gift" policy whereby, subject only to certain exceptions, cfSolutions' Directors and Employees (executive and non-executive) are prohibited from, directly or indirectly, receiving or providing gifts to, a third party if it is made with the intention of influencing the third party to obtain or retain business, or in exchange for favours or benefits.

The Directors and Employees should be mindful in giving or receiving gifts or hospitality as it could be perceived as a way of improperly influencing the decision-making of the recipient. In addition, lavish or unreasonable gifts or hospitality should not be accepted as such gifts or hospitality may be perceived or interpreted as attempts by the Directors or Employees to obtain or receive favourable business treatment for personal benefits. Hence, the intention behind the gifts or hospitality should always be considered.

It is the responsibility of employees and directors to inform the external parties involved in any business dealings with cfSolutions the practice of "No Gift Policy" and to request the external party's understanding for and adherence with this policy.

However, this **Anti-Bribery and Corruption Policy & Procedures** does not prohibit normal business hospitality, so long as it is reasonable, appropriate, modest and bona fide corporate hospitality.

Some examples of acceptable gifts and/or benefits are as follows:-

- (a) Token gifts offered in business situations or to all participants and attendees for example, work-related seminars, conferences, and trade and business events;
- (b) Gifts presented at work-related conferences, seminars and/or business events;
- (c) Gifts given in gratitude for hosting business events, conferences and/or seminars;
- (d) Refreshments or meals during meetings or as participants of work-related conference and/or seminars; and
- (e) Meals for business purposes.

As a general rule of thumb, the Employees is required to fill up the monthly expenses claim form for the expenses value below **RM500**. The expenses above **RM500** requires prior written approval from Managing Director via the Gift Clam Form as set out in [Appendix A](#).

5.2 Facilitation Payments to Officer of Public Body ^{N1}

Facilitation payments are unofficial payments or other advantages made to secure or expedite the performance of a routine action by an officer of public body or administrative duty. Directors or Employees shall not promise or offer, or agree to give or offer, facilitation payments to an officer of any public body.

However, there could arise circumstances in which the Directors or Employees have no alternative but to make a facilitation payment in order to protect themselves from injury, loss of life or liberty. Any request for facilitation payment under such circumstances should be reported immediately to the Managing Director for further action to be taken.

N1: Public Body as defined in Section 3 of Malaysian Anti-Corruption Commission Act 2009

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5.3 Third Parties and Agencies

All third parties, including agents, suppliers and joint-venture partners should be made aware of this **Anti-Bribery and Corruption Policy & Procedures** and the arrangements with them shall be subject to clear contractual terms, including specific provisions requiring them to comply with minimum standards and procedures relating to bribery and corruption.

5.4 Political Contribution

Employees and Board may participate in the political activities on an individual basis but does not permit to use cfSolutions' resources for such activities. Subject to any prevailing law that govern political contribution, the Company may make contribution to political parties or candidates. All political contributions require prior approval from the Managing Director, and proof of the political contributions shall be submitted to the Finance Department for documentation and record-keeping.

5.5 Charitable Contribution

Charitable support and donations are acceptable (and indeed are encouraged), whether of in-kind services, knowledge, time, or direct financial contributions. However, Directors and Employees must be careful to ensure that charitable contributions are not used as a scheme to conceal bribery. No donation can be offered or made without the prior approval of the Managing Director. Proof of the charitable contributions shall be submitted to the Finance Department for documentation and record-keeping.

5.6 Money-Laundering

Money-laundering is deemed to have occurred when the criminal origin or nature of money or assets is hidden in legitimate business dealings or when legitimate funds are used to support criminal activities, including financing terrorism.

The Company is committed to abstain from all practices related to money-laundering, including dealing in the proceeds of criminal activities.

Money-laundering is a very serious crime and the laws governing this type of crime can have extra territorial effect, i.e. the application of the law is extended beyond local borders. The penalties for breaching anti-money laundering legislation are severe and can include extradition and incarceration in foreign jurisdictions.

To avoid violating anti-money laundering laws, Directors and Employees are expected to always conduct counterparty due diligence to understand the business and background of the Company's prospective business counterparties and to determine the origin and destination of money, property and services.

Counterparty means any party that the Company is currently in relationship with or intends to do business with in the future, either on a regular or one-off basis. Counterparties include, but are not limited to, customers, suppliers, consultants, agents, joint-venture partners and any other business partners.

6. RECORD-KEEPING & APPROVAL MECHANISM

It is important that proper and complete records 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 third parties, such as clients, suppliers and business contacts, should be prepared and maintained with accuracy and completeness.

Employees must declare all gifts accepted or offered to third parties in celebration of festive seasons and submit details to the Finance Department for documentation and record-keeping.

For business agreements/contracts to be entered into by the Company, approval must be obtained from authorised signatory of the Company.

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7. COMPLIANCE TO THE LAW

The Company will comply with all applicable laws, rules and regulations of the governments, commissions and exchanges in jurisdictions within which the Company operates. In particular, Directors and Employees are expected to understand and comply with the Malaysian Anti-Corruption Commission Act 2009 (including any amendment thereof) and the Malaysian Anti-Corruption Commission (Amendment) Act 2018. The Company reserves the right to report any actions or activities suspected of being criminal in nature to the police or other relevant authorities.

8. REPORTING OF VIOLATIONS

Any person who knows of, or suspects, a violation of the **Anti-Bribery and Corruption Policy & Procedures**, is encouraged to whistle-blow or report the concerns through the mechanism set out under the Company's Whistle-Blowing Policy. 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 the **Anti-Bribery and Corruption Policy & Procedures**. An employee may raise the concern using the form in Appendix B. All reports will be treated confidentially.

For reporting of concerns or suspected/actual violation, please contact the designated personnel: **Calvin Chun** / Managing Director – calvinchun@cfsolutions.com.my.

In the event the concerns or suspected/actual violation involves the designated personnel, you are encouraged to report such concerns or suspected/actual violation directly to the police or other relevant authorities.

For reference purposes (not exhaustive in nature), the following are some of the “red-flags” or indicator for possible concerns to be raised/reported:

- (a) The party involved is known to has previously engaged in or has been accused of engaging in improper business activities/practices, paying bribes or requiring bribes to be paid to him/her
- (b) The party involved insists on receiving commission or fee for payment before committing to conclude a business agreement or contract or enter into formal business relationship
- (c) The party involved requests for payment in cash or refuses to sign a formal agreement or to provide an invoice or receipt for a payment made
- (d) The party involved requests for payment to be made to a country or jurisdiction different from the place in which he/she/it domiciles or conducts business
- (e) The party involved requests for an unexpected additional fees or commission
- (f) The party involved demands for lavish entertainment or gifts before commencing or continuing with the contractual agreement or provision of service
- (g) The party involved requests to overlook potential legal/regulatory violation
- (h) The party involved requests to provide employment or unwarranted advantage to the his/her friend or relative
- (i) Invoice received from the party involved differs from the common format adopted by the entity he/she works for, or the content of such invoice does not reflect the actual service provided
- (j) The party involved refuses to put the negotiated terms in writing
- (k) The party involved requests to use the services of an agent, intermediary, consultant or supplier not typically known or used by the entity he/she works for

9. REVIEW OF THE POLICY

The Managing Directors will monitor compliance with this **Anti-Bribery and Corruption Policy & Procedures** and review this **Anti-Bribery and Corruption Policy & Procedures** from time to time (at minimum, on an annual basis) to ensure that it continues to remain relevant and appropriate.

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TRAINING & COMMUNICATION

A copy of this Integrity **Anti-Bribery and Corruption Policy & Procedures** shall be made available on the Company's website at <https://cfsolutions.com.my> for reference by the general public.

A copy of this **Anti-Bribery and Corruption Policy & Procedures** shall be made available to all personnel involved in the daily operations of the Company. An internal briefing shall be conducted for new employees on the provisions of this **Anti-Bribery and Corruption Policy & Procedures**; and to all personnel as and when there are updates/revisions to this **Anti-Bribery and Corruption Policy & Procedures**.

Specific clause on anti-bribery and corruption shall be included in the service contract/engagement letter of the Company to ensure the counterparts are informed of the Company's commitment to anti-bribery and corruption.

The top-level management will identify suitable training/courses from time to time, for participation by relevant personnel of the Company. Relevant laws and regulations, guidelines, reference materials etc. will be circulated to all personnel of the Company from time to time to keep them informed of their duties and obligations for continuing compliance to anti-bribery and corruption.

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- (I) Designated Personnel : **Calvin Chun / Managing Director**
- (II) Communication Channel : Any concern or whistle-blowing, kindly email the details to calvinchun@cfsolutions.com.my
- (III) Key Points to Include : Please provide the following details in the email for reporting of any concern or suspected/actual violation:
- Name of the person involved
 - Details relating to the breach/violation and any relevant supporting evidence(s)
 - Contact details for future communication
- (IV) Preferred Language : The reporting on violation, where possible, should be in English. Nonetheless, if there is difficulty to communicate in English, Bahasa Malaysia or Mandarin is also acceptable
- (V) Time Frame for Feedback : The designated personnel is expected to get in touch with the whistle-blower as soon as practicable, usually within 5 business days; subject to any unforeseen circumstances which may occur (if any)

IN THE EVENT THE CONCERN OR SUSPECTED/ACTUAL VIOLATION INVOLVES THE DESIGNATED PERSONNEL, YOU ARE ENCOURAGED TO REPORT SUCH CONCERNS OR SUSPECTED/ACTUAL VIOLATION DIRECTLY TO THE POLICE OR OTHER RELEVANT AUTHORITIES.

REMINDER – PENALTY FOR AN OFFENCE UNDER MALAYSIAN ANTI-CORRUPTION COMMISSION ACT 2009 (“MACC Act”)**General Penalty (Section 69 of the MACC Act)**

Every person convicted of an offence under the MACC Act for which no penalty is specifically provided shall be liable to a fine not exceeding ten thousand ringgit or to imprisonment for a term not exceeding two years or to both.

Penalty for Offence under Sections 16, 17, 18, 20, 21, 22 and 23 (Section 24 of the MACC Act)

Any person who commits an offence under sections 16, 17, 18, 20, 21, 22 and 23 shall on conviction be liable to:

- (a) imprisonment for a term not exceeding twenty years; AND
- (b) a fine of not less than five times the sum or value of the gratification which is the subject matter of the offence (or value of false or erroneous or defective material particular in the case of offence under Section 18), where such gratification (or value of false or erroneous or defective material particular in the case of offence under Section 18) is capable of being valued or is of a pecuniary nature, or ten thousand ringgit, whichever is the higher.

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APPENDIX A-GIFT CLAIM FORM
(A) Receives Gift

No.	Particulars	Description
1.	Date Received	
2.	Recipient' s Name	
3.	Description of Gift	
4.	Value (RM)	
5.	Reason of Gift Acceptance	
6.	Decision on how to deal with the Gift	
7.	Name of Approver	
8.	Approval Date	

(B) Provides Gift

No.	Particulars	Description
1.	Offered Date	
2.	Name of Offeror	
3.	Recipient' s Name, Company' s Name and Designation	
4.	Description of Gift	
5.	Value (RM)	
6.	Reason of Gifting	
7.	Decision:	
8.	Name of Approver	
9.	Approval Date	

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APPENDIX B - REPORTING FORM

No.	Particulars	Description
1.	Date of Report	
2.	Name	
3.	Contact Number	
4.	Complaint	
5.	Report Received Date	
6.	Decision or Next Course of Action	
7.	Date of Decision Made	
8.	Update Post Action Taken	
9.	Date of Update	