



**AURELIUS TECHNOLOGIES BERHAD**  
(Company Registration No. 202101005015 (1405314-D))  
(Incorporated in Malaysia)

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

### **1. Group Commitment**

The Group and its subsidiaries are committed to conduct business dealings with integrity. This means avoiding practices of bribery and corruption of all forms in the company's daily operations. The Group adopted a zero-tolerance approach against all forms of bribery and corruption and takes a strong stance against such acts so that employees adopt this perception to reject any form of unethical practices.

This Policy provides principles, guidelines and requirements on how to deal with bribery and corrupt practices that may arise during daily business and operation activities within the Group and its subsidiaries.

On 16 August 2016, Intel Corporation, B. Braun Medical Industries, Keysight Technologies, Motorola Solutions and SilTerra Malaysia collaborated in a '**Promise of Integrity**' event to spearhead an initiative on ethics and integrity together with their selected partners in the state of Kedah and Penang, Malaysia. BCM is part of the alliance and is making a joint effort to lead the way in upholding high standard of integrity.

- a. Adopt a positive culture that upholds unparalleled integrity to create a conducive business environment and comply to codes of ethics;
- b. Be truthful, forthright and demonstrate high ethical standards in all situations;
- c. Prohibit corruption in workplace and in all relationships;
- d. Provide secure and accessible channel through which violations are reported in confidence and without fear of reprisal;
- e. Ensure fair and equal opportunity within the supply chain ecosystem.

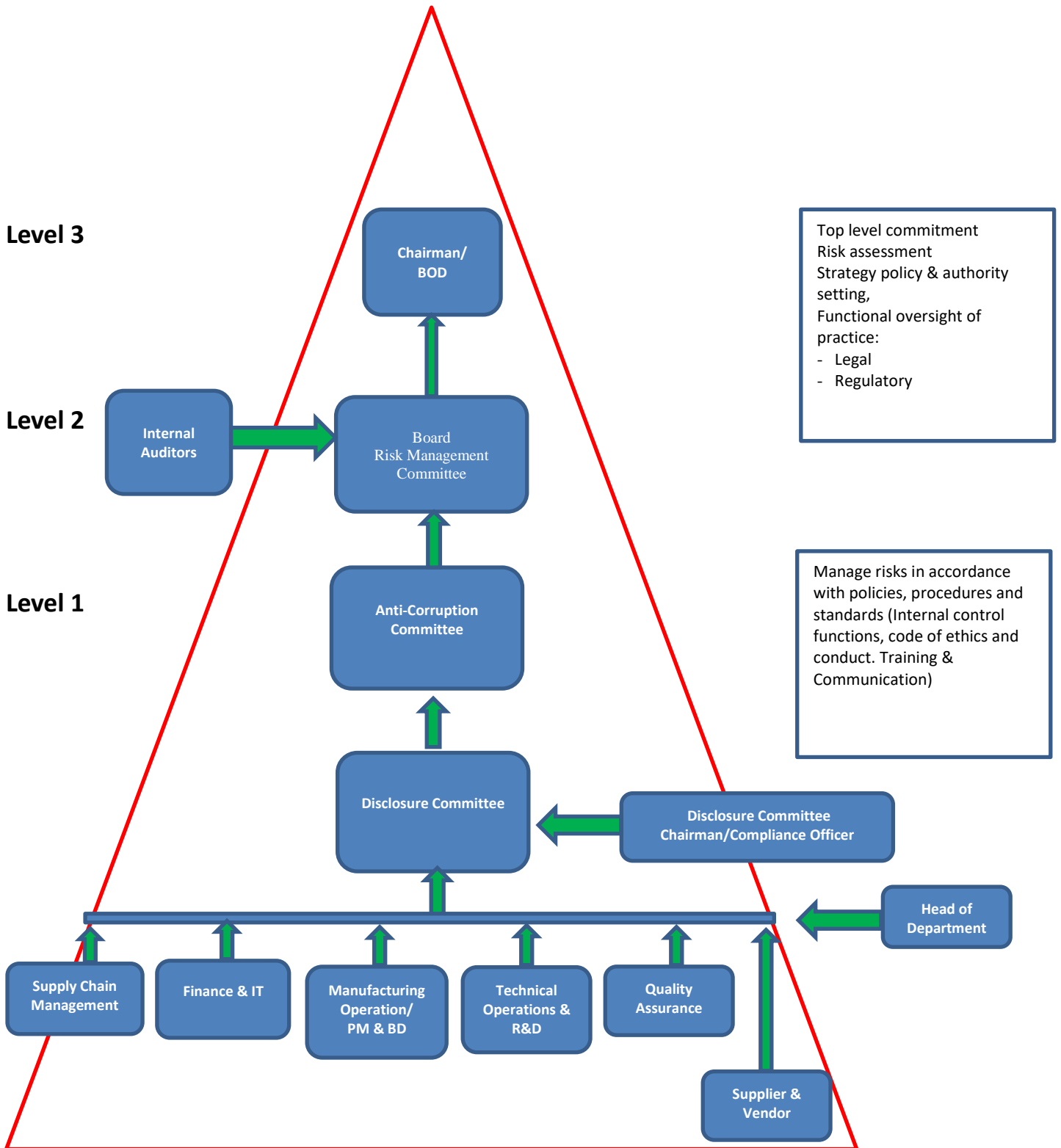
### **2. Objective**

The objective of this policy is to set out the Group's responsibilities to comply with laws against bribery and corruption and provide information and guidance on how to deal with corrupt practices in relation to its business activities.

### 3. Scope

This policy applies to all Directors and employees of the Group and its subsidiaries.

#### FRAMEWORK



## 4. Anti-bribery and anti-corruption policy

- a) All forms of bribery and corruption are prohibited. All employees must not participate in any corrupt activity, such as extortion, collusion, breach of trust, abuse of power, trading under influence, embezzlement, fraud or money laundering. Even the perception of bribery is to be avoided.
- b) Bribery may take the form of exchange of money, goods, services, property, privilege, employment position or preferential treatment. Employees shall not therefore, whether directly or indirectly, offer, give, receive or solicit any item of value, in an attempt to illicitly influence the decisions or actions of a person in a position of trust within an organisation, either for the intended benefit of the group or on behalf of the persons involved in the transaction.
- c) This Policy applies equally to its business dealings with commercial ('private sector') and government ('public sector') entities, and includes interactions with their directors, Employees, agents and other appointed representatives at all levels.
- d) No Employee shall suffer demotion, penalty or other adverse consequences for refusing to pay or receive bribes or other illicit behaviour, even if such refusal may result in the company losing business or experiencing a delay in business operations.
- e) The Group recognises the value of integrity in its Employees and Directors. The Group's recruitment, training, performance evaluation, remuneration, recognition and promotion for all Employees, shall be designed to recognise integrity. The Group conducts due diligence on employees who holds or may be holding positions where they can/will be exposed to corrupt practices.
- f) The Group does not offer employment to prospective Employees in return for previous favour/in exchange of improper favour.
- g) The Group awards contracts and offers employment purely based on merits. Support letters in any form shall not be recognised as part of the business decision making process.

## 5. Corruption, Gifts, Benefits and Entertainment

- 1) Any employee who are subject to this Policy shall NOT:
  - a) offer, give, or promise to give a bribe or anything which may be viewed as a bribe to secure or award an improper business advantage;
  - b) offer, give, or promise to give a bribe or anything which may be viewed as a bribe to a government official, agent or representative to facilitate, expedite, or reward any action or procedure;
  - c) request or receive a bribe or anything which may be viewed as a bribe from a third party knowing or suspecting it is offered with the expectation that it will obtain a business advantage for them; or
  - d) engage in any activity that might lead to a breach of this Policy.
- 2) Prohibited from accepting or receiving Gifts, Benefits and/or Entertainment from a third party or stakeholder of the company that might create a sense of obligation and compromise their professional judgement or create appearance of doing so.
- 3) Shall not accept or receive any Gift, Benefits and/or Entertainment from a third party or stakeholder of the Company except if it is made from gestures that are construed to be legitimate contribution and provided that the Gifts, Benefits and/or Entertainment are presented in good faith and below a monetary value of equivalent to RM200, which may be directly or indirectly offered as a result of or

in anticipation of the Board's, employee's and Associated Third Party's position or performance of duties with the Company or for cultivating good business relationship.

- 4) Shall exercise proper care and judgement in respect to giving or receiving any Gifts, Benefits and/or Entertainment on a case-to-case basis.
- 5) Shall take into consideration the impact of their actions with regards to how their actions are perceived (i.e. Influencing their decision) and its impact towards the business operations of the company prior to giving or accepting any Gifts, Benefits and/or Entertainment.
- 6) We encourage the use of good judgement when giving or accepting the Gifts, Benefits and Entertainment. All the Benefits including Gifts and Entertainment must be:
  - a) reasonable in value;
  - b) infrequent in nature;
  - c) transparent and open;
  - d) not given to influence or obtain an unfair advantage; and
  - e) respectful and customary

Type of Activities	Requirement
Cash, of any value (giving or receiving)	Prohibited (unless exception granted by CEO, Anti-corruption compliance)
Gift of other equivalent, of any value (giving or receiving)	CEO approval- email or written
Travel expenses from prospective or existing supplier, external parties, customer or other business partner	Prohibited
Giving cash or gift, of any value to Government official or Political party	Prohibited

## 6. Facilitation payments

- a) The Group adopts a strict stance that disallows facilitation payments.
- b) The Employee expected to notify their immediate superior when encountered with any requests for a facilitation payment. In addition, if a payment has been made and the Employee is unsure of the nature, their immediate superior must be immediately notified and consulted. They must also ensure that the payment has been recorded transparently.
- c) The Group equally upholds the safety of all Employees as priority. In the event that an Employee's safety is at stake, a facilitation payment to protect the Employee is permitted if:
  - (i) that is the immediate available recourse to protect the safety of the Employee;
  - (ii) the Chairman/Chief Executive Officer's approval has been obtained; or, payment under the state of emergency had been undertaken, after which the Chairman / Chief Executive Officer's approval must be retrospectively obtained as soon as possible.

## **7. Accurate books and accounting records**

- a) The Employee should use the approved company's funds and other property solely for the benefit of the company. All disbursements must be lawful and consistent with instructions and approval provided by the company. Transactions concerning the account, including the purchase and distribution of monies, should be clearly authorized and properly and promptly recorded.
- b) No unrecorded fund, reserve, asset, or special account shall be set up or maintained for any purpose. No false or fictitious entries shall be made in books, records, accounts, or in company communications for any reason. No payment or transfer of funds or assets (both tangible and intangible) shall be made for any purpose other than that described by the supporting documents, and specifically as authorized by the company or clearly within the discretion granted to the company by the Management.
- c) The Employee is responsible for the accurate and timely recordkeeping for all company assets, liabilities, revenues, and expenses. Compliance with accepted accounting rules and controls is required. All books, records, supporting vouchers and documents must accurately and completely describe the transactions they represent.

## **8. Associated Third Parties and Procurement Process**

- a) We have processes and adhere to the system of internal controls on supplier selection. Supplier selection should never be based on receipt of the Gifts, Benefits or Entertainment.
- b) Bidding process is open to all qualified bidders and no parties have the unfair advantage of separate, prior, close-door negotiations for a contract.
- c) Selection of supplier shall be subjected to clear adherence to this Policy and compliance with the Group's Code of Business Conduct and Ethics.
- d) Appropriate assessment shall be conducted on individuals or third parties to ensure the business and background of the potential business partners are free from bribery elements or conflict of interest prior to the procurement process.

## **9. Responsibilities of Employees**

Employees are responsible for understanding and complying to this Policy. The role of the Employee includes the following:

- a) Be familiar with applicable requirements and directives of the policy and communicate them to subordinates;
- b) Promptly record all transactions and payments accurately and with reasonable detail;
- c) Always raise suspicious transactions to immediate superior(s) for guidance on next course of action;
- d) Promptly report violations or suspected violations through appropriate channels;

- e) Promptly complete COBC (Code of Business Conduct) trainings and assessments, as well as attest to comply annually.

## 10. Conflict of interest

- a) 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 group. Employees should avoid or deal appropriately with situations in which personal interest could conflict with obligations or duties. Employees must not use their position, official working hours, company resources and assets for personal gain or to the group's disadvantage.
- b) The COBC (Code of Business Conduct) sets out the procedures on how to deal with conflicts of interests arising with a selected group of individuals and entities, including:
  - i. Dealing with suppliers, customers, agents and competitors;
  - ii. Personal dealings with suppliers and customers;
  - iii. Outside employment and activities outside the Group or company;
  - iv. Board membership;
  - v. Family members and close personal relationships; and
  - vi. Investment activities.
- c) In situations where confronted with such conflict, Employees are required to complete the Conflicts of Interest Disclosure Form.

## 11. Staff declarations

- a) All new recruits shall complete trainings on the COBC and this Policy. New recruits are expected to pass the assessment at the end of the training and attest that the COBC shall be complied within the course of his/her employment.
- b) In addition, under circumstances of suspicious behaviour, allegations and/or investigations relating to bribery or corruption, the company reserves all rights to request the affected Employee to declare information regarding assets owned as deemed necessary.

## 12. Political Donations and contribution

We do not make charitable donations or contributions to political parties. Whilst our employees and the Associated Third Parties acting in their personal capacity as citizens are not restricted to make any personal political donations, the Group will not make any reimbursement to these personal political contributions.

## 13. Sponsorships, Donations, and Contribution to Charity or Social Projects

- a. Contributions or donations made by the Group or its subsidiaries to community projects or charities need to be made in good faith and in compliance with the Group's COBC and this Policy.
- b. Group's property, facilities, services or employee time cannot be used for or contributed to any political party or candidate for public office without approval by the Group Chairman/CEO.
- c. No donation should be made which may or may be perceived to breach applicable laws or any other sections of this Policy.

## 14. Awareness and training

- a) The Group conducts awareness programmes for all Employees to refresh awareness of anti-bribery and anti-corruption measures, and to continuously promulgate integrity and ethics.
- b) In addition, the Group provides anti-bribery and anti-corruption training to:
  - New recruits; and
  - Employees promoted / transferred to Exposed Positions. \*\*
  - Group Compliance & Integrity Committee may at any time recommend that certain trainings be repeated to any employee / group of employees in any operating unit / Region if deemed necessary based on circumstantial requirements.

### **\*\*List of positions exposed to Bribery & Corruption**

No	Position	Dept
1	BOARD OF DIRECTORS	CORPORATE OFFICERS
2	CHIEF EXECUTIVE OFFICER	
3	SECRETARY	
4	PM & BUSS DEV DIRECTOR	BUSS DEV & PM
5	PROGRAM MANAGER	
6	PM SECTION MANAGER	
7	HR SENIOR MANAGER	HR
8	HR DEPARTMENT MANAGER	
9	HR OFFICER	
10	HR ASSISTANT	
11	FINANCE DIRECTOR	FIN
12	SR SEC MANAGER	
13	ACCOUNTANT	
14	SR FINANCE OFFICER	
15	SCM DIRECTOR	SCM
16	SCM DEPARTMENT MANAGERS	
17	SCM SECTION MANAGERS	
18	BUYER	
19	IT DEPARTMENT MANAGER	IT
20	IT SEC MANAGER	
21	IT ENGINEERS	
22	FACILITY & MAIN'T DEPT MANAGER	FACILITY & MAIN'T
23	MAIN'T ENGINEERS	
24	FACILITY ENGINEERS	

25	R&D SENIOR MANAGER	
26	R&D ENGINEERS	R&D

## 15. Confidentiality and Protection

- a. Individuals who refuse to accept or offer a bribe, or those who raise concerns or report another's wrongdoing, are sometimes worried about possible repercussions. We encourage openness and will support anyone who raises genuine concerns in good faith under this Policy, even if they are mistaken.
- b. We are committed to ensuring that no one suffers any detrimental treatment as a result of refusing to take part in corruption, or because of reporting concerns under this Policy in good faith. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern.

## 16. Anti-bribery and Anti-Corruption compliance

- a) The Group Anti-Corruption Committee shall have the oversight of the implementation of compliance controls related to this Policy.
- b) The Group Anti-Corruption Committee shall conduct regular risk assessments to identify the bribery and corruption risks potentially affecting the Group. The Group Anti-Corruption Committee shall also review the suitability of this Policy from time to time, taking into account any relevant developments in the legislature as well as evolving industry and international standards.
- c) The Group Anti-Corruption Committee shall be an independent authority and act effectively against bribery, including initiating investigations deemed necessary based on reasonable cause for suspicion.
- d) The Group Anti-Corruption Committee shall implement and effectively manage routine anti-bribery and anti-corruption measures as deemed appropriate to ring-fence the organisation against possible legislative liabilities, as well as undertake ad-hoc measures deemed necessary based on circumstantial requirements that may crop up during the course of operations.
- e) The Risk Management Committee and Anti-Corruption Committee to periodically review the Anti-Compliance Programme including policies and conduct corruption risks assessment every three (3) years to address any weaknesses in the organization's governance framework, processes and procedures.

## 17. Violations

Failure to abide to this policy may subject the employee to disciplinary action up to and including termination of employment. For third party business partners, violation may result in termination of the business relationship. Violation of anti-corruption laws may also result in corporate or individual prosecution by government authorities.



## **18. Reporting Concerns**

If you have any questions or concerns, or suspect any corrupt activity, please use the following channels to raise questions/doubts and report concerns:

- a) Speak to your direct manager, or any manager;
- b) Contact HR representative;
- c) Visit the whistle-blower portal at company website.