



# **AME ELITE CONSORTIUM BERHAD**

**Registration No. 201801030789 (1292815-W)**

**(Incorporated in Malaysia)**

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

## 1. INTRODUCTION AND OBJECTIVES

This Anti-Bribery and Anti-Corruption Policy (“**Policy**”) sets out AME Elite Consortium Berhad (“**AME**” or “**Company**”) and its subsidiaries (collectively referred to as the “**Group**”)’s principles in dealing with improper solicitation, bribery and other corrupt activities and related issues that may arise in the Group’s course of business. The Group is committed to building a culture of accountability, ensuring investor confidence and maintaining good corporate governance.

The objectives of this Policy are amongst others, to set out the Group’s overall position on bribery, corruption and money laundering in all its forms and to provide guidance and information on the recognition of bribery and corruption and method of dealings under such circumstances.

This Policy complements and should be read in conjunction with all applicable laws, rules and regulations, the Group’s policies, including but not limited to, the Malaysian Anti-Corruption Commission Act 2009 (including any amendment thereof), the Group’s Whistleblowing Policy and Code of Conduct and Ethics Policy.

## 2. THE GROUP’S COMMITMENT

The Group is committed to conducting business dealings with integrity. This means prohibiting practices of bribery and corruption of all forms in the daily operations of the Group.

The Group adopts a zero-tolerance approach towards bribery, corruption and money laundering and is committed to complying with applicable anti-corruption laws and fostering a culture of integrity across all jurisdictions in which it operates.

## 3. SCOPE AND APPLICABILITY

The Policy is applicable to Directors and Employees of the Group, including full-time, permanent, part-time and temporary employees, employees on probation, trainees, interns, employees on secondment and on fixed-term contracts (Each as an “**Employee**” and collectively as “**Employees**”) as well as third parties such as consultants, contractors, sub-contractors, agents, sponsors, suppliers, customers, representatives and any other

persons entitled to perform work or services for or on behalf of the Group (Each as a “**Third Party**” and collectively as “**Third Parties**”). Every Director, Employee or Third Party, must read and understand this Policy and is expected to comply with it in their dealings with and on behalf of the Group.

Non-compliance with this Policy may result in criminal or civil penalties and which may include imprisonment. Anyone acting in contravention of this Policy may also be subject to disciplinary action up to and including termination for cause in accordance with applicable laws.

For any further clarification on this Policy, Directors may refer to the Chairperson of the Board of Directors of AME (“**Board**”) or the Group Chief Executive officer, whereas other Employees may refer to their immediate superior or Head of Department.

#### **4. BACKGROUND**

This Policy has been established in line with Section 17A of the Malaysian Anti-Corruption Commission Act 2009 (“**MACC Act**”), which was enacted under the Malaysian Anti-Corruption Commission (Amendment) Act 2018. The said section came into force on 1 June 2020. Section 17A of the MACC Act provides that a commercial organization commits an offence if any person associated with the commercial organization commits a corrupt act in order to obtain or retain business or an advantage in the conduct of business for the commercial organization.

The term “commercial organization” means:

- (a) a company incorporated in Malaysia, whether carrying on business in Malaysia or elsewhere;
- (b) a company wherever incorporated and carries on business in Malaysia or part of a business in Malaysia;
- (c) a partnership under the Partnership Act 1961 or Limited Liability Partnership Act 2012, and carries on a business in Malaysia or elsewhere; or
- (d) a partnership wherever formed and carries on a business or part of a business in Malaysia.

It is a defence to such corporate liability offence if it can show that it had adequate procedures in place to prevent persons associated with the commercial organization from carrying out the corrupt act.

The Guidelines on Adequate Procedures issued by the National Centre for Governance, Integrity and Anti-Corruption (GIACC) under the Prime Minister’s Department on 4 December 2018 pursuant to Section 17A(5) of the MACC Act is aimed at assisting commercial organizations in understanding the procedures which ought to be implemented to prevent corrupt practices in their business activities.

A person is associated with a commercial organization if he/she is a director or an employee of the commercial organization, or is a person who performs services for or on behalf of the commercial organization, which likely includes agents engaged by the commercial organization.

## 5. DEFINITIONS

- “bribery”** refers to the act of corruptly authorising, giving, agreeing to give, promising, offering, soliciting, receiving or agreeing to receive any gratification, whether directly or indirectly.
- “corruption”** shall have the definition consistent with that provided by *Transparency International*, which is the abuse of entrusted power for private gain.
- “gratification”** is defined in the MACC Act to mean the following:
- (a) money, donation, gift, loan, fee, reward, valuable security, property or interest in property being property of any description whether movable 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 favor of 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 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).

**“conflict of interest”** means any personal, financial, or family interest which might deter any Director or Employee from acting in the best interest of the Group or might give rise to an influence on him/her not in the best interest of the Group.

**“gifts”** means anything of value that is given to and received from any person or organisation who have, who may have, or who may facilitate the creation of a business relationship and/or employment with the Group.

**“entertainment or hospitality”** is defined as anything of value, which includes but is not limited to meals, drinks, accommodation, travel tickets, event tickets provided or hosted by a Third Party, directly or indirectly, through its representatives, agents, business associates to develop and/or maintain good business or stakeholder relationship.

**“donation and sponsorship”** means charitable contributions and sponsorship payments made to support the community.

**“facilitation payments”** shall have the definition consistent with that provided by *Transparency International*, which is a small bribe, also called a ‘facilitating’ ‘speed’, or ‘grease’ payment, made to secure or expedite the performance of a routine or necessary action to which the payer has legal or other entitlement.

## 6. PROHIBITION OF BRIBERY AND CORRUPTION

All forms of bribery and corruption are prohibited. Bribery and corruption may take the form of exchange of money, goods, services, property, privilege, employment position or preferential treatment. Directors and Employees shall not:

- (a) whether directly or indirectly, offer, give, receive or solicit any item of value to illegally influence the other party to secure an illegal benefit or outcome either for the organisation or the person concerned; and/or
- (b) participate in any corrupt activity, such as extortion, collusion, breach of trust, abuse of power, trading under influence, embezzlement, fraud or money laundering.

No Employees will suffer demotion, penalty or other adverse consequences for refusing to pay or receive bribes, even if such refusal may result in the Group losing business or experiencing a delay in business operations.

The Group has established and maintains suitable reporting channels for all stakeholders to raise their concerns about any improper conduct and violation of this Policy.

## 7. GIFTS, ENTERTAINMENT AND HOSPITALITY

The Group prohibits the Directors and Employees, whether directly or indirectly, from offering, receiving or providing any gifts, entertainment, hospitality, contributions, donations, sponsorship and any other form of benefits (in kind, cash, advantages and/or favour and etc.) (collectively referred to as the “**Offers**”) from any party to influence business decisions and/or to obtain and retain business or secure an unfair advantage in any business transactions.

Directors and Employees are required to abide by this Policy and to avoid conflict of interest or the appearance of conflict of interest for either party in on-going business or potential business dealings between the Group and external parties as offering, receiving and providing Offers which may give rise to the appearance of impropriety or bias that would tarnish the reputation of the Group.

## **8. CHARITABLE DONATIONS, SPONSORSHIPS AND CORPORATE SOCIAL RESPONSIBILITY (“CSR”) ACTIVITIES**

The Group encourages and supports charitable donations and sponsorships and CSR activities to individuals, organisations, communities and societies for the wellbeing of the recipients.

Directors and Employees must ensure that all charitable donations, sponsorships and CSR activities are not used as subterfuge for bribery or used to circumvent or avoid the prohibition of any similar acts. Proper and appropriate due diligence must be conducted to ensure that the recipient is a legitimate organisation or charity, or its beneficiaries are not disguised illegal payments or bribes to government officials and ensure that the charity does not act as a conduit to fund illegal activities in violation of anti-money laundering, anti-terrorism and other applicable laws.

All charitable donations, sponsorships and CSR activities shall be approved by the Directors or the Group Chief Executive Officer.

## **9. POLITICAL CONTRIBUTIONS**

In general, the Group does not contribute or offer monetary or in-kind political contributions to political parties, political party officials or candidates for political office. In very limited circumstances, if any contribution is to be made, it must be approved by the Group Chief Executive Officer and permissible under applicable laws. It must not be made with any promise or expectation of favourable treatment in return and must be properly reflected in the Group’s record. Whilst Directors and Employees are permitted to make their own personal political contributions, no compensation or reimbursement by the Group will be made for such personal political contributions.

## **10. FACILITATION PAYMENTS TO OFFICER OF PUBLIC BODY**

Facilitation payments are unofficial payments or other provision made to an individual in control of a process or decision or to secure or expedite the performance of a routine or administrative duty by an officer of a public body. The Group prohibits facilitation payments in any form whatsoever as they fall within the meaning of gratification or bribery.

Directors or Employees shall not promise or offer, or agree to give or offer, directly or indirectly facilitation payments to an officer of any public body.

## **11. CONFLICT OF INTEREST**

Conflicts of interest arise in situations where there is personal interest that could be considered to have a potential interference with the objectivity in the performance of duties or exercising judgment on behalf of the Group. Directors and Employees must avoid situations in which personal interest may interfere with their professional obligations or duties and must not use their position, knowledge gained or information available in the course of their employment for personal gain.

Should there be an actual or potential conflict of interest that arises, or may arise, the affected Directors and Employees shall make full disclosure to the Board or to the Immediate Superior or Head of Department, where applicable, the nature and extent of such conflict. The affected individuals shall then abstain from making a material decision in respect of any transaction, contract or proposed contract or arrangement in which they are interested, directly or indirectly.

In addition, Directors and key senior management personnel of AME Group are required to submit annual declarations of any actual, potential, or perceived conflicts of interest to ensure transparency and to enable proactive management of such risks.

## **12. PREVENTION OF MONEY LAUNDERING**

Money laundering is the process designed to conceal or disguise the illegal origins of proceeds and assets derived from criminal activities such as drug trafficking or terrorist funding. This typically is transacted through transfers involving foreign banks or legitimate businesses. The Group is committed to full compliance with the Anti-Money Laundering, Anti-Terrorism Financing and Proceeds of Unlawful Activities Act 2001 (AMLA) and other applicable laws and regulations.

The Group prohibits any form of money laundering. Directors and Employees are expected to be vigilant and take appropriate action to prevent money laundering activities from occurring. Proper and appropriate due diligence must be conducted to understand the background of any prospective business counterparties, the origin and destination of the proceeds and assets involved. The Group will also conduct periodic bribery, corruption, and

money laundering risk assessments to identify, assess, and mitigate potential risks as part of its Risk Management framework.

Any Employee who is aware of or suspects any activities relating to money laundering should report it to their Immediate Superior, Head of Department and/or the Group Chief Executive Officer.

### **13. GENERAL PRINCIPLES FOR RECEIVING AND PROVIDING OFFERS**

The receiving and providing of Offers shall be accepted or provided, if the following criteria are met:

- (a) the receiving and providing of Offers are normal business courtesies including meals and entertainment, occasional token gifts and customary gifts during festivals, special occasions or social events provided they are reasonable, appropriate, infrequent, moderate, modest and bona fide corporate courtesies. Moderate business meals and entertainment and invitations to local social events and celebratory meals can be appropriate aspects of promoting good business relationships with clients, provided it is not excessive, infrequent and do not create the appearance of impropriety;
- (b) the receiving and providing of Offers is made for a proper and appropriate business or charitable purpose, consistent with reasonable custom and practices, which is not made with the intent or appearance of improper influencing of the recipient or provider;
- (c) the receiving and providing of Offers is made to promote the values and reputation of the Group, or aiding the establishment and maintaining collaborative, professional or business relationships with partners and associates of the Group;
- (d) the value of the Offer, whether actual or estimated, appears to be reasonable and proportionate to the circumstances; and
- (e) the receiving and providing of Offers are in accordance with all applicable laws and regulations in the jurisdictions in which the Group operates and including the Group's policies;

and, in any circumstances, the receiving and providing of Offers shall not be accepted or provided:

- (f) to exert influence or induce any person or entities improperly to provide specific services or preferential treatments;

- (g) create a perception of expectation of a reward for any persons or entities who are not performing their work in a proper or impartial manner; and/or
- (h) to any persons or entities responsible for a formal application, tendering or procurement process immediately prior to or during the process.

Notwithstanding the above circumstances, Directors and Employees are expected to exercise proper judgement, discretion and moderation in handling gift activities in business settings and behave in a manner consistent with the principles of integrity, proper care, avoid conflict of interests, refrain from taking advantage for personal interest and comply with all applicable laws, regulations and the Group's policies and procedures.

#### **14. PROCEDURES FOR RECEIVING AND PROVIDING OFFERS**

The receiving and providing of any Offers that are in complete compliance with the principles set out above may be authorised for acceptance and provision but subject to the following procedures:

##### **Receiving Offers**

Where the value of the Offers to be received, whether individually or collectively, exceeds the self-certification threshold of **RM1,000**, employees are required to submit details of the Offers received (including name of provider, purpose and nature of Offer) in the prescribed form as attached to this Policy to their Immediate Superior or Head of Department, where applicable, as soon as practicable but not later than 14 days from the date of receipt of the Offer for approval.

The Immediate Superior or Head of Department shall determine whether to approve the acceptance of the Offer or require the Offer to be returned to the provider. In the event that the acceptance of the Offers is approved, the Immediate Superior or Head of Department shall determine and specify the treatment of the Offers as follows:

- (i) Donate to charity;
- (ii) Hold for departmental display;
- (iii) Share with other employees in the department;
- (iv) To be retained by the employee; or
- (v) Any other treatment as deemed appropriate.

**Providing Offers**

Where the value of the Offers to be provided or intended to be provided, whether individually or collectively, exceeds the self-certification threshold of **RM1,000**, employees are required to submit details of the Offers to be provided or intended to be provided (including name of provider, purpose and nature of Offer) in the prescribed form as attached to this Policy to their Immediate Superior or Head of Department, where applicable, for approval not later than 14 days from the date the Offer was provided.

The Immediate Superior or Head of Department shall determine whether to approve the provision of the Offers with regard to the principles set out above.

Although the general principle is to obtain approval prior to the actual provision of the Offers, there would be circumstances whereby it is impracticable to obtain the approval in advance, e.g.: business meal or entertainment with customers or suppliers. In such a case, an application must be submitted after the actual provision but shall not be later than 14 days from the date of provision.

On a monthly basis, a duplicated copy of all disclosures and approved application forms for receiving and providing Offers shall be compiled and submitted to the Group's Finance team for record purposes.

**15. RECORD-KEEPING**

The Group shall have appropriate internal controls in place and maintain proper financial records of all payments made to Third Parties in the usual course of business as these would serve as evidence that such payments were bona fide and not linked to corruption and/or unethical conduct.

All accounts, invoices, memoranda and other documents and records relating to dealings with Third Parties, such as customers, suppliers and business contacts, should be prepared and maintained with strict accuracy and completeness. Such records shall be retained for at least seven (7) years in accordance with regulatory record-keeping requirements.

**16. REVIEW, MONITOR AND ENFORCE**

The Group shall monitor the effectiveness and review the implementation of this Policy on a regular basis to assess its suitability, adequacy and relevance. A qualified and

independent external party shall be engaged to conduct an audit on this Policy at least once every three (3) years. The audit review report should include performance improvement action plans to enhance the Group's stance against bribery and corruption in the Group's business dealings and operations.

## **17. TRAINING AND COMMUNICATION**

The Group shall conduct refresher and awareness programme for all Directors and Employees to ensure their understanding of the Group's position and practices regarding anti-bribery and corruption, integrity and ethics.

Training shall be provided on a regular basis, in accordance with the level of bribery and corruption risk related to the position and function. The anti-bribery and corruption training will be provided to individuals who are new to the Group, newly promoted or transferred and currently holding an exposed position.

## **18. REPORTING VIOLATIONS OF THE POLICY**

Any Director or Employee who is aware of or suspects a violation of this Policy, should raise their concerns through the Company's Whistleblowing Channel. The provision, protection and procedure of the Whistleblowing Policy for reporting violations of this Policy are available on the Company's website at [www.ame-elite.com](http://www.ame-elite.com).

All reports in good faith shall be treated as highly confidential and the Group strictly prohibits retaliation in any form against any individual who has in good faith reported a violation or possible violation and such retaliation shall be subjected to disciplinary action.

## **19. WAIVER OF THE POLICY**

Any deviation or waiver from this Policy may be granted by the Board or the appropriate Board Committee of AME as it deems fit and appropriate, provided that such waiver is properly documented, justified, and disclosed where required under the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

## **20. REVIEW OF THE POLICY**

This Policy shall be reviewed by the Board once every three (3) years or as required when internal or external events warrant such reviews to be undertaken and to align with new developments in the applicable laws, rules and regulations.

The Board adopted the Policy on 12 May 2020. The Board reviewed it on 30 May 2025.

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## FOR OFFICE USE

Date

Ref No.

Received by



**GIFTS/ENTERTAINMENT/HOSPITALITY/CONTRIBUTION/  
SPONSORSHIP/DONATION  
ACCEPTANCE APPLICATION FORM**

**1) Details of Recipient**

Employee Name		Department	
Company Name		Position	

**2) Details of Offer**

Type of Items	<input type="checkbox"/> Gifts	<input type="checkbox"/> Entertainment	<input type="checkbox"/> Hospitality
	<input type="checkbox"/> Contribution	<input type="checkbox"/> Sponsorship	<input type="checkbox"/> Donation
	<input type="checkbox"/> Others, please specify: -		
Description of Item			
Reason for Acceptance			
Date of Offer or Letter		Estimated or Actual Value	RM

**3) Details of Provider**

Name of Entity			
Address of Entity			
Name of Contact Person		Position	
Contact Phone No.		Contact Email	
Relationship with Provider			

**4) Recommended by Recipient**

<input type="checkbox"/> Accept	<input type="checkbox"/> Decline
Comments: -	
Signature	Date

**5) Approved By Superior/Head of Department**

<input type="checkbox"/> Approved		<input type="checkbox"/> Not Approved	
Treatment of items received			
Comments: -			
Name	Position	Signature	Date

FOR OFFICE USE	
Date	
Ref No.	
Received by	



## GIFTS/ENTERTAINMENT/HOSPITALITY/CONTRIBUTION/ SPONSORSHIP/DONATION PROVISION APPLICATION FORM

### 1) Details of Applicant

Employee Name		Department	
Company Name		Position	

### 2) Details of Provision

Type of Items	<input type="checkbox"/> Gifts	<input type="checkbox"/> Entertainment	<input type="checkbox"/> Hospitality
	<input type="checkbox"/> Contribution	<input type="checkbox"/> Sponsorship	<input type="checkbox"/> Donation
	<input type="checkbox"/> Others, please specify:		
Description of Item			
Reason for Provision			
Date of Provision		Estimated or Actual Value	RM

### 3) Details of Recipient

Name of Entity			
Address of Entity			
Name of Contact Person		Position	
Contact Phone No.		Contact Email	
Relationship			

### 4) Recommended by Applicant

<input type="checkbox"/> Accept	<input type="checkbox"/> Decline		
Comments: -			
Signature		Date	

**5) Approved By Superior/Head of Department**

<input type="checkbox"/> Approved		<input type="checkbox"/> Not Approved	
Comments: -			
Name	Position	Signature	Date