



## **Anti- Bribery and Anti-Corruption Policy**

ABAC01-SAL/Group Risk

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## Document Revision History

Version	Summary of Change(s)	Section(s) Changed	Effective Date	Prepared By	Approved By
1	NA	NA	25 August 2020	MKP	Andrew Tan
2	Dealing with 3 <sup>rd</sup> parties	3. Due Diligence on Third Parties.	12 October 2021	Ai Leng Chen	Anil Singh Gill
3	1. Notice to Third Parties is removed and replaced by Code of Conduct for Third Party. 2. The Appendix 2 Notice is only applicable to Customer.	Appendix 2.	23 February 2022	Ai Leng Chen	Anil Singh Gill
4.	1. Changes to due diligence terms on Third Parties.	3. Due Diligence on Third Parties.	13 July 2022	Ai Leng Chen	Anil Singh Gill
5.	1. Remove the Due Diligence Checklist Questionnaire. 2. Notice to Business Customer	1. Appendix 1. Replace with Due Diligence Requirement Check. 2. Appendix 2 move to Appendix 1.	10 February 2023	Ai Leng Chen	Anil Singh Gill
6.	1. Definitions 2. Scope 3. Anti-Corruption Policy 4. Duties & Responsibilities 5. Core Principles 6. Consequences of Policy Violations 7. Policy Guidelines 8. Appendix 2 9. Appendix 3 10. Appendix 4 11. Appendix 5	1. Clause 2 – Added definitions 2. Added scope under Clause 3.3. 3. Added Clause 4.3 & 4.4. 4. Added Clause 5 of duties & responsibilities. 5. Moved to Clause 6. 6. Added Clause 7. Moved to Clause 8. 8. Conflict of interest declaration form 9. Gift Register 10. Written Declaration 11. Training Participation Confirmation	24 August 2023	Ai Leng Chen	Anil Singh Gill
7.	1. Clause 4.3 on the broadcast of policy and availability. 2. Clause 8-Due diligence on Associated Person 3. Removal of Appendix 4 and 5.	1. 4.3 of Anti-Corruption Policy. 2. Emphasize on the due diligence checklist compliance. 3. Annual endorsement by CEO on annual monitoring of the third parties' risk.	1 April 2024	Ai Leng Chen	Anil Singh Gill

## Anti- Bribery and Anti-Corruption Policy

### 1. INTRODUCTION

Silverlake Axis Ltd (**'SAL'**) and its subsidiaries (collectively referred as the **'Group'**) are committed to conduct its business with integrity. In line with this commitment, the Group has adopted a zero-tolerance approach against all forms of bribery and corruption. This Anti-Bribery and Anti-Corruption Policy (**'Policy'**) aims to set out the parameters to prevent the occurrence of bribery and corrupt practices within the Group. The Policy serves to elaborate and supplement the core principles of the Group and to provide guidance to Employees and Associated Person concerning how to deal with improper solicitation, bribery and other corrupt activities and issues that may arise during the course of business. This Policy adheres to the Malaysian Anti-Corruption Commission Act 2009 (**"MACC Act 2009"**) and is guided by the Guidelines Policy on Adequate Procedures issued pursuant to section 17A (5) of the MACC Act 2009.

### 2. DEFINITIONS

<b>"Associated Persons"</b>	third parties who are retained to perform services or conduct business for and on behalf of the Group or those conducting business together with the Group (including, but not limited to, agents, representatives, intermediaries, introducers, brokers, contractors, suppliers, service providers, customers, consultants and joint venture entities) and its employees.
<b>"AAMS"</b>	the Group's internal system.
<b>"Applicable Laws"</b>	shall mean with respect to a person, any laws, regulations, rules, measures, guidelines, treaties, judgements, determination, orders or notices of any Governmental Authority or stock exchange that is applicable to such person.
<b>"Director(s)"</b>	the Board of Directors and any of the directors of the Group, which includes the director's duly appointed alternate.
<b>"Employee(s)"</b>	any person under the employment of the Group, including permanent, contractual or temporary employment and shall also include Directors.
<b>"Facilitation Payment"</b>	any payments of nominal value made to secure or expedite the performance by a person performing a routine or administrative duty or function.
<b>"Government or Governmental Authorities"</b>	government or any department, bureau, commission, court, official, political subdivision, tribunal or other instrumentality of any government, whether national, provincial or local, domestic or foreign.
<b>"Gratification"</b>	shall have the same meaning as defined in Section 3 of the MACC Act 2009 and may include, but not limited to: (i) money, donation, gift, loan, fee, reward, valuable security, or any items of monetary value; (ii) any property or immovable property of monetary value; (iii) offer of employment or contract, or a lucrative office or position; and (iv) any favours or undertaking or promise which may not be of monetary value.
<b>"Gifts"</b>	anything of value (such as money or cash equivalent vouchers, goods, services, loans, tickets and prizes) given to any person or organization without any expectation of anything in return or without any intention to influence someone to act improperly.

<b>“Gifts Register”</b>	a register to be implemented and maintained by the Group Risk for the purpose of this Policy or respective country Compliance Head.
<b>“Group Risk”</b>	refers to the Group’s Risk Management Department.
<b>“Public Official” or “Government Official”</b>	any person who is a member, an officer, an employee or a servant of a public body, and includes a member of the administration, a member of Parliament, a member of a State Legislative Assembly, a judge of the High Court, Court of Appeal or Federal Court, and any person receiving any remuneration from public funds, and, where the public body is a corporation sole, includes the person who is incorporated as such.
<b>“Written Declaration”</b>	declaration by the Employees and Associated Person that they have read, understood and agreed to abide by this Policy (Appendix 4).

### 3. SCOPE

- 3.1. The policies and principles set out in this Policy are to be fully complied with by the Group, including newly acquired subsidiaries from time to time. Employees and Associated Persons (where applicable) are to implement the provisions and requirements of this policy along with other policies referenced to as part of their normal duties and business dealings.
- 3.2. New subsidiaries are allowed three (3) months to adopt and/or align to this Policy. If there are any applicable laws which conflicts with this policy, the stricter law shall apply.
- 3.3. This Policy should be read together and / or cross-referred with the following documents (as applicable) and shall serve as a guide to the Group and Associated Persons when obtaining information or seeking clarification in relation to anti-bribery and anti-corruption:
  - a) Whistleblowing Policy
  - b) Code of Business Ethics
  - c) Dawn Raid Policy - for Corruption Related Matters
  - d) Due Diligence Checklist Requirements
  - e) Internal Investigations Policy
  - f) Code of Conduct for Third Parties

### 4. ANTI-CORRUPTION POLICY

- 4.1. It is the policy of the Group that Employees and Associated Persons are prohibited from offering or paying, soliciting or receiving, directly or indirectly, any bribe to any employee, official, or agent of any government, commercial entity, or individual in connection with the business or activities of the Group. A bribe for purposes of this Policy may include any Gratifications and/or Gifts offered or given with the intent to gain any improper advantage for the Group, or any Gratifications and/or Gifts received or solicited in exchange for granting an improper advantage on behalf of Group to a third party.
- 4.2. No Employees or Associated Persons should assume that the Group’s interest ever requires otherwise.

- 4.3. To ensure that all Employees and Associated Persons are aware of this Policy, a yearly email broadcast by CRO on this Policy availability in Silverlake's website for their review.
- 4.4. All Employees and Associated Persons will be informed whenever significant changes are made to this Policy. New Directors and Employees will be subject to this Policy and educated about its importance.

## **5. DUTIES AND RESPONSIBILITIES**

5.1. Generally, all Employees and Associated Persons are required to:

- a. Read, understand and strictly adhere to this Policy;
- b. Participate and cooperate with the Group in any of its bribery risk assessment processes or related meetings and / or trainings;
- c. Report immediately any unlawful activities which are in violation of this Policy or when there is a valid and good reason to believe that the unlawful activities are in violation of this Policy.

5.2. In addition to the above, the following categories of Employees shall have the following responsibilities:

<b>Categories of Person</b>	<b>Duties and Responsibilities</b>
Directors	<ul style="list-style-type: none"> <li>Fully understand and aware of the bribery and corruption risks in the Group's business and operating environment;</li> <li>Oversees the design and implementation of the requirements of this Policy for the Group;</li> <li>Ensures adequate and appropriate resources required for effective operations of the anti-bribery and anti-corruption initiatives are allocated and assigned;</li> <li>To consider any conflict of interest raised by Head of Department; and</li> <li>Has overall responsibility for ensuring Employees and Associated Persons :               <ul style="list-style-type: none"> <li>Understand and Comply with this Policy</li> <li>Portray and exercise good ethical values</li> <li>Be aware with any changes or amendments of this Policy</li> <li>Be accountable for behaviours in failing to comply with this Policy and other applicable policies, procedures, guidelines, directives, rules and practices</li> </ul> </li> </ul>
Group Risk	<ul style="list-style-type: none"> <li>Has the primary responsibility for implementing and overseeing the compliance to this Policy;</li> <li>Provide advice and guidance to Employees and Associated Persons in matters concerning this, Policy; and</li> <li>Regularly report to the Audit and Review Committee (ARC) and ultimately to the Board of Directors concerning the implementation and effectiveness of this Policy.</li> </ul>

Head of Department / Unit Head	<ul style="list-style-type: none"> <li>• Communicates internally and externally the importance of this Policy in ensuring the compliance of this Policy by his/her subordinate;</li> <li>• Deploys adequate and appropriate resources for effective operations of the requirement of this Policy;</li> <li>• Demonstrates the leadership in preventing and detecting bribery and encourages the use of reporting procedures for suspected and actual bribery;</li> <li>• Promotes and supports appropriate anti-bribery culture and continuous improvement within the Group;</li> <li>• Provide advice to employees as to whether certain gifts or hospitality /entertainment should be accepted in accordance with this Policy;and</li> <li>• To review any conflict of interest situations arising within Employees and maintain the Declaration Form submitted by the Employee.</li> </ul>
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## 6. CORE PRINCIPLES

6.1. The core principles of this Policy are as follows:

- (A) **Committing to the values of integrity, transparency, accountability and good corporate governance.**
- (B) **Prevention against corruption and rejection of any form of corrupt practices.**
- (C) **Compliance with the law support anti-corruption initiatives led by the government and the authorities.**

## 7. CONSEQUENCES OF POLICY VIOLATIONS

7.1. **Group Liability** – the Group may have to bear corporate liability in the following circumstances:

- (i) Through the act of an Employee/Associated Persons – if an Employee/Associated Persons commits a bribery/corruption act within the course of his/ her employment/engagement with the Group; and
- (ii) State of ignorance - where the Group suspects the commission of a bribery/corruption act in any of its business transaction, but deliberately refrains from making further inquiries or taking preventive steps.

7.2. **Directors Liability** – A Director may be personally liable under the following situation:

- (i) Personal violation of this Policy and/or commission of an offence under the MACC Act 2009; and

- (ii) Company's violation of this Policy whereby pursuant to Section 17A MACC Act 2009, a person who a Director at the time of the commission of the offence, is deemed to have committed the offence unless it can be rebutted by proving that such Director has not consented to the commission of the corrupt act and has taken steps to prevent the same.

7.3. **Employees Liability** – As an employee of the Group and found to have committed a violation outlined in this Policy, or if the Group has valid grounds to suspect a violation of any provisions within this Policy, an Employee may face internal disciplinary actions that may include termination of employment. Employee may also face criminal charges upon decision of the Group to report such incident to the relevant authorities.

7.4. **Associated Persons Liability** – The Group shall be entitled to conduct investigations against such Associated Persons and to report to the relevant authorities if the breach involves criminal conduct. The Group shall also reserve the right to terminate its contract / agreement / services with the Associated Persons. In this regard, the Group shall not be liable for any losses or damages including consequential losses or damages as may be incurred as a result of such termination.

## 8. POLICY GUIDELINES

8.1. The following sets out the different contexts in which anti-bribery and anti-corruption measures could be applicable. The guidelines set out below shall only serve as a guide and is not meant to be exhaustive. Any further clarification required on matters relating to anti-bribery and anti-corruption measures, please contact your respective Heads of Department and/or the Group Risk.

<b>Description</b>	<b>Guidelines</b>
<b><i>Gifts, entertainment, hospitality and travel</i></b>	<ol style="list-style-type: none"> <li>1. It is the policy of the Group to base commercial decisions on commercial criteria. This Policy serves the Group's business interests and fosters constructive relationships with organisations and individuals doing business, or seeking to do business with the Group. In many cultures, those constructive relationships may include incidental business gifts and hospitality/entertainment.</li> <li>2. All Employees and Associated Persons shall exercise reasonable care and good judgment in each case when deciding whether to gift, or to receive a gift, and to consider the character of the gift or hospitality/entertainment, its purpose, its value, its appearance, the position of the persons providing and receiving the gift or hospitality/entertainment, the business context, reciprocity, and the applicable laws and social norms. Gifts and hospitality/entertainment must not be intended to create an improper advantage for the Group.</li> </ol>

	<p>3. When in doubt, Employees should consult his/her respective Head of Department/Unit Head who shall provide advice as to whether such gift or hospitality/entertainment should be accepted considering the requirements of this Policy and the business context as a whole. All Employees shall keep in mind the potential conflicts of interests with any third parties, and to maintain the highest degree of integrity and honesty while accepting or gifting gifts and hospitality/entertainment.</p> <p>4. Any gifts offer that would violate this Policy and the recipient's policies or could, in any way, be perceived as a kickback or bribe are strictly prohibited.</p> <p>5. In principle, gifts and hospitality/entertainment are only acceptable if:</p> <ul style="list-style-type: none"> <li>(i) the acceptance of which does not influence your work performance and judgment;</li> <li>(ii) If the gift complies with the categories as described under paragraph 6 below.</li> <li>(iii) the Employee does not feel obliged to return the favour to the offeror; and</li> <li>(iv) the Employee can openly discuss the acceptance without reservations, and the acceptance or giving of the gift or hospitality/entertainment are consistent with the Company's Code of Business Conduct;</li> <li>(v) the value of the gift or hospitality/entertainment are proportionate, having regard to the circumstances under which they are gifted or received.</li> </ul> <p><b><u>Gifts</u></b></p> <p>6. Gifts are categorised into two (2) tiers based on their monetary value :</p> <table border="1" data-bbox="576 1536 1406 2020"> <thead> <tr> <th data-bbox="576 1536 991 1615">Type of Gifts</th><th data-bbox="991 1536 1406 1615">Remarks</th></tr> </thead> <tbody> <tr> <td data-bbox="576 1615 991 2020"> <p><b>Tier 1</b></p> <ul style="list-style-type: none"> <li>- Low-value gifts (Up to RM500.00)</li> <li>- Examples include stationery, promotional items such as pens, notepads, diaries, calendars, bereavement wreaths,</li> </ul> </td><td data-bbox="991 1615 1406 2020"> <ul style="list-style-type: none"> <li>- Such gifts are not covered by this Policy and no prior permission is required to <b>accept</b> such gifts.</li> <li>- Where Employees intend to give such low value gifts, approval shall be obtained from</li> </ul> </td></tr> </tbody> </table>	Type of Gifts	Remarks	<p><b>Tier 1</b></p> <ul style="list-style-type: none"> <li>- Low-value gifts (Up to RM500.00)</li> <li>- Examples include stationery, promotional items such as pens, notepads, diaries, calendars, bereavement wreaths,</li> </ul>	<ul style="list-style-type: none"> <li>- Such gifts are not covered by this Policy and no prior permission is required to <b>accept</b> such gifts.</li> <li>- Where Employees intend to give such low value gifts, approval shall be obtained from</li> </ul>
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	commemorative flowers )	the relevant business entity HOD.
	<p><b>Tier 2</b></p> <ul style="list-style-type: none"> <li>- Moderate value gifts (Up to RM3,000)</li> <li>- Examples include festive hampers, gifts baskets, gift cards</li> </ul> <p><b>Tier 3</b></p> <ul style="list-style-type: none"> <li>- Gifts exceeded RM3,000</li> </ul>	<ul style="list-style-type: none"> <li>- Approval for giving and receiving is to be obtained from the respective business entity CEO and is to be recorded in the <b>Gift Register</b>.</li> <li>- This will require special approvals from the Board of Directors for receiving or giving such gifts. Also, to declare and record the gift in the <b>Gift Register</b>.</li> </ul>
	<p>7. Recovery of the reasonable cost of gifts provided may be claimed in accordance with the Group's expenses policies.</p> <p>8. Generally, any Employee and Associated Person should not accept such gift where a gift offered is of a value in excess of the established categories as described in sub-paragraph 6 above (Tier 1 and Tier 2). In such a situation, the relevant Employee and/or Associated Person shall politely decline such gifts. However, in certain circumstances where it is inappropriate and/or impertinent to decline such gifts, such gift should be declared and recorded in the Gift Register. The CEO will subsequently decide on the appropriate actions to be taken in relation to retention and/or disposal of the gift including declaring such gifts to the Board of Directors.</p> <p><b><u>Gift Register</u></b></p> <p>9. All gifts provided, received or declined must be recorded in the Group's Gifts Register which is maintained by the Group Risk. For business entity that operates outside of Malaysia, the Compliance Officer of such entity shall record, manage and control the Gift Register accordingly.</p> <p>Refer to <b>Appendix 3</b>.</p>	

	<p><b><u>Entertainment and Corporate Hospitality</u></b></p> <p>10. Any business travel-related sponsorship by Associated Persons is not allowed unless the trip is stipulated, pre-agreed, in writing, between the Group and the Associated Persons in accordance with this Policy.</p> <p>11. The Group may decide to bear any related cost and expenses in relation to transportation and lodging by the Associated Persons for legitimate business purpose. Any travel provided by the Group or Associated Persons must be supported by a detailed program.</p> <p>12. Offering entertainment or corporate hospitality in order to win or keep business is not allowed.</p> <p>13. Provision and/or acceptance of entertainment or corporate hospitality that are illegal, inappropriate or would violate this Policy is prohibited. Any entertainment or corporate hospitality that does not comply with this Policy should be politely declined.</p>
<b><i>Favoritism</i></b>	<p>The act of favoritism is strictly prohibited where such act involves abuse of discretion in unfairly treating/favouring of one person or group over others with equal claims.</p>
<b><i>Dealings with Public Officials and Government Officials</i></b>	<p>1. Employees and Associated Persons shall exercise the utmost caution in dealing with Public Officials and Government Officials, whether in Malaysia or in any other jurisdictions. National and local governments all around the world have specific and varied procurement laws, regulations, practices and procedures that have been established to protect the public interest. It should be noted that punishment for corruption and bribery may be more stringent in other jurisdictions.</p> <p>2. Additionally, these laws in relation to dealings with Public Officials and Government Officials generally prohibit or put strict limits on gifts, lavish entertainment and travel offered to Government Officials. The also often apply to the hiring of current or recently retired officials and their family, and to any conduct that may be viewed as improperly influencing objective decision making.</p> <p>3. In dealing with Public Officials and Government Officials, in addition to the guidelines set out above which apply generally to gifts and hospitality/entertainment to all third parties, Employees and Associated Persons are –</p> <p>(i) prohibited from paying for non-business travel and hospitality/entertainment for any Public Officials and Government Officials and/or their families and/or associated persons;</p>

	<p>(ii) required to comply with the local anti-corruption laws; and</p> <p>(iii) required to ensure that all documentations pertaining to the gift or hospitality/entertainment are properly recorded and stored.</p> <p>4. As far as reasonably and practicably possible, the Group shall avoid the hiring of current or recently retired officials and their family.</p> <p>5. In any dealing with Public Officials and Government Official in a foreign jurisdiction, Employees and Associated Persons may consult the Group's Legal and Compliance department for advice on applicable laws, especially laws regarding corrupt practices under foreign law (e.g. the US Foreign Corrupt Practices Act) and are expected to comply with those laws.</p> <p>6. Any unique governmental requirements when performing the business dealings with Public Officials and Government Official must be notified and declared to the Group Risk.</p>
<b>Facilitation Payment</b>	<p>1. Employees and Associated Persons shall not promise or offer, or agree to give or offer, Facilitation Payments to Public Officials.</p> <p>2. Facilitation payments often referred to as "<i>Duit Kopi</i>" is an illegal or unofficial payment made in return for services which the payer is legally entitled to receive without making such payment which can be seen as a form of bribery and corruption.</p> <p>3. Facilitation payments usually occur as a payment to a Public Official or person who has authority to grant certification, licenses, permissions or permits, in order to secure or expedite such process. It is important to note that facilitation payments do not necessarily involve cash or other financial asset, it may be in form of any advantage with the intention to influence them in their duties.</p> <p>4. In the event that the Employees or Associated Persons face a request from Public Officials and/or Government Officials for Facilitation Payments to be made, such request shall be politely declined and the receipt of such requests shall be immediately reported to the respective Heads of Department or Unit Heads.</p>
<b>Extortion Payment</b>	<p>1. Extortion is the demanding of a gratification, whether or not coupled with a threat if the demand is refused.</p> <p>2. The Group strictly prohibits from accepting or giving, whether directly or indirectly, any extortion payments.</p>

**Sponsorships,  
Donations and  
Charitable  
Contributions**

1. Any donations, sponsorships and charitable contributions by the Group must be done with the approval of the respective authorities and the decision shall be made, taking into consideration that such contributions are allowed under the applicable laws, and is not used as a means to cover up an undue payment or bribery. Any sum of donation or contribution shall be accurately stated in the Group's accounting books and records.

<b>Threshold for Donations</b>	<b>Approving Authority</b>
<i>Up to MYR 5,000</i>	<i>Respective Heads of Department and Unit Heads</i>
<i>Exceeding MYR 5,000 up to MYR 20,000</i>	<i>CEO</i>
<i>Exceeding MYR 20,000</i>	<i>Board of Directors</i>

<b>Threshold for Sponsorships</b>	<b>Approving Authority</b>
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<i>Exceeding MYR 5,000 up to MYR 20,000</i>	<i>CEO</i>
<i>Exceeding MYR 20,000</i>	<i>Board of Directors</i>

2. All donations, sponsorships and Corporate Social Responsibility (CSR) are to be made in accordance with this Policy.
3. All employees and members of the Group are prohibited from making any contributions intended to influence or could be perceived to influence a tender or other decision in favour to the Group.
4. Examples of red flags which employees should look out for are as follows:
  - (i) The political affiliations of the proposed recipient /organisation or their relatives or associated person(s);
  - (ii) The contribution is made on behalf of a, or to a Public Official;
  - (iii) There is a risk that the Group may be perceived as having an improper advantage;
  - (iv) The proposed recipient is based in a high-risk country and/or the request comes from a high-risk country.
5. Employees are expected to exercise good judgment and common sense in assessing the request for sponsorship or donations, and when in doubt, employees should seek further advice from the Group Risk to determine the authenticity of such requests.

	6. Due diligence must be conducted on the recipients to determine whether they are a legitimate body or organisation
<b><i>Political Activities/ Contributions</i></b>	<p>1. It is the policy of the Group to refrain from making contributions to political candidates and political parties, except as permitted by applicable laws and authorized by the Board of Directors.</p> <p>2. The Group considers that registering and voting, contributing financially to the party or candidate of one's choice, keeping informed on political matters, serving in civic bodies, and campaigning and officeholding at local, state, and national levels are important rights and responsibilities of the citizens of a democracy.</p> <p>3. Employees engaging in political activities are expected to do so as private citizens and not as representatives of the Group. Personal, lawful, political contributions and decisions to not make contributions will not influence compensation, job security or opportunities for advancement.</p>
<b><i>Dealings with Associated Persons</i></b>	<p>1. The Group regularly deals with external third parties, including but not limited to customers, suppliers, agents, consultants joint venture partner and intermediaries on business dealings. The Group condemns any form of bribery and corruption and all external parties having business dealings with the Group shall exercise caution and avoid bribery or corruptive practice which may negatively affect the image of the Group.</p> <p>2. All Associated Persons having a business relationship with the Group, shall not offer or provide, direct or indirectly, to the Employees, any form on bribe, gift, reward, consideration, favour or any advantage. Any person who has encountered any offer, or have received any such improper benefits shall immediately report it under the Group' Whistleblowing Policy.</p> <p><b><u>Due Diligence on Associated Persons</u></b></p> <p>3. In order to ensure that the Group maintains its high level of integrity and only carries out business with third parties who hold similar values. The Group shall be required to conduct due diligence to assess the integrity of prospective business counterparties. The Group shall assess accordingly with careful judgment, and not to enter into any business dealings with any third parties whom may reasonably be suspected of engaging in any bribery or improper business practices, save and unless the suspicions are investigated and resolved prior to any formal business arrangements.</p>

	<p>4. All third parties shall be made aware of the provisions and requirement of this Policy, the Group's Standards of Business Conduct.</p> <p>5. All third parties <b>shall be subject to due diligence check</b> prior to entering into an agreement/contract with the Group (ie <i>please refer to due diligence checklist in Silverlake SOP website</i>). If at any point, during the due diligence exercise or in the business dealings, there are conflicts of interest or issues have been raised in respect of suspicion of corrupt practices, the Group reserves the right to sufficiently investigate and address the issue before the parties may progress with further engagement of business. An ongoing monitoring of the third parties risk category shall be carried out by the Group on a yearly basis. At any point, the circumstances of the third parties risk category had change, the respective third parties shall be subject to reassessment accordingly.</p> <p>6. In addition to the yearly monitoring of the third parties risk category, the respective business entity CEO to endorse for the annual monitoring exercise and to provide a copy of the endorsement to Group Risk for records purposes.</p> <p><b><u>Red Flags</u></b></p> <p>7. Examples of "red-flags" involving third parties :</p> <ul style="list-style-type: none"> <li>a. Transactions involving a high-risk country;</li> <li>b. Background information of the third parties is unknown or unverified;</li> <li>c. Inadequate credentials or capabilities for the nature of engagement;</li> <li>d. Lack of established place of business;</li> <li>e. Objection to anti-bribery representations or warranties or negative response when told of such requirements;</li> <li>f. Unusual or convoluted payment arrangements such as payment in cash or payment to a third-party account;</li> <li>g. Refusal to provide business information when requested;</li> <li>h. Unresponsive / difficult to reach;</li> <li>i. Refusal or unreasonable delay in completing the requisite Written Declarations as per the Company's policies</li> </ul>
<b>Conflict of Interest</b>	<p>1. Conflicts of interest arise in situations where there is a personal interest that might be considered to interfere with that person's objectivity when performing duties or exercising judgement on behalf of the company. Employees should avoid or deal appropriately with situations in which personal interest could conflict obligations or duties.</p> <p>2. Employees must not, under any circumstances, use their position, official working hours, the Group's resources and assets for personal gain.</p>

	<p>3. Where there are situations where conflict of interest arises or there is reasonable belief that such conflict of interest may potentially arise, Employees are required to disclose such conflict of interest in the Conflict of Interest Declaration Form (<b>Appendix 2</b>).</p> <p>4. Pursuant to the notification, the Employee and the relevant Head of Department shall develop a strategy to appropriately manage or resolve the conflict, such as:</p> <ul style="list-style-type: none"> <li>a. Withdrawing the Employee from the situation leading to the conflict.</li> <li>b. Restricting the Employee's involvement.</li> <li>c. In the event the conflict may not be adequately mitigated or avoided, Head of Department shall seek further advice from the Board of Directors.</li> <li>d. The strategy implemented shall be recorded in writing and supplemented in the Conflict of Interest Declaration Form</li> </ul>
<b>Record-keeping</b>	<p>1. All departments in the Group are required to maintain written/digital records which evidence that due diligence has taken place and any risk of corruption identified have been carefully considered and resolved as practicably as possible.</p> <p>2. <b><u>Accuracy of Company Records</u></b> The Group requires honest and accurate recording and reporting of information in order to make responsible business decisions. This includes data such as quality, safety and personnel records, as well as all financial records.</p> <p>All financial books, records and accounts must accurately reflect transactions and events, and conform both required approved accounting standards and to the Group's system of internal controls.</p> <p>No false or artificial entries may be made. When a payment is made, it can only be used for the purpose spelled out in the supporting document.</p> <p>3. <b><u>Retention Policy</u></b> As a general rule, departments within the Group shall exercise discretion on whether to retain the written/digital records of operational work documents, transactional documents, customer's identification documents, business correspondence, and security documents for at least [7] years after the termination and/or conclusion of the business relationship to enable the Group to comply with any requests from the relevant authorities.</p>

<b>Recruitment Policy</b>	<ol style="list-style-type: none"> <li>1. The recruitment of employees remains an important aspect of the growth of the Group. As such, the Group places considerable importance on the background screening of candidates and employees shall be selected based on the approved selection criteria, and to ensure that no element of corruption is involved in the hiring process.</li> <li>2. Background checks should be conducted on potential employees to ensure that employees have not been previously convicted of bribery related offences. Potential employees whom would be responsible for managerial positions, with decision-making obligations will be put against an integrity assessment higher than regular employees to ensure that all persons at the management level shares the same core ethical values with the Group.</li> </ol>
<b>Provision of Support Letter</b>	<ol style="list-style-type: none"> <li>1. A support letter is usually a provision of special privileges or opportunities to an individual or company and is not practiced by the Group.</li> <li>2. If an Employee receives any support letter, the Employee shall immediately report such receipt to the relevant Head of Department and refrain from acting based on the support letter.</li> </ol>
<b>Reporting Concerns</b>	<ol style="list-style-type: none"> <li>1. It is vital that any suspected acts of bribery, corruption and / or any other suspected breaches of this policies are reported where such complaints can be made in accordance with the Group's Whistleblowing Policy.</li> <li>2. In the event of uncertainty as to whether such acts or omissions amount to a breach of this Policy, it is encouraged for such concerns to be addressed with the relevant Heads of Department.</li> <li>3. Where such complaints / concerns are received, the matter shall be investigated in accordance with the Group's Internal Investigations Policy</li> </ol>
<b>Money Laundering</b>	<ol style="list-style-type: none"> <li>1. Pursuant to the Anti-Money Laundering, Anti-Terrorism Financing and Proceeds of Unlawful Activities Act 2001, any person who is found guilty of this offence may be subject to imprisonment for up to 15 years or a fine of not less than five times the value of the proceeds of the unlawful activity, or MYR 15 million, whichever is higher.</li> <li>2. In all efforts to eliminate and prevent any money laundering activities within the Group, including dealings in the proceeds of criminal activities, and to understand the business and background of any prospective third party that wants to do business with the Group, all Employees and Associated Persons will be subjected to periodic due diligence to understand the business and background of the Associated Persons to determine the origin and destination</li> </ol>



	<p>of money, property and services. This is notwithstanding that the Associated Persons has had a long-standing business relationship with Group, is a related company of Group, or is a well-reputed company.</p> <p>3. For the purpose of this provision “money laundering” occurs when the criminal origin or nature of money or Assets is hidden in legitimate business dealings when legitimate funds are used to support criminal activities and terrorism.</p> <p>4. Any suspicious incidents of money laundering transactions must be reported to the Group Risk.</p> <p>5. Examples of red flags are :</p> <ul style="list-style-type: none"> <li>(i) Unusual or convoluted payment arrangements such as payment in cash, payment to a third party or through an intermediary, or cross-border payments.</li> <li>(ii) Background / Identity information cannot be verified</li> <li>(iii) established place of business</li> </ul>
<b><i>Continuous Improvement</i></b>	<p>The Group shall regularly assess the business operations and personnel and monitor relevant corruption risks in accordance to the relevant periodic review processes.</p> <p>To ensure such compliance is consistently achieved, the Group shall also periodically review this Policy every two (2) years, or when there is an update with regards to anti-bribery and anti-corruption provisions in law.</p>
<b><i>Training and Awareness</i></b>	<p>To ensure compliance with this Policy, the Group shall regularly provide training in relation to anti-bribery and anti-corruption where the completion of training shall be recorded as per Appendix 5.</p> <p>Training in relation to this Policy shall be compulsory for new joiners.</p>
<b><i>Recognition of Local and International Laws</i></b>	<p>Where relevant and applicable, the Company shall seek guidance from external local / foreign counsels to ensure compliance with the relevant local / foreign laws in relation to anti-bribery and anti-corruption.</p>

## APPENDIX 1

### Notice to Business Customers

1. The following anti-corruption and anti-bribery notice is addressed to all business customers of Silverlake Axis Ltd ('**SAL**') and its subsidiaries (the '**Group**').
2. By entering into a contract of and/or for product and services or any type of agreement with SAL, you as the business customer acknowledge that you have been notified of and the need for compliance with SAL's Standards of Business Conduct, Anti-Bribery and Anti-Corruption Policy ('**ABAC Policy**') and its relevant procedures.
3. As a business customer to the Group, you are committed to the following anti-corruption principles under the Group's ABAC Policy:
  - (A) **Committing to the values of integrity, transparency, accountability and good corporate governance.**
  - (B) **Prevention against corruption and rejection of any form of corruptive practices.**
  - (C) **Compliance with the law and support for anti-corruption initiatives led by the government and the authorities.**
4. By accepting to any contracts of service and being a business customer with the Group, you commit to declare to the Group in relation to any past convictions of, or investigations, inquiry or any enforcement proceeding by the relevant authorities for any actual or suspected breach in relation to anti-bribery or anti-corruption regulations, and to report any actual or suspected breach as soon as it is reasonably practicable to the Group (where permitted under the law) at [whistleblower@silverlakeaxis.com](mailto:whistleblower@silverlakeaxis.com).
5. By signing off this notice, you undertake to promptly inform SAL of any breach and/ or alleged/ suspected breach of the requirements and cooperate with the Group in any investigation of such breach involving the SAL's employees.
6. You acknowledge that the provisions set out in this notice shall form part of the terms and conditions of the contract of and/or for product and services.
7. You further acknowledge that SAL has the right to suspend or terminate the contract/agreement and disqualify us from future contracts if we were found to have breached the requirements or any other terms and conditions implemented by SAL pursuant to the contract/ agreement.

By signing on this Notice to Business Customers, I hereby acknowledge that I have read, understand and agree with the above terms.

**Signature of Authorised Person** :

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**Name of Business Customer' Authorised Person** :

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**Name of Company** :

---

**Date**

:

**Signature of Authorised Person**

:

**Name of Business Customer'  
Authorised Person**

:

**Name of Company**

:

**Date**

:

## Appendix 2 Conflict of Interest Declaration Form

**Note:**

- a. This Declaration of Conflict of Interest Form ("**Declaration Form**") is to be completed by any Employee who has an actual or potential conflict of interest in undertaking its duty to Silverlake Axis Ltd ('**SAL**') and its subsidiaries (the '**Group**').
- b. This Declaration Form should be submitted to Head of Department.
- c. The Head of Department shall review and maintain the Declaration Form submitted by the Employee.
- d. In the event there are any changes to the Declaration Form, the Employee shall submit a revised Declaration Form to the Head of Department.
- e. The Head of Department shall develop an action plan / strategy to resolve the conflict.

### 1.0 PERSONAL DETAILS

*(To be completed by the Employee)*

Name:

Designation:

Phone:

Email:

### 2.0 DISCLOSURE DETAILS

*(To be completed by the Employee)*

**The actual / potential conflict of interest relates to** *(tick all appropriate box/es):*

- |                                                                |                                                                     |
|----------------------------------------------------------------|---------------------------------------------------------------------|
| <input type="checkbox"/> Relationship with family or friends   | <input type="checkbox"/> Employee recruitment                       |
| <input type="checkbox"/> Outside work activities (paid/unpaid) | <input type="checkbox"/> Public officials / Government officials    |
| <input type="checkbox"/> Financial interest                    | <input type="checkbox"/> Relationship with external parties         |
| <input type="checkbox"/> Gifts/benefits                        | <input type="checkbox"/> Provision of external consultancy services |
| <input type="checkbox"/> Others, please specify:               | <input type="checkbox"/> Procurement of goods / services            |

\_\_\_\_\_

Please provide a brief outline of the nature of the conflict of interest:

The (actual / potential) conflict is expected to last (please tick the appropriate box):

☐ 0–12 months

☐ >12 months or ongoing

### 3.0 ACTION PLAN

(To be completed by the Head of Department)

In my opinion the details provided: (please tick the appropriate box)

- ☐ Do not constitute a conflict of interest, and I authorise the Employee to continue the activity (If there is no conflict, please skip to Section 4).
- ☐ Do constitute an actual or potential conflict of interest (If there is an actual or potential conflict, please provide a detailed action plan below).

**Note:**

If the situation does constitute an actual or potential conflict of interest, please ensure that the following actions have been considered:

- Ensure all information surrounding the conflict has been disclosed and documented.
- Reformulate the scope of work or restricting the Employee's access to certain information.
- Remove or restrict the Employee's involvement from the relevant process or responsibilities that lead to the conflict.
- Recommend to relinquish the interest that is causing the conflict.
- Monitor the person's activities closely in relation to the conflict of interest
- Seek further advice from the Board of Directors in the event the conflict may not be adequately mitigated or avoided.
- Take no further action because the conflict is minimal.

I have reviewed the above considerations and request that the Employee takes the following action to eliminate / manage the conflict:

<b>I will ensure this action plan is reviewed:</b>		
<input type="checkbox"/> Within 1 month	<input type="checkbox"/> Within 3 months	<input type="checkbox"/> Within 6 months
<input type="checkbox"/> Within 12 months	<input type="checkbox"/> Others, please specify: <hr/>	<input type="checkbox"/> N/A: the conflict is one-off or in a short duration

#### 4.0 EMPLOYEE'S DECLARATION

To the best of my knowledge and belief any actual or potential conflicts between my duties as an Employee and my private and/or business interests have been fully disclosed in this Declaration Form in accordance with the requirements of the ABAC Policy.

I acknowledge, and agree to comply with, any approach identified in this form for removing or managing an actual or potential conflict of interest.

SIGNATURE:

---

DATE:

---

#### 5.0 HEAD OF DEPARTMENT

I have reviewed the conflict disclosure and the actions described in section 3.0 have been put in place to effectively manage any actual or potential conflict of interest disclosed in section 2.0.

I will continuously monitor the action plan throughout the duration specified in section 3.0.

NAME:

---

SIGNATURE:

---

DATE:

---

**Appendix 3  
Gifts Register**

<b>No.</b>	<b>Date Received</b>	<b>Details of Giver or Receiver of the Gifts</b>	<b>Details of the Gifts</b>	<b>Estimated Value RM</b>	<b>Names of those Receiving or Offering</b>	<b>Reason for the Gifts</b>	<b>Remarks</b>
e.g 1.	1 Feb 21	ABC Bank	Hamper	500.00	HOD of Sales & Marketing	CNY gifts	Token of appreciation