

SCIENTEX[®]

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SCIENTEX BERHAD

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

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1.0 INTRODUCTION

Bribery and corruption offences present a very serious risk for all businesses and in the case of a company, person(s) associated with the company as well as the company could face punishment under the law in addition to suffering reputation loss.

At Scientex Berhad Group (hereinafter referred to as “Scientex”), our core values of honesty and integrity and dealings in a fair, transparent, and just manner require the highest standards of adherence from ourselves and in our interactions with our suppliers, customers, governments, and regulatory bodies as well as stakeholders.

Scientex is committed to integrity and ethical conduct in the way we conduct our business and operations and this is reflected in the policy that we seek to enforce. We recognise that bribery and corrupt practices are offences punishable under the laws of Malaysia and elsewhere in jurisdictions in which we operate in and we intend to uphold all applicable laws relevant to the countering of bribery and corruption in all jurisdictions in which we operate in. We strongly believe that by adhering to our core values of honesty, fairness, transparency, and integrity, we will continue to build and further enhance Scientex brand name globally and to be recognised as an institution that promotes best practices and good corporate governance.

2.0 PURPOSE

The purpose of this Policy is to set out Scientex’s position on bribery and corruption and details out how responsibility for observing and upholding our core values of honesty and integrity is established across Scientex’s operations. It also seeks to establish controls to ensure compliance with all applicable anti-bribery and anti-corruption laws and regulations to ensure that Scientex’s business is conducted with the highest standards of honesty and integrity.

3.0 SCOPE

This Policy applies to all Scientex subsidiaries and related companies, employees including but not limited to all individuals at all levels and grades, management, officers, directors, related personnel, and third parties acting on behalf of the aforementioned parties. It extends to all business dealings in all jurisdictions where Scientex operates. For the purposes of this Policy, “related personnel” includes family members (spouse, children, siblings and parents). “Third Party(ies)” means any individual organisation which comes into contact during the course of work with Scientex, and includes actual or potential customers, clients, suppliers, distributors, contractors, business contacts, agents, advisers, and government and public bodies including their advisors, representatives, officials and agents. Besides, for the purposes of this Policy, all directors, officers, employees, and any third party or persons associated with Scientex are collectively known as “Scientex Associates”.

4.0 RULES AND REGULATIONS

- a) This Policy shall at all times comply with the laws and regulations of Malaysia. In the event of any inconsistency or conflict between the provisions of this policy and the laws of Malaysia, the latter shall prevail. The paramount laws on bribery and corruption is the Malaysian Anti-Corruption Commission (“MACC”) Act 2009 as subjected to any subsequent governmental directives, re-enactment and/ or amendment.
- b) With reference to the Malaysian Anti-Corruption Commission in its official portal (www.sprm.gov.my), “corruption” is described as an act of giving or receiving of any gratification or reward in the form of cash or in-kind of high value for performing a task in relation to his/ her job function or activity.
- c) The MACC Act stipulates six (6) main offences as below:
- Soliciting/ Receiving Gratification (Bribe) - Sections 16 & 17(a) MACC Act
 - Offering/ Giving Gratification (Bribe) - Section 17(b) MACC Act
 - Intending to Deceive (False Claim) - Section 18 MACC Act
 - Using Office or Position for Gratification (Bribe) (Abuse of Power/ Position) - Section 23 MACC Act
 - Offering/ Giving Gratification by Commercial Organisation (Corporate Liability) – Section 17A MACC Act
 - Deemed Parallel Personal Liability for Senior Personnel (Personal Liability) – Section 17A(3) MACC Act
- d) For reference of this Policy, corruption may include “bribery” which is any offering, promising, giving, requesting, agreeing to receive, accepting a gratification, or other advantages with the intention of inducing or rewarding someone to perform their job function or activity improperly. Form of bribery includes kickbacks, inflated commissions, expensive gifts, political donations, excessive or inappropriate entertainment.
- e) Gratification is defined in the MACC Act as:
- i. Money, donation, gift, loan, fee, reward, valuable security, property or interest in property, whether movable or immovable, financial benefits, or any other similar advantage;
 - ii. Any office, dignity, employment, contract of employment or services and agreement to give employment or render services in any capacity;
 - iii. Any payment, release, discharge or liquidation of any loan, obligation or other liability, whether in whole or in part;
 - iv. Any valuable consideration of any kind, discount, commission, rebate, bonus, deduction or percentage;
 - v. Any forbearance to demand any money or money’s worth or valuable thing;
 - vi. 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 exercise of any right or any official power or duty; and
 - vii. Any offer, undertaking or promise, whether conditional or unconditional, of any gratification within the meaning of any of the preceding items (i) to (vi).

5.0 GENERAL PRINCIPLES

- a) Scientex does not engage in bribery or corruption and it is contrary to Scientex's policy for any employee or third party acting on behalf of Scientex to request, offer, solicit, make or receive any payments or inducements which are illegal and unethical.
- b) Scientex is committed to have in place its internal control guidelines and ensure that its businesses and operations are conducted in all respects in accordance with rigorous ethical, professional, and legal standards.
- c) Scientex adheres strictly in all respects to prevailing laws pertinent to countering bribery and corruption in all jurisdictions in which it operates.
- d) Scientex shall not engage in any form of bribery, either directly or indirectly or through any third party (such as an agent, contractor or distributor).
- e) Scientex does not make direct or indirect contributions to political parties or candidates.
- f) Scientex prohibits the use of contracts or consulting agreements to channel improper payments through agents or intermediaries to public or government officials.

5.1 GIFTS, BENEFITS AND HOSPITALITY

Scientex prohibits its employees from giving or accepting gifts, entertainment or other benefits which would in any way influence or appear to influence any business decision, arrangement, or transaction. In addition, employees are prohibited from receiving or offering cash and any form of cash including vouchers, coupons, shares and commission.

However, Scientex recognises that entertainment, gifting, and acceptance of gifts may be a legitimate custom or practice in business relationships to demonstrate appreciation, and given or received without expectation of consideration or value in return. The guideline subscribed by Scientex in relation to such gifting and acceptance of gifts is that unsolicited gifts or other business courtesies may be given or accepted, provided they are handled transparently, are reasonable and modest in nature and amount, bona fide, and justified by a clear and legitimate business purpose.

5.2 SPONSORSHIP AND DONATION

Sponsorships, charitable donations, and corporate social responsibilities shall be made for genuine and verifiable causes. Bribes or facilitation payments shall not be disguised as sponsorships or donations as a means to improperly influence business decisions or conduit to fund illegal activities, which are in violation of Scientex's policies and procedures as well as the applicable laws and regulations.

All sponsorships, charitable donations, and corporate social responsibilities activities are subject to Management's approval based on Internal Control Guidelines.

5.3 FACILITATION PAYMENT

Scientex adopts a strict policy of disallowing the use of facilitation payment throughout any scope of its operations within the organisation. For the purpose of this policy, facilitation

payments are defined as form of payments or other provision made personally to an individual in control of a process or decision to secure or expedite the performance of a routine or administrative duty or function.

If any employee of Scientex encounters any request to offer, promise, give, accept or receive a facilitation payment, he/ she shall make a committed decision and action to decline such request or be involved in any form of subsequent involvement. Furthermore, the employee shall report this situation to the Head of Department and Human Resource Department on an immediate basis. If the employee is unsure of the nature of the payment request, the Head of Department and Human Resource Department shall be notified immediately in order to seek clarification and guidance on the next course of action.

In some instances, whereby an employee of Scientex is being coerced to commit or make such payment as their safety or liberty is under serious threat and they have no alternative but to pay in order to protect their life, limb or liberty, the affected employee must immediately report the payment to the Head of Department and Human Resource Department.

6.0 DUE DILIGENCE AND DEALING WITH THIRD PARTIES

- a) All employees are required to exercise reasonable due diligence at all times when dealing with Third Parties, where practical and relevant with focus on its integrity before entering a business dealing with them.
- b) Scientex will not enter into any business dealings with any Third Parties reasonably suspected of engaging in bribery and improper business practices.
- c) Scientex has the right to terminate their services in the event that these Third Parties pay bribes or act in a manner that is inconsistent with this Policy.

7.0 RESPONSIBILITIES

- a) The Board of Directors of Scientex (“Board”) has overall responsibility for ensuring this Policy complies with legal and ethical obligations and that all those who are subject to the Policy comply with the same.
- b) The Board shall ensure the alignment of this Policy to Scientex’s strategy and oversight on the overall anti-bribery and anti-corruption management system.
- c) The Management of Scientex shall ensure that each operating business unit and all Scientex Associates are made aware of this Policy.
- d) The Management of Scientex shall govern the implementation of this Policy across all business units and jurisdictions where Scientex operates in. The respective business unit head is responsible to ensure the implementation of this Policy within his/ her business unit.
- e) The Head of Department and/ or Human Resource Department shall attend to, manage and address any queries and request for consultation in regards to this Policy or any other circumstances related to its content.

8.0 WHISTLEBLOWING

It is Scientex's belief that the acts of prevention, detection, reporting of bribery and other forms of corruption are the responsibility of all Scientex Associates and the public at large. Scientex encourages Scientex Associates to raise concerns about any issue or suspicion of unethical conduct and corporate misdemeanors, including bribery and corrupt practices, by reporting the same via channels set out in the Whistleblowing Policy made available via Scientex's website. To the extent possible, Scientex will treat any report of unethical and corrupt conduct in the strictest confidence and will not punish or take retaliatory action against any person for reporting a matter in good faith, and in accordance with Scientex's policies and procedures.

In the event that the whistleblowing matter is able to be resolved internally without having to escalate to the higher management, the superior or Head of Department shall be addressed in the first instance.

For whistleblowing matter which is inappropriate and impossible to escalate through superior and/ or Head of Department, whistleblower shall report such matter directly to the following Prescribed Officer(s) (i.e., person(s) authorised to receive reports on whistleblowing matters):

Name: Mr Richard Wong Chin Mun (Chairman of Audit Committee)
Email: richard@vistage.com.my (mark 'Strictly Private and Confidential to Addressee only')

and/ or

Name: Mr Tan Seong Tay (Head of Internal Audit Department)
Email: sttan@scientex.com.my (mark 'Strictly Private and Confidential to Addressee only')

and/ or

Name: Human Resource Department
Email: hrcompliance@scientex.com.my (mark 'Strictly Private and Confidential to Addressee only')

9.0 TRAINING AND COMMUNICATIONS

- a) Human Resources Department must ensure that employees will be provided with this Policy and related training programs to educate them about the requirements and obligations under the anti-bribery and anti-corruption laws and the content of this Policy. For declarations obtained from employees, a copy of the said documentation shall be retained by the Human Resource Department throughout the employee's employment tenure.
- b) All business units of Scientex shall communicate this Policy to all its suppliers, contractors and business partners and any third parties at the outset of business relations and as appropriate thereafter.

10.0 RISK ASSESSMENTS

- a) Risk Management Department shall conduct risk assessments to identify the bribery and corruption risks potentially affecting Scientex periodically and/ or when there is a change in law or circumstance of the business.
- b) The results of risk assessment, review of control measures, and performance shall be reported to the Risk Management Committee and acted upon accordingly. All results and actions planned or implemented will also be reported to the Board of Scientex for further deliberation
- c) The bribery and corruption risk assessment process as below: -



11.0 COMPLIANCE

- a) Compliance with this Policy is mandatory for all Scientex Associates. This Policy is subject to periodic review to ensure its suitability and effectiveness with regard to Scientex's operations and in the jurisdictions which Scientex operates in.
- b) If any Scientex Associates is in breach of this Policy, the offending party shall face disciplinary action which could result in dismissal for gross misconduct whereas Scientex shall reserve its right to terminate any contractual relationship with Scientex Associates in the event of breach of this Policy.
- c) Failure to observe and/ or comply with the terms of this Policy may result in severe consequences to Scientex as such failure may expose Scientex to both civil and criminal offences under the laws of Malaysia. Scientex may reserve the right as it deems appropriate to refer the matter to the regulatory authorities.

12.0 MONITORING

- a) Scientex is committed to making its anti-bribery and anti-corruption measures a continuous effort to uphold its reputation and high standards of business conduct and operations.
- b) Where necessary, regular reviews and audits shall be conducted to monitor, assess and improve performance, efficiency and effectiveness of Scientex's ongoing anti-bribery and anti-corruption measures. Such review may be conducted internally by Scientex or by an external party. The results of any audit and review of control measures and performance shall be reported to the Board and acted upon accordingly.

13.0 REVIEW OF POLICY

This Policy can be modified and amended by the Board from time to time as it deems necessary. Modifications and amendments may be initiated as necessary in order to ensure compliance with laws and regulations and/ or to accommodate organisational and business developments within Scientex. The updated Policy shall be made effective upon the approval of the Board and after the same is made publicly available.

This updated Anti-Bribery and Anti-Corruption Policy is approved and adopted by the Board effective from 23 June 2021.