




# OCEANCASH PACIFIC BERHAD

200201022973 (590636-M)

## Anti-Bribery and Anti-Corruption Policy

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## 1.0 OBJECTIVE

- 1.1 This Policy set out the responsibilities of Directors, Employees and Business Associates in observing and upholding the Group’s position on zero tolerance in all forms of bribery and corruption, and to ensure that the Group has adequate procedures in place to prevent and detect potential and/or actual bribery and corruption.

## 2.0 SCOPE

- 2.1 This policies and procedures are applicable to the Group, including all Directors, Employees, Business Associates and other parties providing goods and/or services to or on behalf of the Group.

## 3.0 DEFINITION

- 3.1 **Bribery** is a form of corruption where a person offers or gives, solicits or receives benefits which may be in the form of gifts, entertainment or corporate hospitality with the intention or knowledge that the benefit will be used to induce someone to perform a dishonest act.
- 3.2 **Business Associate** includes but is not limited to clients, customers, joint ventures, joint venture partners, consortium partners, outsourcing providers, contractors, consultants, sub-contractors, suppliers, vendors, advisors, agents, distributors, representatives, intermediaries and investors.
- 3.3 **Conflict of Interest** arises when a person’s own interests either influence, have the potential to influence, or are perceived to influence the objectivity in performing duties or function which affect the Group.
- 3.4 **Corruption** generally means the act of soliciting or receiving; or offering or giving any gratification for the purpose of improperly influencing a business decision in relation to a dealing or secure an advantage in the transaction.
- 3.5 **Donation** means cash, goods or services given as a gift for charity, humanitarian aid, or to benefit a cause.
- 3.6 **Entertainment / Corporate Hospitality** means an event or activity held for the employees, clients or stakeholders and meals, drinks, lodging, travel or other expenses incurred in order to create or enhance a business relationship.




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- 3.7 Facilitation Payment** means payments made to secure or expedite the performance by a person performing a routine or administrative duty, function or responsibility. It can be cash or other financial assets, including any sort of advantage with the intention to influence them in their duties or function.
- 3.8 Gifts** means something given from one individual to another with the intention to create or enhance a personal relationship, which may include cash, cash equivalents, any other forms of discount or commission or any other valuable items.
- 3.9 Gratification** is defined in the MACC Act 2009 to mean the following:
- i) Money, donation, gift, loan, fee, reward, valuable security, property or interest in property, whether movable or immovable, financial benefit, 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, any 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 of favour for 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 the exercise of any right or any official power of duty; and
  - vii) Any offer, undertaking or promise, whether conditional or unconditional, of any gratification within the meaning of any of the preceding paragraphs (i) to (vi).
- 3.10 Policy** means this Anti-Bribery and Anti-Corruption Policy.
- 3.11 Public Official** means governments, government agencies, regulatory bodies, statutory bodies and any of its officials, either local or foreign.

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#### 4.0 REFERENCE

4.1 Whistle Blowing Policy, including Whistle Blowing Form

#### 5.0 ANTI-BRIBERY AND CORRUPTION COMMITMENT

Oceancash Pacific Berhad' ("Oceancash" or "the Company") and its subsidiaries (collectively herein defined as "Oceancash Group" or "the Group") has adopted a **ZERO TOLERANCE** approach against all forms of bribery and corruption. The Group is committed to the highest standard of integrity and governance in the conduct of its businesses and operations, and in compliance with all applicable laws and regulations in the countries where businesses and operations are executed.

Through the adoption of Anti-Bribery and Anti-Corruption Policy ("ABACP" or "the Policy"), the Group has confidence in the implementation of adequate procedures as a defense against the risks of corporate liability particularly on corruption prosecution and potential hefty fines.

#### 6.0 DETAILED POLICIES AND PROCEDURES

##### 6.1 Giving and Receiving of Gifts

6.1.1 In general principle, the Group has adopted a "No Gift" Policy whereby, the Group's Directors and Employees are prohibited from giving or receiving gifts, either directly or indirectly, to avoid potential conflict of interest.

6.1.2 It is the responsibility of Directors and Employees to inform all the Business Associates that the Group practices a "No Gift" Policy and to request the Business Associates' understand for and adherence with this Policy.

6.1.3 There are certain exceptions to the general rule whereby the giving and receiving of gifts are permitted in following reasonable and acceptable situations:

- Customary gifts e.g., seasonal hampers, cookies etc. during festive seasons e.g., Chinese New Year, Hari Raya, Deepavali, Christmas etc.;
- Corporate gifts i.e., token gifts of nominal value bearing a Company's logo e.g., pens, diaries, calendars, door gift and etc. that are given out equally to the members of the public or Business Associates deemed as part of the Company's brand building or promotional activities;




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- Gifts from Oceancash Group to external institutions or individuals in relation to the company's official functions or events, for example, door gift to be distributed during the Group's Annual General Meetings; and
  - Congratulatory or sympathy gifts.
- 6.1.4 Such gifts or favours as described under 6.1.3 are subject to **Approved Limit** (refer to **Section 7.0**), and shall not be extended and/or accepted for the purpose or with the intention of:
- Influencing any present or future act or decision by the receiving employee.
  - Inducing such employee to perform or omit any act in violation of his proper duties and responsibilities.
  - Inducing such employee to use or direct any other person to use his influence with a government, or any of its representatives, divisions or agencies to affect or influence any act or decision of any such government, representative, division or agency and in any or all of the above cases, for the purposes of expediting, benefiting, prejudicing or affecting in any way whatsoever whether directly or indirectly the business dealings or relationship of the gift giver with the Group.
- 6.1.5 In circumstances whereby refusing the gift is likely to offend and/or sever the business relationship with the external parties including Business Associates, and the value of the gift exceeding the monetary value of **Approved Limit** (refer to **Section 7.0**), declare and record all gifts to be accepted to the reporting General Manager/Executive Director/Managing Director, through the use of Declaration Form for Gifts, Entertainment and Corporate Hospitality (refer to **Section 9.1**)
- 6.1.6 Such reporting General Manager/Executive Director/Managing Director shall decide whether to approve the acceptance of the gift or require it to be returned.
- 6.1.7 If the acceptance of gift with nominal value up to the **Approved Limit** (refer to **Section 7.0**) may cause potential conflict of interest situation; and the reporting General Manager/Executive Director/Managing Director disapprove the acceptance of the gift due to conflict of interest situation, the gift must be politely returned with explanation notes about the Group's "No Gift" Policy.
- 6.1.8 In the event the reporting General Manager/Executive Director/Managing Director approves the acceptance of the gift, he / she must determine the subsequent treatment of the gift, such as the following:

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- Donate the gifts for charity purposes; or
- Hold for Departmental display; or
- Share among other Employees in the Department; or
- Permit to be retained by the Employee.

6.1.9 All expenses incurred to provide gifts must be properly documented with Invoice / Receipts, and recorded in the Group's accounting records.

## **6.2 Entertainment and Corporate Hospitality**


6.2.1 Directors and Employees shall not provide or accept any form of gratuitous entertainment or corporate hospitality to/from any of the Group's Business Associates or any party with whom the Group has or may have business dealings with, in order to avoid potential conflict of interest.

6.2.2 However, under a very limited circumstances, whereby refusing the entertainment and/or corporate hospitality is likely to offend and/or sever the business relationship with the external parties including Business Associates, the giving or acceptance of the entertainment and/or corporate hospitality is subject to the **Approved Limit** (refer to **Section 7.0**) and following procedures:

- Prior verbal approval must be obtained from the reporting General Manager/Executive Director/Managing Director;
- Declare all entertainment and/or corporate hospitality given or accepted to the reporting General Manager/Executive Director/Managing Director in formal record through the use of Declaration Form for Gifts, Entertainment and Corporate Hospitality (refer to **Section 9.1**); and
- Such reporting General Manager/Executive Director/Managing Director shall acknowledge the acceptance of the entertainment and/or corporate hospitality.

6.2.3 The Directors and Employees must be able to exercise proper care and judgement before providing or accepting the entertainment and/or corporate hospitality to/from a third-party including Business Associates to avoid allegations of bribery and corruption, especially with the intention of:

- Inducing the recipient to award business to the Group (even if in the end the Group is not awarded with the business);

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- Obtaining advantageous treatment (for example, on tax, customs, permits, licenses and/or etc.) that would not otherwise be available to the Group; or
- Circumventing or causing non-enforcement of certain laws or regulations applicable to the Group.

This is not only to safeguard the Group’s reputation, but also to protect employees and directors from any potential allegations of impropriety or undue influence.

6.2.4 Accordingly, eligible employees are allowed to claim job-related entertainment and/or corporate hospitality, provided the claims must be verified and approved by the General Manager/Director/Managing Director.

### **6.3 Charitable Donations and Corporate Social Responsibilities (“CSR”)**


6.3.1 Charitable donations made by the Group to charities or community projects are required to be made in good faith and in strict compliance with this Policy, and other applicable internal policies and procedures.

6.3.2 Any charitable donation or contribution for corporate social responsibilities to be made by the Group shall obtain prior written approval from General Manager/Executive Director/Managing Director; and the charitable donation or contribution should be made directly to an official entity and it must be able to be disclosed to the public where necessary.

### **6.4 Facilitation Payments**

6.4.1 The Group strictly disallows and prohibits offering, promising, paying, requesting, accepting or receiving facilitation payments, either directly or indirectly. In this respect, all the Business Associates must be informed of this policy and they must undertake not to do the same prior to establishing any business relationship with the Group.

6.4.2 All Employees are required to notify their reporting Head of Department and General Manager/Executive Director/Managing Director, of any requests for facilitation payment.

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## **6.5 Political Contributions**

- 6.5.1 The fund or resources of the Group must not be contributed, either directly or indirectly, to any political party, candidate or campaign.
- 6.5.2 The Directors, Employees and Business Associates are not restricted to make personal political contributions in their own capacity, as appropriate within the limits set under the applicable laws. However, they must make clear of their individual political views and/or actions are personal and not reflective of the Group.
- 6.5.3 The Group must not reimburse any personal political contribution to the Directors, Employees and Business Associates.


## **6.6 Dealing with Public Officials**

- 6.6.1 The Directors, Employees and Business Associates are required to exercise caution in dealing with public officials and ensure strict compliance with this Policy to avoid perception or allegations of bribery and corruption.
- 6.6.2 The Directors, Employees and Business Associates must not or attempt to exert / exercise improper or illegal influence to any public officials, either directly or indirectly. Any improper or secret payments, by the Group or its Business Associates, including facilitation payments to any public officials is strictly prohibited.

## **6.7 Dealing with Business Associates**

- 6.7.1 All Business Associates must be made aware of this Policy and it is the Group's responsibility to ensure their compliance with this Policy. The Group shall encourage all its Business Associates to submit an Anti-Bribery and Anti-Corruption Declaration (refer to **Section 9.2**) or confirmation in similar terms prior to establishing any business relationship with Oceancash Group, including all the existing Business Associates.
- 6.7.2 Due diligence must be conducted to assess the integrity of prospective Business Associates, either on a regular or one-off basis, in order to understand their business and background; and to ensure that these Business Associates are involved in lawful business activities. Such due diligence documentations shall be retained by the Group accordingly.



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6.7.3 Business dealings with any potential Business Associates, reasonably suspected of engaging in bribery and corruption or any other improper business practices, should not be entered into unless those suspicions are investigated and resolved prior to the dealing.

6.7.4 The Group shall include clauses in all agreements and/or official letter of appointment with Business Associates, if any, in order to enable the Group to terminate a particular business contract in the event a particular Business Associate is proven to be engaged in an act of breach of this Policy.

## **6.8 Recruitment of Employees**

6.8.1 The pre-screening procedures upon recruitment of Employees is important to ensure that only the most qualified and suitable individuals are employed, and no element of bribery and corruption is involved in the recruitment of Employees.


6.8.2 In line with this, detailed due diligence and background checking should be conducted for the potential Employee, as far as possible, and documented accordingly.

6.8.3 This is important to ensure that a potential Employee has not been convicted in any offences including bribery and corruption, especially when recruiting Employees in management positions with responsibility of decision-making under delegated authority and powers.

## **6.9 Declarations by Directors and Employees**

6.9.1 All Directors and Employees shall declare that they have read, understood and agreed to abide by this Policy at all times. This declaration shall be documented (refer to **section 9.3**) and retained by the Human Resource Department for the duration of the employment.

6.9.2 The Group reserves the right to request a Director or an Employee to declare information on his or her assets in the event that such Director or Employee is suspected to be implicated, in any bribery and corruption-related accusation or incident.


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## **6.10 Keeping a Formal Record**

- 6.10.1 The Group would keep formal financial records and have appropriate internal controls in place to provide evidence on valid business reasons for making any payment to third parties, including Business Associates.
- 6.10.2 All Executive Directors and Employees must ensure all expenses claims, if any, incurred for the benefit of external third parties including Business Associates are submitted. The basis / reasons for such expenses claims must be clearly justified and recorded.
- 6.10.3 All documents, accounts, and records relating to dealings with the external parties including Business Associates, such as, Quotations, Purchase Orders, Invoices, Official Receipts etc. must be maintained with full accuracy and completeness. No account is kept “off-book” to facilitate or conceal improper payments.
- 6.10.4 All Directors and Employees must declare in writing of all gifts, entertainment, corporate hospitality or any other benefit offered to or accepted by them, to their reporting General Manager/Executive Director/Managing Director (subject to certain monetary value as specified under Part 1 of this Policy); and such declaration must be documented in Declaration Form for Gifts, Entertainment and Corporate Hospitality (refer to **Section 9.1**) for onwards submission to the Human Resource Department.

## **6.11 Training and Communication**

- 6.11.1 This Policy shall be published on Oceancash’s website at all times, and is accessible by all the stakeholders of the Group or members of public.
- 6.11.2 Business Associates may be asked to refer to this Policy which has been made available on the Company website. Alternatively, a copy of this Policy shall be shared to all Business Associates upon request.
- 6.11.3 The Group is committed to conduct awareness trainings for all Directors and Employees to introduce and refresh awareness of the Policy, and to continuously promote ethical conduct and integrity.
- 6.11.4 Human Resource Department shall maintain records of the Directors and Employees who have completed the aforesaid awareness training.

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## **6.12 Monitoring and Review**

6.12.1 The Audit and Risk Management Committee is responsible to oversee the compliance with this Policy and review the effectiveness of internal control systems through periodical internal audits, which shall be carried out by the Group's internal auditors to ensure the Group's compliance to this Policy.

6.12.2 Periodical risk assessment shall be carried out to identify, evaluate, monitor and manage bribery and corruption risks. The risk assessment shall be performed on an annual basis.

## **6.13 Whistle Blowing Channel**

6.13.1 The Group has established a Whistle Blowing Policy for all Employees of the Group and stakeholders i.e., suppliers, customers, shareholders or members of the public (collectively referred to as "whistle-blowers") for disclosure of any improper conduct within or pertaining to the Group.

6.13.2 As emphasised in the aforesaid Whistle Blowing Policy, every effort will be made to treat the identity of the whistle blower confidential.


## **6.14 Sanctions for Non-compliances**

6.14.1 Any Director or Employee who has been found to have committed an act of breach of this Policy shall be subject to disciplinary proceedings of the Group, and the Group reserves its right to terminate such Employee's employment with the Group.

6.14.2 Legal proceedings may be initiated against a Director or Employee in the event the Group's interests, reputations or standing have been affected as a result of such Director or Employee's non-compliance to the Policy.

6.14.3 The Group shall provide full cooperation to enforcement authorities to facilitate further action by such enforcement authorities against such Director or Employee.

6.14.4 Non-compliance with the Policy by Business Associates will result in blacklisting and termination of business contract, without prejudice to the right to initiate legal proceedings against them where the Group's interests, reputations or standing have been affected by an act of breach of the Policy by the Business Associates.

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## 7.0 APPROVED LIMITS FOR GIFTS, ENTERTAINMENT AND CORPORATE HOSPITALITY

### Gifts

No.	Parties	Prescribed Limit
1	Customer	Must not exceed RM1,000 per gift
2	Supplier	Must not exceed RM1,000 per gift
3	External Parties (Other than Customer and Supplier)	Must not exceed RM1,000 per gift

### Entertainment and Corporate Hospitality


No.	Parties	Prescribed Limit
1	Customer	Must not exceed RM30,000 per annum
2	Supplier	Must not exceed RM30,000 per annum
3	External Parties (Other than Customer and Supplier)	Must not exceed RM30,000 per annum

## 8.0 REVIEW AND REVISION

The Group is committed to review this Policy on a periodical basis or as and when there are major changes in the MACC Act 2009 or any other applicable laws and regulations, with identified improvements to be implemented as soon as possible.

## 9.0 FORMS

- 9.1 Declaration Form for Gifts, Entertainment and Corporate Hospitality
- 9.2 Anti-Bribery and Anti-Corruption Declaration Form (for Business Associates)
- 9.3 Anti-Bribery and Anti-Corruption Declaration Form (for Directors and Employees)

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### Declaration Form for Gifts, Entertainment and Corporate Hospitality


Section A – To be completed by Employee making the Declaration	
Employee Name:	
Employee Designation & Department:	
Employee Signature and Date:	

<i>Gifts / Entertainment / Corporate Hospitality Particulars</i>				
Sender Name & Organisation	Description of Gifts / Entertainment / Corporate Hospitality	Offer Date	Qty	Estimated / Actual Value (RM)

Section B – To be completed by Reporting General Manager/Executive Director/Managing Director																
Offer Decision	Accept / Decline															
Reason of Offer Accept / Decline	The acceptance or provision of gifts / entertainment / corp. hospitality does not cause any potential / actual conflict of interest for the employee, myself and/or the Group because:															
Treatment of Gifts received (Tangible goods only)	<table border="1" style="width: 100%;"> <tr> <td style="width: 5%;"><input type="checkbox"/></td> <td style="width: 75%;">Donate to</td> <td style="width: 20%;">(Org, name)</td> </tr> <tr> <td><input type="checkbox"/></td> <td>Display at</td> <td>(Dept name)</td> </tr> <tr> <td><input type="checkbox"/></td> <td>Share with</td> <td>(Name of Other Dept)</td> </tr> <tr> <td><input type="checkbox"/></td> <td>Retain by</td> <td>(Employee name)</td> </tr> <tr> <td><input type="checkbox"/></td> <td>Others</td> <td>(Specify)</td> </tr> </table>	<input type="checkbox"/>	Donate to	(Org, name)	<input type="checkbox"/>	Display at	(Dept name)	<input type="checkbox"/>	Share with	(Name of Other Dept)	<input type="checkbox"/>	Retain by	(Employee name)	<input type="checkbox"/>	Others	(Specify)
<input type="checkbox"/>	Donate to	(Org, name)														
<input type="checkbox"/>	Display at	(Dept name)														
<input type="checkbox"/>	Share with	(Name of Other Dept)														
<input type="checkbox"/>	Retain by	(Employee name)														
<input type="checkbox"/>	Others	(Specify)														

<i>I have reviewed and hereby approved the acceptance / declining of the offer</i>			
Name	Designation & Dept.	Date	Signature

Section C – To be completed by HR Department			
Form is complete with relevant supporting documents	Yes / No	Received By (Name & Designation)	
Form sequence no.		Form Received Date	

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**Anti-Bribery and Anti-Corruption Declaration Form**  
*(for Business Associates)*

It is hereby declared that our Company, .....  
with Company registration number of ....., undertake the following:

- i) We understand and will comply with all the applicable laws and regulations relating to anti-bribery, anti-corruption and the Anti-Bribery and Anti-Corruption Policies and Procedures (“ABACP”) which has been established by Oceancash Pacific Berhad and its subsidiaries (collectively “the Group”) on the Group’s website [www.Oceancash.com](http://www.Oceancash.com).
  
- ii) We agree that this Declaration Form shall form part of the terms and conditions of our appointment and/or contract of service; and the Group reserves the right to terminate or suspend our business contract and disqualify us from tendering for future business contracts if we are proven to be or have been engaged in any act of breach of the ABACP.
  
- iii) We undertake to inform the Group of any act of breach / infringement of the ABACP; and we acknowledge that the Group has an avenue to report any improper business practices on bribery and corruption in relation to the commercial transactions between the Group and us, via whistleblowing channel established under Whistle Blowing Policy.

For and on behalf of our Company,

Company Stamp


.....

Name:

I.C. / Passport No.:

Designation:

Dated as of .....

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**Anti-Bribery and Anti-Corruption Declaration Form**  
*(for Directors and Employees)*


It is hereby declared that I, ..... pledge, commit and undertake the following:

- i) I have fully read, understood and will comply with the Anti-Bribery and Anti-Corruption Policy (“ABACP”) which has been established by Oceancash Pacific Berhad during the term of my employment.
- ii) I understand and will comply with all the applicable laws and regulations relating to anti-bribery and anti-corruption.
- iii) I am not engaged and will not engage in any activity or conduct in breach of this Policy or in any other improper business practices which would constitute an offence under any applicable laws and regulations in Malaysia.
- iv) I acknowledge that the Group has the right to terminate my employment in the event I am found to have committed any act in breach of the ABACP.
- v) I acknowledge that the Group has an avenue to report any improper business practices on bribery and corruption which could have an impact on the Group or any of the Group’s employees, via whistleblowing channel established under Whistle Blowing Policy.

.....

Name:  
I.C. / Passport No.:  
Designation:  
Department:

Dated as of .....

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*--Kindly complete and return this Form to Human Resource Department--*