



ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

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1.0 INTRODUCTION

LMS Compliance Ltd. and all its subsidiary and associated companies (hereinafter collectively referred to as "LMS Compliance") is committed to conduct businesses with the highest standard of ethics and integrity. With the aim of preserving its professional reputation and corporate integrity, LMS Compliance adopts a zero-tolerance approach against all forms of bribery and corruption whereby any improper business practices, unethical dealings and non-adherence to this Policy shall not be condoned.

2.0 SCOPE AND APPLICATION

- 2.1** The LMS Compliance' Anti-Bribery and Anti-Corruption Policy ("Policy") is applicable to Employee (as hereinafter defined) and Associated External Parties (as hereinafter defined). It is formulated to set forth LMS Compliance' responsibilities on the prevention of fraud, bribery and corruption within its organization and to provide guidance on the obligations and expected conduct of the Employee (as hereinafter defined) and Associated External Parties (as hereinafter defined) in identifying, avoiding and countering any potential and/or acts of bribery and corruption.
- 2.2** This Policy should be read in conjunction with Malaysia Anti-Corruption Commission Act 2009 ("MACCA") and any subsequent amendments to MACCA and all relevant guidelines and regulations issued by the authority pertaining to the bribery and corruption laws ("Applicable Laws"). In the event of any discrepancies between the principles and standards set out in this Policy and the Applicable Laws which impose more stringent control measures to prevent bribery and corruption, such Applicable Laws shall prevail.
- 2.3** This Policy is not exhaustive. For all intents and purposes, Employee shall always observe and ensure compliance with all Applicable Laws and any other related company's policies to which they are bound to observe in the performance of their duties and whenever in doubt, they shall seek clarification from the officer named in this Policy or their Immediate Superior.
- 2.4** Each Employee shall read, understand and comply with this Policy. Violation of this Policy may result in disciplinary action taken against the respective Employee, including termination of employment.
- 2.5** LMS Compliance expects Associated External Parties to abide by this Policy and such other equivalent policies and Applicable Laws when dealing with LMS Compliance. Failure to comply with this Policy may lead to termination of business relationship and business contract and claim for damages and losses.



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3.0 DEFINITION

"Associated External Parties"	All associated external parties acting on behalf of or for LMS Compliance Ltd. whom has, or plans to establish, some form of business relationship, including but not limited to, agents, contractors, consultants, suppliers, service providers, associate companies, business partners and joint venture partners or entities
"Bribery"	It means direct or indirect offering, promising, giving, authorizing, demanding, agreeing or receiving anything of value or any advantage to or from anyone in the form of bribes and/or any other improper gratification relating to the job description, in order to improperly influence, or to be so influenced, or to retain, secure or reward an improper benefit.
"Core Team"	Managing Director and Executive Director of LMS Compliance Ltd.
"Corruption"	Means the abuse of entrusted power for private gain. It may also include acts of extortion, collusion, breach of trust, abuse of power, trading under influence, embezzlement, fraud or money laundering
"Employee"	All employees of LMS Compliance Ltd., including full time or permanent employees, part time employees, contract employees, employees on probation, trainees, interns, employees on secondment and personnel on fixed-term contracts and the Core Team
"Family member"	in relation to a person, means: <ul style="list-style-type: none">i. A spouse of the person;ii. A brother or sister of the person, or their spouses;iii. A brother or sister of the spouse of the person;iv. A lineal ascendant or descendant of the person (e.g. parents or children); andv. A lineal ascendant or descendant of a spouse of the person (e.g. parents-in-law).
"Immediate Superior"	Mean the Assistant Managers, Supervisors, Team/Shift Leaders and Supervisory level staff.

4.0 GIFTS, ENTERTAINMENT & TRAVEL

- 4.1** LMS Compliance prohibits the corrupt practices of using or offering gifts, entertainment or travel and/or other benefits, whether directly or indirectly, to unduly influence business or regulatory decisions, gain an unfair advantage or to retain or solicit business. Pursuant thereto, subject to the following exceptions and in accordance with this Policy, Employee is strictly prohibited from accepting or giving any gifts, entertainment, travel and/or other benefits



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to or from Associated External Parties, business partners and/or any third party, and likewise Associated External Parties in its dealings with LMS Compliance shall refrain from accepting or offering any gifts, entertainment, travel and/or other benefits to or from Employee, business partners and/or any third party for any purpose which is in contradictory with this Policy: -

- a) Gifts obtained or given as tokens of appreciation in relation to the company's official functions, events, exhibitions, conferences, seminars or celebrations of any kind and is equally offered to all members of the public attending the event; or
- b) Corporate gifts such as diaries, calendars, pens (that normally bear the company name & logo) and are of nominal value; or
- c) Festive or ceremonial gifts such as fruits, festive cookies, mandarin oranges, mooncakes or hampers obtained or given during festive season; or
- d) Meals provided or supplied during meeting or attending a work-related conference/ seminars or meals provided or supplied by any party which is an act of appreciation or considerate care in general, to facilitate networking in business relationships, to promote future collaborations or to build positive business relationships that will not create undue influence on the outcome of a business;

Provided that Employee must declare and report the receipt or giving of such a gift, entertainment, travel and/or other benefits to the Immediate Superior in the manner prescribed in the LMS Compliance' Code of Conduct and Ethics.

4.2 As a general principle, Employee and Associated External Parties may only accept or offer gifts, entertainment, travel and/or other benefits provided the following guidelines/principles are always be observed and complied with: -

- a) Transparency

The offer or acceptance of such gifts, entertainment, travel and/or other benefits shall be made openly and the same shall be disclosed to their colleagues and/or Immediate Superior.

- b) Conflict of Interest/ Undue Influence

The offer or acceptance of gifts, entertainment, travel and/or other benefits should not create any potential or perceived conflict of interest in respect of the duties of the Employee and Associated External Parties and such offer or acceptance shall not made in intention of creating any undue influence on the outcome of a business or in exchange for favours or advantages.

- c) Reasonable Value



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The value of such gifts, entertainment, travel and/or other benefits must be modest, reasonable, appropriate and proportionate to the occasion. In this respect, the value limit for Corporate Gift is RM50.00 (all inclusive) per item for each person, and the value limit for festive or ceremonial gift is RM250.00 per item for each entity, and the value limit for entertainment is RM250 per person. In addition, such gifts and/or other benefits to or from the same party must not be so frequent, be more specifically be not more than 4 times a year.

d) Valid Purpose

The intention behind the offer or acceptance of gifts, entertainment, travel and/or other benefits must be for a legitimate business purpose or to build goodwill and/or to strengthen business relationship. It shall not in any circumstances be seen or construed as a bribe to gain any unmerited advantages or to unethically influence or to create the appearance of an unethical influence on the business or regulatory decision.

4.3 Employee and Associated External Parties are prohibited from indirectly soliciting, giving or receiving gifts, entertainment, travel and/or other benefits through their Family Members.

4.4 For the avoidance of doubt, this clause does not apply to the acceptance or offering of gifts, entertainment, travel and/or other benefits by Employee and Associated External Parties from or to their relatives, friends or acquaintances who have no current nor prospective business dealings with LMS Compliance and where it will not give rise to any potential or perceived conflicts of interest.

5.0 FACILITATION PAYMENT

5.1 Facilitation payments are typically unofficial payments made to induce and/or secure and/or expedite a performance or service to which that individual is obliged to perform and under the laws of Malaysia and this Policy, facilitation payment are strictly prohibited.

5.2 Employee and Associated External Parties are prohibited from directly or indirectly, requesting, accepting, or giving facilitation payments for the benefits of the Employee or the Associated External Parties themselves or in connection with the LMS Compliance' operation and business.

6.0 SPONSORSHIP AND DONATIONS

6.1 LMS Compliance adopts a strict policy of not allowing sponsorships or donations to any government officials, political parties or individual politician or third party



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in order to receive any improper advantages. No political contributions shall be made in the name of the company.

- 6.2** As a responsible corporate citizen, LMS Compliance is committed in performing its corporate social responsibility by undertaking social and charitable projects. It shall always be ensured that all the sponsorships or donations made to the social or charitable projects are done in good faith and are not used as a scheme to conceal bribery and in addition, such sponsorships/donations shall only be made with the written approval of the Core Team.

7.0 BUSINESS REWARDS, REBATES, COMMISSIONS, DISCOUNTS OR OTHER INCENTIVES

- 7.1** Under no circumstances Employee or Associated External Parties is allowed to accept or offer any business rewards, rebates, commissions, discounts, provision of free products and services or other incentives that may result in an undue business advantage.
- 7.2** For any business-related incentives offered or provided to LMS Compliance, it must fulfil the following conditions: -
- (i) It shall be formally documented; and
 - (ii) applicable to all or based on a standardized parameters (eg: applicable to all customers or applicable to all customers exceeding certain order amounts)

8.0 ASSOCIATED EXTERNAL PARTIES & RISK MANAGEMENT

- 8.1** Associated External Parties shall be made aware of this Policy where LMS Compliance shall do the necessary arrangement with them, including but not limited to incorporate a standard clause in all contact with Associated External Parties to require them to adhere to this Policy with highest standard to ensure their interactions and dealings are in line with LMS Compliance' values and principles, failure to abide by this Policy may cause LMS Compliance to exercise their rights to terminate contract and seek for alternate business partners.
- 8.2** LMS Compliance will conduct due diligence checks on the Associated External Parties prior to entering any appointment or engagement to avoid knowingly enter into any business dealing with any party that may reasonably be suspected of engaging in money-laundering, bribery, corruption or improper business practices to ensure that no element of corruption is involved in the business association.
- 8.3** For business arrangements or activities which bear a higher corruption risk, as determined by LMS Compliance from time-to-time, LMS Compliance may



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mandate the Associated External Parties to put in place policies and procedures and to conduct periodic risk assessment on the Associated External Parties to prevent the conduct of corruption.

9.0 RECORD KEEPING

- 9.1** LMS Compliance shall maintain a detailed, accurate and complete record of all transactions made which includes timesheets, work records, supply records, bank statements, accounts, receipts, invoices, correspondences and other documents. that ensures accountability of all transactions.
- 9.2** All transactions must be truthfully reported and there shall be no payments made without proper supporting documentation. Any practices that may lead to act of fraudulent, i.e: records to cover up payment, payment of false or fraudulent invoices, miscoding of general ledger or falsifying expenses reports (with improper intention) are strictly prohibited.

10.0 AWARENESS & TRAINING

- 10.1** LMS Compliance shall conduct awareness training programmes for anti-bribery and anti-corruption for the Employee and its Associated External Parties (if the Core Team deems appropriate) to promulgate the culture and practice of integrity and professional ethics at all material times.
- 10.2** LMS Compliance may at any time recommend that certain training be repeated to any Employee if deemed necessary based on circumstantial requirements.
- 10.3** LMS Compliance shall maintain all records of anti-bribery and anti-corruption briefing and training.

11.0 COMPLIANCE TO THE LAW

- 11.1** In the event of any suspected, attempted or actual bribery or corruption committed by any of the Employee and/or Associated External Parties, LMS Compliance reserve the right to institute an investigation or enquires, either to be conducted internally or by an external party.
- 11.2** LMS Compliance may notify the relevant regulatory authorities of any bribery or corruption practices upon investigation. LMS Compliance shall render full co-operation to the regulatory authorities including potential criminal investigation and prosecution that may be taken against such Employee and/or Associated External Parties.
- 11.3** LMS Compliance treat acts of bribery and corruption as a very serious matter and hence all the Employee and Associated External Parties are urged to comply



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this Policy and the applicable laws at all material time and are required to avoid any activities that could lead to, or imply, a breach of this Policy and/or the applicable laws.

- 11.4** Non-compliance with this Policy may result in severe criminal or civil penalties and Employee who breaches this Policy will be subjected to disciplinary actions up to and including dismissal/termination.

12.0 REPORTING CHANNELS

- 12.1** LMS Compliance has put in place Whistleblowing Policy to provide a transparent, formal and confidential avenue for all Employee, Associated External Parties and members of the public to disclose any suspected, attempted or actual acts of bribery or corruption.
- 12.2** LMS Compliance practise an open door policy and encourage all Employee, Associated External Parties and members of public to lodge their report when they suspect or reasonably believe that this Policy has been or is being breached and all report received will be taken seriously, treated in confidential manner and investigated immediately.

13.0 SUPPORT

Incident concerning the following persons	Contact Details of Anti-Bribery and Anti-Corruption officer
Employee	Name: Wong Wan Chin, DJN Designation: Independent Director Email: wongwanchin@myco2.com.my
Associated External Parties & members of the public	Name: Wong Wan Chin, DJN Designation: Independent Director Email: wongwanchin@myco2.com.my

14.0 MODIFICATION AND REVISION

- 14.1** LMS Compliance reserves the right to modify and/or revised this Policy from time to time to ensure its compliance with the Applicable Laws and to ensure its effectiveness. Changes to the Policy, if any, shall only be made with the Core Team's approval in writing.

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