



ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

RT PASTRY HOLDINGS BERHAD AND ITS SUBSIDIARIES

Registration No. 201801014342 (1276358-V)
(Incorporated in Malaysia)

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1.0 INTRODUCTION

RT Pastry Holdings Berhad and its subsidiaries (collectively referred to the “Group” or “RT”) has adopted *zero tolerance policy against all forms of bribery and corruption*, whereby bribery and corruption are not acceptable. The Group acknowledged and committed to conducting the business dealing ethically with integrity ensuring uncompromising adherence to professionalism, strong moral principles and laws and regulations enacted countering bribery and corruption.

The Group are committed to compliance with the Malaysian Anti- Corruption (“MACC”) Act 2009 (“MACC Act”), subsequent amendments to the MACC Act and all guidelines issued by relevant authorities pertaining to the same.

The Anti-Bribery and Anti-Corruption Policy has been made known to the employees via internal circulation at the meantime embedded in the Group’s Handbook and an electronic version of the Policy is available at the Group’s Website.

2.0 APPLICATION

Anti-Bribery and Anti-Corruption Policy (hereinafter referred to as the “Policy”) set out the Group’s responsibilities in providing principles, guidelines and recommendations to the employees on the procedures to deal with solicitation, bribery and corruption that could possibly arise in the business dealing and operation activities. It applies to the directors, officers, employees, consultants, suppliers, subcontractors, agents or any other person associated with or acting on behalf of the Group (collectively referred to as “Third Parties”), whereby compliance is required.

This Policy is regularly reviewed to reflect any changes made by the law, regulation and any changes in the business operations and nature.

3.0 KEY REQUIREMENTS OF MACC ACT

Under Section 17A of the MACC Act, a commercial organization commits an offence if a person associated to the commercial organization corruptly gives, agrees to give, promises or offers to any person any gratification whether for the benefit of that person or another person with intent of the following:

- To obtain or retain business for the commercial organization; or
- To obtain or retain an advantage in the conduct of business for the commercial organization.

Where an offence is committed by a commercial organization, a person:

- who is its director, controller, officer or partner; or
- who is concerned in the management of its affairs,

at the time of the commission of the offence, is deemed to have committed that offence unless the person proves that the offence was committed without his consent or connivance and that he exercised due diligence to prevent the commission of the offence as he ought to have exercised, having regard to the nature of his function in that capacity and to the circumstances.

Section 17A (6) defines a person associated as a director, partner, an employee or a person who performs services for or on behalf of the commercial organization.

4.0 DEFINITION OF BRIBERY, CORRUPTION AND GRATIFICATION

Bribery means any action which would be considered as an offence of giving or receiving 'gratification' under the MACC Act. It is a direct or indirect offer to give or receive gratification or anything of value with the intention of corruptly influencing the behaviour of someone to obtain or retain commercial, contractual, regulatory or personal advantage.

Corruption is a form of dishonesty or criminal offence undertaken by a person or an organisation entrusted with a position of authority, to acquire illicit benefits or abuse their given power for one's personal gains.

Bribery is a subset of corruption. It typically involves some form of transaction or transfer of value in exchange for doing something or refusing to do something. A bribe is an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage.

'Gratification' is defined in the MACC Act to mean the following:

- a. money, donation, gift, loan, fee, reward, valuable security, property or interest in the property being a property of any description whether moveable or immovable, financial benefit, or any other similar advantage;
- b. any office, dignity, employment, contract of employment or services, and agreement to give employment or render services in any capacity;
- c. any payment, release, discharge or liquidation of any loan, obligation or other liability, whether in whole or in part;
- d. any valuable consideration of any kind, any discount, commission, rebate, bonus, deduction or percentage;

- e. any forbearance to demand any money or money's worth or valuable thing;
- f. any other service or favour of any description, including protection from any penalty or disability incurred or apprehended or from any action 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 or duty; and
- g. any offer, undertaking or promise, whether conditional or unconditional, of any gratification within the meaning of any of the preceding paragraphs a to f.

What is and what is not acceptable

This section of the policy refers to 4 areas:

- a. Gifts, entertainment, hospitality and travel
- b. Donation and sponsorships
- c. Facilitation payments
- d. Business associates

5.0 GIFTS, CORPORATE HOSPITALITY AND ENTERTAINMENT

The Group adopts a 'No-Gift Policy' whereby all employees shall not be accepting from or be giving any gift(s) to any third parties that may have direct or indirect business interest with the Group. Any forms of gifts be it in cash or cash value (e.g., vouchers, coupons, loans, commissions, etc.) are strictly prohibited.

However, there are some exceptions whereby receiving and providing gifts are allowed and is stated as in the following situations:

Situations	Not more than prescribed amount	More than prescribed amount
Token gifts with an approximate or actual value amounting to not more than RM150 provided the offering/ acceptance of such gifts would not place the employees (including directors) in a position where if offering/ refusing the gift would jeopardize business relationships with customers.	Permitted	Approval from the Managing Director or any one (1) of the Executive Directors must be obtained before giving/ receiving such gifts. Further, employees are required to declare all the aforementioned gifts received to the Human Resource ("HR") Department every

		quarter by filling in the Gifts, Entertainment and Corporate Hospitality Declaration Form.
Festive season gifts, be it in the form of giving/ accepting with the approximate or actual value of such gifts (e.g., festive hampers, festive gift packs, etc) amounts to not more than RM1000	Permitted	Approval from the Managing Director or any one (1) of the Executive Directors must be obtained before giving/ receiving such gifts. Further, employees are required to declare all the aforementioned gifts received to the Human Resource (“HR”) Department every quarter by filling in the Gifts, Entertainment and Corporate Hospitality Declaration Form

Gifts giving shall be subjected to the Managing Director or Executive Director’s approval whereby the gifts-giving are solely Company’s corporate gifts (bearing Company’s Name or Logo) and used mainly as a business courtesy or where the gifts are distributed during a corporate event/ function. All expenses incurred to provide such corporate gifts must be properly kept, documented and recorded by the Finance Department for audit and records purposes. Any gifts which violate any of the ‘No-Gift Policy’ terms must be politely declined and requested that the external parties’ kindly understand and adhere with this Policy.

6.0 CORPORATE HOSPITALITY AND ENTERTAINMENT

The Group strictly prohibits employees (including directors) from soliciting corporate hospitality (including travelling) and entertainment nor are they allowed to accept hospitality (including travelling) and entertainment that is excessive, inappropriate or given in response to, in anticipation of, or to influence a favorable business decision from parties engaged in a tender or competitive bidding exercise.

The Group recognises that the occasional acceptance or giving of an appropriate level of hospitality (including travelling) and entertainment given in the normal course of business is usually a legitimate contribution to building appropriate networks and good business relationships.

Accordingly, the Group accepts normal and appropriate gestures of hospitality and goodwill (whether given to, or received from third parties) so long as the giving or receiving of gifts meets the following requirements:

- (a) It is not made with the intention of influencing the party to whom it is being given, to obtain or reward the retention of a business or a business advantage, or as an explicit or implicit exchange for favours or benefits.
- (b) It is not made with the suggestion that a return favour is expected.
- (c) It is given in the name of the company, not in an individual's name.
- (d) It is given/received openly, not secretly.
- (e) It is not selectively given to a key, influential person, clearly with the intention of directly influencing them.

7.0 DEALING WITH PUBLIC OFFICIALS

If a gift, corporate hospitality and expenses are intended for public officials, Personnel must ensure that the gift, entertainment or Hospitality is not excessive and lavish, and must be commensurate with the official designation of the public official and not his personal capacity. All gifts, corporate hospitality and expenses are required to be made transparently and open, genuinely for business purposes.

8.0 FACILITATION PAYMENTS AND KICKBACKS

Facilitation payments are an unofficial, usually a small cash payment to induce or reward a person who could be a public or public official to obtain preferential treatment or to expedite the performance of a routine action by the Board of Directors, Employees and Third Parties. Kickbacks are typically payments, compensation or reward made in return for a business transaction or advantage.

The Group strictly prohibits facilitation payments and kickbacks, which is not only limited to cash, financial asset, services and any forms of gift-in-kind. If the employees are in doubt whether the payment made could fall within the scope of facilitation payments or kickbacks, employees are required to consult the Head of the Department prior to making any payments. Employees shall make the payment only if the parties could provide with official receipt or written confirmation.

The Group equally uphold the safety of all Employees as a priority. Making facilitation payment could be an exception in the event that the payment is the only recourse to protect the safety of the Employees or approval has been obtained from the Executive Directors or the Board of Directors.

9.0 DONATION AND SPONSORSHIP

Contributions, donations and sponsorships activities made by RT to community projects or charitable organisations need to be made in good faith and in compliance with this Policy and all relevant RT's policies and procedures. The Group would carry out due diligence ensuring all the contributions made to the registered charity and legitimate body under the laws and regulations, ensuring proper administration of the fund received. All the contributions made should be supported with Official Receipts and recorded accurately in the Group's books of account. No donation should be made which may or may be perceived to breach applicable law or any other sections of this Policy.

In respect of political contributions, the Group does not make a contribution of funds or resources to political party or candidate for public office without the approval of the Board of Directors or Executive Director.

10.0 CONFLICT OF INTEREST

RT dealings with third parties, which include contractors, suppliers, agents, consultants, joint venture partners, introducers/government intermediaries etc. A conflict of interest is a situation in which a person or organisation is involved in multiple interests, financial or otherwise, and serving one interest could involve working against another.

Employees should avoid or deal appropriately with situations in which personal interests could conflict with obligations or duties. Employees must not use their position, official working hours, Group's resources and assets for personal gain or to the Group's disadvantage. Employee should:

- a) Ensure that personal financial circumstances and transactions do not jeopardise their independent judgment or adversely affect their job performance.
- b) Not having any financial, non-financial, directly or indirectly interest in any contractor, vendor, potential customer or any Third Party defines in this Policy.

- c) Not have any direct or indirect involvement in other employment (remunerated or otherwise) except with the prior written consent from the Group.
- d) Ensure proper care and judgement are exercised prior decision making in the normal course of business dealing.
- e) Appropriate assessment shall be carried out to individuals or Third Parties to ensure the business and background of the potential business partners are free from bribery elements or conflict of interest.

Employees are required to inform the Head of Department immediately and shall not conceal any information where a possible conflict of interest arises.

11.0 RECRUITMENT OF EMPLOYEES

RT provides equal opportunity for any qualified and competent individual to be employed by the Company from various multicultural and multiracial backgrounds.

The recruitment of employees should be performed based on approved selection criteria to ensure that only the most qualified and suitable individuals are employed. In line with this, proper background checks are to be conducted in order to ensure that the potential employee has not been convicted in any bribery or corruption cases nationally or internationally. More detailed background checks are to be taken when hiring employees that would be responsible in management positions, as they would be tasked with decision-making obligations.

12.0 RECORD KEEPING

The Group ensure all the expense claims relating to gifts, hospitality, reimbursable expenses and facilitation payments incurred to Third Parties are submitted and recorded promptly in the books in accordance with the Group's standard operating procedures and adhere to the Terms and Conditions stated in this Policy.

All the documents as proof of transaction dealing to or from Third Parties such as Invoices, Official Receipts, Contracts, Agreements and other documents shall be prepared and maintained with strict accuracy and completeness.

No accounts must be kept "off-book" to facilitate or conceal improper payments.

13.0 DUE DILIGENCE

Due diligence serves as a checking point when making any decisions whether to pursue or continue a business relationship with any external party i.e., potential and existing customers, suppliers, business contacts, agents, advisers, government and public bodies, etc.).

Methods for due diligence exercises may include but is not limited to the following:

- (a) Background checks on the person or entity through web searches, searches in Companies Commission of Malaysia (“CCM”), external databases and screening tools/ solutions;
- (b) Verification of supporting documents;
- (c) Conducting interview(s) with the person or entity to be appointed; or
- (d) Any other methods or mechanisms so long as the same is permitted by the law.

Any unsatisfactory outcome pursuant to the due diligence process shall be treated as red flags for potential corruption risk(s) by the Group. Based on the results, the Group reserves the right to either decline, suspend or terminate said relationship with the relevant external party.

14.0 AWARENESS, TRAINING AND COMMUNICATION

RT will continuously provide training on this Policy to raise awareness on anti-bribery and anti-corruption and embed a zero-tolerance approach to corruption and bribery in the Group procedures and working practices. The Group aims to obtain the commitment from the directors and employees to this programme and provide employees with the skills needed to deal with situations they could encounter. Nevertheless, training would also be given to all the new recruits as part of the induction programme.

Wherever possible, all the Associated Third Parties/ External Parties shall be sent a copy of this Policy at the outset of the business relationship or shall always refer to this Policy published on our Company’s website.

All the employees of the Group shall be made aware of this Policy. This Policy shall be distributed to the existing and newly hired employees via any electronic means and displayed on the notice board in the office. Employees are also required to declare on their acknowledgement their receipt and understanding of this Policy via Acknowledgement Form as attached herewith as “Appendix A”.

This Anti-Bribery and Anti-Corruption Policy was adopted by the Board of the Company on 13 September 2024.

END.

APPENDIX A

ACKNOWLEDGEMENT OF ANTI-BRIBERY AND CORRUPTION POLICY

I, _____, NRIC No. / Passport No. _____ hereby declare that I have read, understood and agreed to comply with the Anti-Bribery and Corruption Policy (“Policy”) of RT PASTRY HOLDINGS BERHAD (“RT”) required of me in relation to the Policy.

I will abide by the requirements and provisions set out in the said Policy which shall be read together and forms part of my employment contract with RT and the Malaysian Anti-Corruption Commission Act 2009.

I acknowledge that any failure by me to comply with the Policy may result in disciplinary action, up to and including termination of employment, taken against me.

I declare that all information provided herein is, to the best knowledge and belief, true, complete and accurate.

Signature : _____

Full Name : _____

Designation : _____

Date : _____

The signed original copy of this acknowledgement form shall be kept inside each employee's Personal File. The Policy is the property of RT and shall be shared via all the accessible electronic media and a hard copy of the same will be placed at the notice board and general office for any employee to refer to.