

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

**1. INTRODUCTION**

- mTouche Technology Berhad (“MTB” or “the Company”) and its subsidiaries (“the Group”) are committed to the highest standard of corporate governance and business integrity. In line with this commitment, the Group has developed the Anti-Bribery and Anti-Corruption Policy (“the Policy”) to ensure compliance with the Malaysian Anti-Corruption Commission Act 2009 (“MACC Act”) and adequate procedures pursuant to subsection (5) of Section 17A under the MACC Act.
- The Policy serves as a general guideline on how employees and business associates should respond to the violation and risk of corruption and bribery. The intention of the Policy is to provide a basic outline towards a better understanding of the risk associated with corruption and bribery and your obligations to actively prevent its occurrence.

**2. POLICY STATEMENT**

All Directors, Employees and Service Providers are strictly prohibited from being involved in any form of bribery or corrupt acts, including where the person by himself, or jointly with any other person-

- corruptly solicits or receives or agrees to receive for himself or for any other person; or
- corruptly gives, agrees to give, promises or offers to any person whether for the benefit of that person or of another person,
- any gratification as an inducement to or a reward for, or with the intent to secure or otherwise on account of :-
- any person doing or forbearing to do anything in respect of any matter or transaction, actual or proposed or likely to take place; or
- any officer of a public body doing or forbearing to do anything in respect of any matter or transaction, actual or proposed or likely to take place, in which the public body is concerned; or
- any business or advantage for the Group.

Any person found in violation of any of this Policy and/or being involved in such acts of bribery and/or corruption, shall, if found guilty, be subject to the appropriate disciplinary actions, including termination of services or employment.

Please refer to the Malaysian Anti-Corruption Commission (“MACC”) Act 2009 for the definition of ‘gratification’.

### **3. OBJECTIVE**

The objective of this Policy is to set out clear policies of the Board in upholding the highest standards of ethical practices and integrity by all Directors and Employees in carrying out the affairs and businesses of the Group and by all Service Providers in performing services for and on behalf of the Group.

### **4. APPLICABILITY**

This Policy applies to all Directors and Employees. The general principles and prohibition under this Policy shall also apply to all Service Providers (including consultants, advisors, suppliers and agents) performing services for and on behalf of the Group.

## **5. GUIDANCE ON COMMON FORMS OF BRIBERY AND CORRUPTION**

### **5.1 BRIBERY AND CORRUPTION**

- “Bribery” refers to the act of offering, giving, promising, asking, agreeing, receiving, accepting or soliciting something of value or of any advantage so to induce or influence an action or decision, which is illegal and unethical. A bribe refers to any inducement, reward or object/item of value offered to another individual in order to gain or retain commercial, contractual, regulatory or personal business or advantage. Bribery is not limited to the act of offering a bribe. If an individual is on the receiving end of a bribe and they accept it, they are also breaking the law.
- “Corruption” means the act of soliciting, giving, promising to give, offering, accepting or receiving gratification, directly or indirectly, to/from a person in authority either in the form of money, services, favours, positions or valuable goods as an inducement or reward to or not to do an act in relation to the person’s principal affairs or function – in short, corruption is essentially an abuse of entrusted power or position to obtain a personal gain or benefit.
- “Gratification” is defined in Section 3 of the MACC Act 2009 and includes money, donation, gift, loan, fee, reward, valuable security, property or interest in property, employment, appointment, release, forbearance, undertaking, promise, rebate, discount, services employment or contract of employment or services and agreement to give employment or render services in any capacity. The provision or receipt of gratification is not an offence unless it is done corruptly.

Bribery and corruption (collectively “corrupt gratification”) are illegal. Employees must not engage in any form of corrupt gratification, whether it be directly or through a Third Parties (such an agent or distributor). They must not bribe a foreign public official anywhere in the world. They must not accept bribes in any degree and if they are uncertain about whether something is a bribe, a gift or act of hospitality, they must seek further advice from the Human Resources Department (“HR”) who will escalate to the Management if deemed necessary.

## **5.2. Commissions and Incentives**

The giving of commissions and/or incentives in the ordinary course of business is generally not prohibited, so long as they are genuine and commercially driven, with no intent to disguise any acts of bribery or corruption as such.

## **5.3. Unofficial Payments**

Any unofficial payments such as facilitation fees made to secure or expedite the performance of a routine action by a public body (as defined in Section 3 of the MACC Act 2009) are strictly prohibited.

## **5.4. Gifts and Entertainment**

The receipt or giving of reasonable gifts and entertainment by Directors and Employees are generally not prohibited, so long as they are not done with corrupt intent, are reasonable, bona fide and commensurate with their positions and should not in any event, be too lavish or expensive.

## **5.5. Political Contributions and Donations**

Any contribution to individual politicians or candidates of the political parties is prohibited, unless it is for or in relation with bona fide charitable purposes. Subject to any prevailing laws governing political donations, the Group may make contributions to political parties in Malaysia, provided that the prior approval from the Board is obtained.

## **5.6. Donations and Charitable Support**

Genuine and legitimate donations and charitable support are acceptable, whether in cash or otherwise.

## **6. SERVICE PROVIDERS**

All Service Providers must be made aware of this Policy. Whenever commercially possible, Service Providers must be required to and must declare their awareness of and undertake to comply with this Policy.

## **7. RECORD-KEEPING**

Proper and complete records of business activities of the Group (including payments for gifts, entertainment, donations and charitable contributions) should be kept and maintained for a reasonable period of time, subject to prevailing laws and regulations on record keeping.

## **8. ANTI-BRIBERY COMPLIANCE MANAGEMENT SYSTEM**

An effective anti-bribery compliance management system shall be established within the Group in line with the objective of this Policy.

## **9. WHISTLE BLOWING FRAMEWORK**

A robust framework for whistle blowing and reporting any form of improper conduct, wrongdoings, bribery, corruption, fraud and/or abuse by any Director or Employee as well as any Service Provider shall be put in place to allow such acts to be reported via the appropriate channels, whilst protecting the identity of the person reporting, in order to deter, prevent and uncover such acts.

## **10. COMMUNICATION AND TRAINING**

- The Group's Anti-Bribery and Anti-Corruption Policy shall be published in the Company's website. The Policy and zero-tolerance stance shall be appropriately communicated to Directors of the Company, all employees, Business Associates and any Third Parties performing services for on behalf of the Group should be complied with this Policy.
- The Group will provide adequate training on this Policy as part of the induction process for all new employees and will be asked formally accept in writing that they will comply with this Policy. Wherever possible, all the Business Associates should be sent a copy of this Policy at the outset of the business relationship or shall always refer to the Company's website.

## **11. REVIEW OF THIS POLICY**

The Group reserves the right to amend this policy from time to time when deemed necessary and other provisions of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad and any other applicable regulations of other regulatory entities.