



**WELL CHIP GROUP BERHAD**  
Registered No. 202301014119 (1508041-A)  
(Incorporated in Malaysia)

## Anti-Bribery and Anti-Corruption Policy

<b>File name.:</b>	Anti-Bribery and Anti-Corruption Policy	<b>Effective Date:</b>	20 June 2025
<b>Revision No.:</b>	Version 2	<b>Revision Date:</b>	20 June 2025

### 1. Introduction

- 1.1. Well Chip Group Berhad (“**Well Chip**”) and its subsidiaries, (collectively the “**Group**” or “**Well Chip Group**”) is committed to conduct its business with integrity, fairness, honesty and transparency. In line with this commitment, the Group has adopted a zero-tolerance approach against all forms of bribery and corruption. This Anti-Bribery and Anti-Corruption Policy (“**ABAC Policy**” or “**Policy**”) aims to set out the parameters to prevent the occurrence of bribery and corrupt practices within the Group. The Policy serves to elaborate and supplement the core principles of the Group and to provide guidance to Employees concerning how to deal with improper solicitation, bribery and other corrupt activities and issues that may arise during the course of business. This Policy adheres to the Malaysian Anti-Corruption Commission Act 2009 (“**MACC Act**”) and is guided by the Guidelines Policy on Adequate Procedures issued pursuant to Section 17A (5) of the MACC Act.
- 1.2. This Policy provides information and guidance on the Group’s overall stance against the use of corrupt practices in relation to its business activities. The policy is not intended to provide definitive answers to all questions regarding bribery and corruption.

### 2. Definitions

“**Bribery**”/ “**Corruption**” means any action which would be considered as an offence of giving or receiving “gratification” under the MACC Act. In practice, this means offering, giving, receiving or soliciting something of value in an attempt to illicitly influence the decisions or actions of a person who is in a position of trust within an organization. It can be direct or indirect through Third Parties.

“**Board of Directors**” means the board of directors of Well Chip.

“**Business Partners**” An external party with whom the Company has, or plans to establish, some form of business relationship. This may include clients, customers, joint ventures, joint venture partners, consortium partners, outsourcing providers, contractors, consultants, subcontractors, suppliers, vendors, advisers, agents, distributors, representatives, intermediaries and investors.

“**Compliance Officer**” means such person appointed by the Board of Directors who shall ensure the oversight and implementation of the policies of the Well Chip Group.

“**Director(s)**” means directors of Well Chip Group (including Executive and Non-Executive Directors of Well Chip and the directors of the subsidiaries of Well Chip).

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**“Donation”** means voluntary contribution in the form of monetary or non-monetary to a fund or to any person for which no return of service or payment is expected or made. Contributions to industry, associations or fees for memberships in organisations that serve business interests, or contributions to such organisations are not necessarily considered as Donations.

**“Employee” or “Employees”** means any person under employment of the Group, including directors and key senior management, and all other staff members working at all levels and grades, regardless in Malaysia or outside Malaysia and whether on a full time, part-time, probationary, contractual or temporary basis.

**“Facilitation payment”** means any payments, including payments of nominal value made to secure or expedite the performance by a person performing a routine, non-discretionary or administrative action or function that such person is already required to perform as part of their duties.

**“Gratification”** shall have the same meaning as defined in the MACC Act which is set out as follows:

- (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, employment, contract of employment or services, or 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 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.
- (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).

**“Gifts”** can be in the form of goods or services, including anything that can be of value to the person receiving it, such as vouchers, free tickets for any entertainment purposes.

**“Infotech Application”** means the software application used by the Group to track and manage human resource management matters, including attendance and other employee records.

**“Key Senior Management”** means the highest level of management in the Group, including chief executives who are not on the Board and any other persons whom the Board shall consider as Key Senior Management.

**“Public Official” or “Government Official”** includes candidates for public office, officials of any political party, and officials of state-owned enterprises.

**“Third Parties”** includes any external third parties outside of the Group, including but not limited to customers, suppliers, agents, consultants, joint venture partners, vendors and intermediaries on business dealings of the Well Chip Group.

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### 3. Scope

- 3.1. Compliance with this Policy is mandatory for all its Directors, Employees, and Business Partners who are performing work or services for or on behalf of the Group.
- 3.2. The policy and principles set out in this Policy are to be adopted by Well Chip and all its subsidiaries in the Group, including any newly acquired subsidiaries from time to time. All Directors, Key Senior Management and Employees of the Group are also required to familiarise themselves with this Policy.
- 3.3. It is important to read and comply with this Policy. The prevention, detection and reporting of any bribery in any form is the responsibility of all Employees across the Well Chip Group and all individuals and entities over which Well Chip has control. Any failure to comply with this Policy will be treated seriously and may result in disciplinary or legal action.

### 4. The Principles – Adequate Procedures

The following section sets out the **T-R-U-S-T Principle** as outlined in the 'Guidelines on Adequate Procedures Pursuant to Subsection (5) of Section 17A under the Malaysian Anti-Corruption Commission Act 2009' ("**Guidelines**"). This Policy is aligned with the Guideline to help prevent corruption and ensure accountability.

#### 4.1. Top-level commitment (T)

The Board of Directors and Key Senior Management of the Group are committed to zero-tolerance of bribery and corruption through the adoption of this Policy, as well as the 'No-Gift Policy' and 'No Facilitation Payment' policies as set out in this Policy.

#### 4.2. Risk assessment (R)

The Group is committed to conduct quarterly assessments of the corruption risks that may affect our business operations through review of our financial statements and business transactions. This includes evaluating the risks related to the industry, geography, transaction, and parties involved, and if required, to engage with professionals within the industry to assist the Group in the conduct of corruption risk assessments.

#### 4.3. Undertake control measures (U)

The Group implements and maintains measures for record keeping and managing documentations related to anti-corruption policies, efforts and procedures. These measures are designed to monitor and manage risks identified in the risk assessment process. Our Group have also established clear and accessible reporting channels to be used by internal and external parties for reports of bribery or corruption, including such reporting channels as set out in our Whistleblowing Policy.

#### 4.4. Systematic review, monitoring, and enforcement (S)

The Group shall continuously monitor the performance of its Employees and Business Partners to ensure their compliance with Well Chip's stance on zero-tolerance of corruption. Any violation of the Policy will lead to appropriate enforcement actions, including disciplinary measures. Any irregularities in the business activities of the Group which may be real or suspected corruption incidents shall be reported to the relevant authorities.

#### 4.5. Training and communication (T)

This Policy shall be communicated to the Employees of the Group and shall be read in conjunction with the Group's Code of Business Conduct as well as the Employee's Handbook. Further, the Policy will be made public and communicated with all Business Partners of the Group. All Employees of the Group shall be subject to training on understanding and application of this Policy, and the manner to identify and manage the risks of corruption or bribery.

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### **5. Anti-corruption Policy**

It is the policy of the Group that Employees and third parties acting on its behalf are prohibited from offering or paying, soliciting or receiving, directly or indirectly, any bribe to any employee, official, or agent of any government, commercial entity, or individual in connection with the business or activities of the Group. A bribe for purposes of this Policy may include any Gratifications and/or Gifts offered or given with the intent to gain any improper advantage for the Group, or any Gratifications and/or Gifts received or solicited in exchange for granting an improper advantage from or on behalf of Group to a third party.

No Director, Employees, or third party should assume that the Group's interest ever requires otherwise.

### **6. Guidance on common forms of bribery and corruption**

#### **6.1. Gift, entertainment, hospitality and travel**

- (a) It is the policy of Well Chip Group to base commercial decisions on commercial criteria. This Policy serves Well Chip Group's business interests and fosters constructive relationships with organisations and individuals doing business with the Group. In many cultures, those constructive relationships may include incidental business gifts and hospitality or entertainment.
- (b) All Employees of the Group and third parties acting on behalf of the Group shall exercise reasonable care and good judgment in each case when deciding whether to gift, or to receive a gift, and to consider the character of the gift or hospitality/entertainment, its purpose, its value, its appearance, the position of the persons providing and receiving the gift or hospitality/entertainment, the business context, reciprocity, and the applicable laws and social norms. Gifts and hospitality/entertainment must not be intended to create an improper advantage for the Group.
- (c) The Group prohibits both the acceptance and provision of gifts, entertainment, hospitality and travel, whether directly or indirectly when such items are: -
  - (i) made with the intention/ expectation of influencing a third party to obtain or retain business, to gain a business advantage, or to reward the provision or retention of business or a business advantage, or in explicit or implicit exchange for favours or benefits;
  - (ii) given in the name of the Employee and not in the name of the Company;
  - (iii) in cash or cash equivalent (such as gift certificates or vouchers);
  - (iv) of inappropriate type and value and given at an inappropriate time (i.e. during a tender process); and
  - (v) performed secretly and not transparent.
- (d) Where necessary, Employees should consult the relevant head of department/unit head who shall provide advice as to whether such gift or hospitality/entertainment should be accepted or given considering the business context as a whole. All Employees of Well Chip Group shall keep in mind the potential conflicts of interests with any third parties, and to maintain the highest degree of integrity and honesty while accepting or gifting gifts and hospitality/entertainment.

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### 6.2. No Gift Policy

#### Receiving Gifts

- (a) In situations where an Employee is offered or receives a gift from an external party (whether within or outside the Group's premises), the gift must be returned with a polite note informing the giver about the Group's "No Gift" practice. However, if it is not possible to refuse or return the gift, the employee must report it to their direct reporting superior, who will determine whether the gift can be accepted.
- (b) While the Group generally upholds a "No Gift" practice, this does not prohibit normal business courtesies, provided they are reasonable, appropriate, modest and bona fide corporate courtesies. There are certain limited exceptions where the acceptance and provision of gifts are permitted:
  - (1) Corporate gifts of nominal/ appropriate value.
  - (2) Gifts to the Group in the form of sponsorship.
  - (3) Festive or ceremonial gifts valued at RM500 or less are considered appropriate during festive seasons or ceremonial occasions. However, exceptions may apply for gifts exceeding RM500 under certain circumstances. If there is any uncertainty regarding the receipt of such gifts, individuals should report the matter to the Compliance Officer for further action and clarification.
  - (4) When refusing the gift is likely to offend and harm the Group's business relationship with the giver.
- (c) Directors and Employees must make use of good judgement, discretion and moderation when giving or accepting such courtesies in business setting and must comply with all applicable laws, rules and regulations in countries which the Group operates.
- (d) All gifts received by any Employee shall be declared and treated in the manner as set out in **Appendix B** and as follows:
  - (1) Where the estimated or actual value of the gift received is in excess of RM500 and above, the Employee shall complete the declaration form as set out in **Appendix A** and submit such form to the Compliance Officer.
  - (2) Where the estimated or actual value of the gift received gift is less than RM500 the Employee shall complete the declaration form as set out in **Appendix A** and submit such form to his or her immediate superior.
  - (3) The recipient of the gift shall make such declaration in good faith and as soon as possible. The Compliance Officer and/or the direct superior may determine the treatment of the gift and all decisions made shall be recorded and retained whether physically or digitally in accordance with this Policy.
- (e) All declaration forms shall be submitted to the Compliance Officer, whom shall be responsible to maintain a record and register of all gifts in receipt by any Employee of the Group.

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### Providing Gifts

In line with the 'No Gift Policy', Employees are generally prohibited from providing or offering to provide gifts to Third Parties (as defined herein). Prior to the provision of any gift to any Third Parties outside of the Group, the Employee shall:

- (i) report to and obtain the approval from their immediate superior on the gift to be provided to the third party where such gift has a value below RM500; or
- (ii) consult and obtain the approval of the Compliance Officer on the gift to be provided to the third party where such gift has a value of equivalent or more than RM500.

### 6.3. **Handling of gifts received from third parties**

As part of the Company's commitment to ethical business practices and adherence to Anti-Bribery and Anti-Corruption regulations, Employees are generally prohibited from accepting gifts from external parties, including suppliers, vendors, and business associates, to prevent any conflict of interest.

However, in cases where it is not feasible to refuse or return a gift due to cultural sensitivities or practical reasons, the Company has established the following measures to ensure transparency and integrity in handling such gifts:

#### **(i) Donation to charity**

Any gifts received that cannot be returned will be donated to charitable organisations or used for the Company's corporate social responsibilities ("**CSR**") initiatives. This ensures that such gifts are not retained by any individual and are instead used for the benefit of the community. The Compliance Officer will oversee the donation process to maintain fairness, transparency, and proper documentation.

#### **(ii) Internal cross-departmental lucky draw for employees**

If deemed appropriate and approved by the Compliance Officer, certain non-monetary gifts of nominal value may be used for an internal lucky draw for employees. This approach ensures that no single individual benefits directly from the gifts, hereby minimizing any potential conflict of interest. The lucky draw will be conducted transparently and fairly, with all relevant records maintained for audit purposes.

### 6.4. **Charitable donations and sponsorship**

The Group encourages and supports charitable donations and sponsorships to individuals, organisations, communities and societies who require special help and care. However, the Group only accepts the act of donating to and sponsoring charities and events whether through services, knowledge, time or direct financial contributions (cash or otherwise). This should be made directly to an official entity and be able to be disclosed publicly when required to.

All charitable donations and sponsorships must be approved in accordance with the Group's limits of authority, or done with the approval of the respective heads of department and unit heads, and the decision shall be made, taking into consideration that such contributions are allowed under the applicable laws, and is not used as a means to cover up an undue payment or bribery. Any sum of donation or contribution shall be accurately stated in the Group's accounting books and records.

All donation and sponsorships made must be legal under local laws, made in good faith, customary and reasonable under the circumstances, and that do not improperly benefit an individual, person, group, organisation or Government Official, directly or indirectly.

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### 6.5. Facilitation payments

The Group prohibits any form of facilitation payments of any nature. An Employee shall not promise or offer, or agree to give or offer, Facilitation Payments to Public Officials, and at the same time, Employees are not allowed to pay the same, whether in cash or in assets or in any other forms. Facilitation Payments can be seen as a form of bribery and corruption. In the event that an Employee face a request from Public Officials and/or Government Officers for Facilitation Payments to be made, this Policy shall be communicated to the relevant party immediately. The receipt of such requests shall be immediately reported to the respective heads of department or reporting superiors.

In the unlikely event that an Employee is forced to make such Facilitation Payments and have no alternative but to pay for his or her personal or family's safety, the Employee must immediately report the incident to their immediate reporting superior for the necessary action to be taken.

### 6.6. Dealings with Third Parties

- (a) The Group regularly deals with Third Parties. Well Chip condemns any form of bribery and corruption and all external parties having business dealings with the Group shall exercise caution and avoid bribery or corruptive practices which may negatively affect the image of Well Chip.
- (b) All Third Parties having a business relationship with Well Chip, shall not offer or provide, directly or indirectly, to the Employees, any form of bribe, gift, reward, consideration, favour or any advantage. Any person who has encountered any offer, or have received any such improper benefits shall immediately report it to the HR Manager or their direct superior (as provided under Well Chip's Whistleblowing Policy).

#### (c) Due Diligence on Third Parties

In order to ensure that the Group upholds the highest standards of integrity, transparency, and compliance with anti-bribery and anti-corruption laws, and only carries out business with Third Parties who hold similar values, the Group implements due diligence measures and ongoing compliance monitoring to assess the integrity of prospective business counterparties, and mitigate risks of corruption or unethical conduct. Employees and Directors shall assess accordingly with careful judgment, and not to enter into any business dealings with any Third Parties whom may reasonably be suspected of engaging in any bribery or improper business practices, save and unless the suspicions are investigated and resolved prior to any formal business arrangements.

All Third Parties shall be made aware of the Group' Standards of Business Conduct, this Policy, and the Group's Whistleblowing Policy.

All Third Parties shall be subject to ongoing and periodic monitors by the Group to ensure ongoing compliance by the business counterparties. If at any point, during the due diligence exercise or in the business dealings, there are conflicts of interest or issues have been raised in respect of suspicion of corrupt practices, the Group reserves the right to sufficiently investigate and address the issue before the parties may progress with further engagement of business.

An Employee who is involved in any dealings with Third Parties shall submit the Due Diligence Checklist in respect of Third Parties as set out in **Appendix C** as the first step to ensure that adequate screening of Third Parties is conducted internally, prior to engagement with the Third Parties.

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(d) **Acknowledgment by Third Parties**

In addition, all Third Parties entering into dealings with the Group shall sign and return to Well Chip the Notice to all Third Parties enclosed as **Appendix D** of this Policy and confirm that they have been made aware of this Policy, and are committed to ethical business practices, compliance with anti-bribery laws, and adherence to the Company's policies.

Any person, including Employees or Third Parties who becomes aware of any suspected, attempted or actual corruption incidents is encouraged to report and highlight such matter to the Chief Executive Officer or the Compliance Officer or via the Whistleblowing channel.

### 7. Employees

(a) **Recruitment policy**

The recruitment of employees remains an important aspect of the growth of the Group. As such, the Group places considerable importance on the background screening of candidates and employees shall be selected based on the approved selection criteria, and to ensure that no element of corruption is involved in the hiring process.

Background checks should be conducted on potential employees to ensure that employees have not been previously convicted of bribery related offences. Potential employees whom would be responsible for managerial positions, with decision-making obligations will be put against an integrity assessment higher than regular employees to ensure that all persons at the management level shares the same core ethical values with the Group.

(b) **Responsibility of Employees**

All Employees shall:-

- (i) Have read, understood, and comply with the information contained in this Policy, as well as any training or other anti-bribery and anti-corruption guidance provided.
- (ii) Be responsible for the prevention, detection, and reporting of bribery and other forms of corruption. They must avoid engaging in any activities that could result in or suggest a violation of this Policy, ensuring compliance with the relevant laws and regulations, including those under the MACC Act.
- (iii) Be responsible for maintaining proper documentation and accurate records of all payments made to third parties, ensuring strict accuracy and completeness as evidence that such payments are bona fide and not linked to corruption and/or unethical conduct.
- (iv) Make declarations of all gifts received or provided, regardless of value, promptly by submitting the declaration form to the respective reporting superior for review and approval. This includes both tangible items and intangible benefits such as entertainment and hospitality. Disclosure must be made in accordance with the Group's gift, entertainment and hospitality reporting procedures as set out in **Appendix B** to ensure transparency and compliance with MACC Act. **Appendix A** contains the declaration form for the acceptance and provision of gifts, entertainment, and hospitality.
- (v) Notify the Compliance Officer or their immediate superior as soon as possible if they are offered a bribe, asked to make one, suspect that such an incident

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may occur, or believe they have been a victim of another form of unlawful activity.

Engaging in bribery or corrupt practices can have severe consequences for both the individual and the Group. Employees may face dismissal, fines and imprisonment, while the Group may face legal action or prosecution, suffer reputational damage, financial loss, and other negative consequences.

(c) **Employee annual acknowledgement of the Anti-Bribery and Anti-Corruption Policy**

- (i) All Employees are required to acknowledge their understanding and declare in a system of record in compliance with this Policy on an annual basis; and
- (ii) This acknowledgement must be completed through the Company's Infotech Application, serving as a formal record of the employee's commitment to upholding ethical standards.

### 8. Reporting channel and protection

Employees are encouraged to raise concerns about any instance, or suspicion of malpractice at the earliest possible stage through their reporting superior or other available reporting mechanisms which includes the reporting channels as provided in our Whistleblowing Policy.

The Group has also established a Whistleblowing Policy and procedures to provide a confidential reporting mechanism for Employees, Business Partners or any other stakeholders to disclose any instances of bribery and/or corruption. This system is designed to ensure that whistleblowers are protected from any form of retaliation or reprisals. Accordingly, employees and stakeholders are strongly encouraged to report any such concerns through the designated reporting channel outlined in the Whistleblowing Policy. The Whistleblowing Policy is available on the Company's website at the following link: [www.wellchip.com.my](http://www.wellchip.com.my).

Please refer to our Whistleblowing Policy to report any instance of suspected or actual bribery or corruption. Such report may be made in writing in the prescribed form and the form shall be delivered and/or emailed directly for the attention of the Chairman of the Audit and Risk Management Committee ("ARMC") at the following address:

By mail: (mark "Strictly Confidential to be opened by the addressee ONLY")  
Well Chip Group Berhad  
No.23-01 & 23-02  
Jalan Harmonium 35/3  
Taman Desa Tebrau  
81100 Johor Bahru, Johor.

By e-mail: [whistleblowing@wellchip.com.my](mailto:whistleblowing@wellchip.com.my)

### 9. Breach of Policy

Any Employee and Business Partners found to be in violation of this Policy or have committed any non-compliance with relevant laws and regulations in relation to anti-bribery and anti-corruption in any jurisdiction, shall be subject to the actions as determined appropriate by the Company based on the severity of the offence or non-compliance.

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Any Employee who breaches this policy will face disciplinary action and could face dismissal for gross misconduct. The Group has the right to terminate a contractual relationship with an Employee and Business Partner if they breach this Policy.

In accordance with applicable laws, individuals found guilty of bribery or corruption offences may face severe penalties, including a maximum imprisonment of 20 years and a minimum fine of RM10,000 or five (5) times the value of the bribe, whichever is higher.

### **10. Record keeping**

To ensure compliance with Section 17A of the MACC Act and to demonstrate the implementation of adequate procedures, as a general rule, departments within the Group shall exercise discretion on whether to retain written or digital records of operational work documents, customer's identification documents, business correspondence, and security documents for at least 7 years after the termination and/or conclusion of the business relationship to enable the Group to comply with any requests from the relevant authorities.

In addition, the Group shall retain written or digital records evidencing that due diligence has taken place and any risk of corruption identified have been carefully considered and resolved as practicably as possible.

### **11. Compliance**

The Compliance Officer as appointed by the Board, is responsible for overseeing the due diligence process throughout the Group, and shall report to the Audit and Risk Management Committee of the Board from time to time and prepare such reports on the due diligence conducted on Business Partners, as well as the declaration by the Employees on gifts received.

The Compliance Officer is responsible for monitoring compliance with the Policy and the implementation of anti-bribery and anti-corruption measures.

### **12. Version and review of the Policy**

This policy is Version 2.0 which supersedes the previous version. The management will review and update this Policy as and when necessary, in any case, at least once every three (3) years, to reflect any changes in laws, regulations or internal company requirements. Any updates will be communicated to all Directors, Key Senior Management and Employees to ensure continued compliance and effectiveness.

### **13. Effective date**

This Policy has been adopted by the Board and shall come into force with effect from 20 June 2025.

# Anti-Bribery and Anti-Corruption Policy

## 反贿赂与反腐败政策

Appendix A

### ACCEPTANCE AND PROVISION OF GIFT, ENTERTAINMENT, HOSPITALITY AND TRAVEL DECLARATION FORM

接受与提供礼品、娱乐、招待和旅行申报表

#### INSTRUCTIONS:

- (a) Please complete the form for declaration of gifts. All declarants and gift recipients have to conduct themselves with integrity, impartiality and honesty at all times and maintain high standard of propriety and professionalism when completing this form. All defined terms shall have the same meaning provided under the Policy.
- (b) Please fill up **Section A and B** prior to providing any gifts to any third parties outside of the Well Chip Group.
- (c) Please fill up **Section A and C** upon receipt of any gifts from any third parties outside of the Well Chip Group.

#### 填写说明:

- (a) 请填写本表格以申报礼品。所有申报人和礼品接收者在填写本表格时，须始终秉持正直、公正和诚实的态度，并保持高水平的操守与专业精神。所有术语定义应与本政策中所定义的含义一致。
- (b) 若拟向大元集团以外的第三方提供任何礼品，请先填写 **A** 和 **B** 部分。
- (c) 若接收来自大元集团以外的第三方的任何礼品，请填写 **A** 和 **C** 部分。

#### SECTION A: DETAILS OF DECLARANT / RECIPIENT

A 部分：申报人 / 接收人资料

**Name of Declarant / Receiver\***

申报人 / 接收人姓名\*

\* To delete where not applicable.

\* 不适用者请删除。

**Designation**

职位

**Name of immediate superior / Designation**

直属上司姓名 / 职位

**Department / Division**

部门 / 部门组别

#### SECTION B: PROVISION OF GIFTS

B 部分：提供礼品

**Description of gift**

礼品描述

**Date of receipt of gift**

收到礼品日期

**Estimated value**

(RM)

估计价值 (马币)

**Purpose of the offer**

赠送目的

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### 反贿赂与反腐败政策

#### Appendix A

<b>Name of person and/or organisation receiving the gift</b> 接收礼品的个人和/或机构名称			
<b>Relationship with the recipient (past, present, prospect)</b> 与接收人的关系（过去、现在、潜在）			
<b>Has the Group made any offer(s) to this person / organisation previously? If yes, please provide details of the other offer(s).<sup>(2)</sup></b> 本集团之前是否曾向该个人 / 机构提供过任何礼品？如果有，请提供其他赠送详情。 <sup>(2)</sup>		YES / NO 是 / 否	
<b>Is the gift intended to return a favor or to arrange for an advantage/benefit/opportunity/approval in return, or does it involve arranging such an advantage/benefit/opportunity/approval for the Well Chip Group or any employee of Well Chip Group, after providing the gift? If yes, please provide details.<sup>(2)</sup></b> 该礼品是否用于回报某项人情，或意在换取任何形式的好处/利益/机会/批准，或在赠送礼品后为大元集团或其任何员工谋取相关的好处/利益/机会/批准？如果是，请提供详细信息。 <sup>(2)</sup>		YES / NO 是 / 否	
<b>Please declare if any of your immediate family member<sup>(1)</sup> have received or have been provided with any form of gift/entertainment/hospitality/travel from any person who has dealings with yourself or any business dealings with Well Chip Group. If yes, please provide details.<sup>(2)</sup></b> 请声明您的直系亲属是否曾从与您本人或大元集团有业务往来的人士处接受或获赠任何形式的礼品 / 娱乐 / 招待 / 旅游安排。如有，请提供详细信息。 <sup>(2)</sup>		YES / NO 是 / 否	
<b>SECTION C: RECEIVING GIFTS</b> <b>C 部分：接收礼品</b>			
<b>Description of gift</b> 礼品描述			
<b>Date of receipt of gift</b> 收到礼品的日期		<b>Estimated value (RM)</b> 估计价值（马币）	
<b>Purpose of the offer</b> 赠送目的			
<b>Name of person and/or organisation providing the Gift</b> 提供礼品的个人和/或机构名称			
<b>Relationship with the gifting party (past, present, prospect)</b> 与赠送方的关系（过去、现在、潜在）			

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### Appendix A

<p><b>Has the person / organisation made other offer(s) previously? If yes, please provide details of the other offer(s).<sup>(2)</sup></b> 该个人 / 机构之前是否曾提供过其他礼品? 如果有, 请提供相关详情。<sup>(2)</sup></p>	<p>YES / NO 是 / 否</p>
<p><b>Are you required to return a favor or to arrange for an advantage/benefit/opportunity/approval in return, or does it involve arranging such an advantage/benefit/opportunity/approval from Well Chip Group or any employee of Well Chip Group, after receiving the gift? If yes, please provide details.<sup>(2)</sup></b> 您是否需因此礼品而回报人情, 或需安排任何形式的好处 / 利益 / 机会 / 批准, 或在接收礼品后, 为赠送方安排由大元集团或其任何员工提供的相关好处 / 利益 / 机会 / 批准? 如果是, 请提供详细信息。<sup>(2)</sup></p>	<p>YES / NO 是 / 否</p>
<p><b>Please declare if any of your immediate family member<sup>(1)</sup> have received or have been provided with any form of gift/entertainment/hospitality/travel from any person who has dealings with yourself or any business dealings with Well Chip Group. If yes, please provide details.<sup>(2)</sup></b> 请声明您的直系亲属是否曾从与您本人或与大元集团有业务往来的人士处接受或获赠任何形式的礼品 / 娱乐 / 招待 / 旅游安排. 如有, 请提供详细信息。<sup>(2)</sup></p>	<p>YES / NO 是 / 否</p>

#### Notes:

##### 备注:

- (1) “**family member**” in relation to a person, means such person who falls within any one of the following categories:
- (a) Spouse.
  - (b) Parent,
  - (c) Child, including adopted child and step-child.
  - (d) Brother or sister, including adopted brother or sister and step-brother or sister.
  - (e) Spouse of the person referred to paragraphs (c) and (d) above.

- (2) To delete whichever is not applicable.

- (1) “**家庭成员**” 就某人而言, 指符合下列任何一项类别的人士:

- (a) 配偶;
- (b) 父母;
- (c) 子女, 包括养子女及继子女;
- (d) 兄弟姐妹, 包括养兄弟姐妹及继兄弟姐妹;
- (e) 上述第(c)及(d)项所指人士的配偶.

- (2) 不适用者请删除.

## Anti-Bribery and Anti-Corruption Policy 反贿赂与反腐败政策

### Appendix A

Save as disclosed above, I have not received any other gifts / entertainment / hospitality or travel or related offers from any person who has dealings with myself or business dealings with the Well Chip Group.

除上述所披露内容外，我并未从任何与本人或与大元集团有业务往来的人士处收到其他礼品 / 娱乐 / 招待 / 旅游或相关馈赠。

**Signature of the Employee** :  
员工签名

**Name** : \_\_\_\_\_  
姓名  
**Date** : \_\_\_\_\_  
日期

**Signature of the Compliance Officer / Immediate Superior** :  
合规主管 / 直属上司签名

**Name** : \_\_\_\_\_  
姓名  
**Date** : \_\_\_\_\_  
日期

Decision on treatment of the gifts / entertainment / hospitality or travel or related offers received 对所收到的礼品 / 娱乐 / 招待 / 旅游或相关馈赠的处理决定	
Donation to charity 捐赠给慈善机构	
Internal cross-departmental lucky draw for employees 内部跨部门员工抽奖活动	
Hold for departmental display 用于部门展示	
Permit to be retained by employee 允许员工自行保留	

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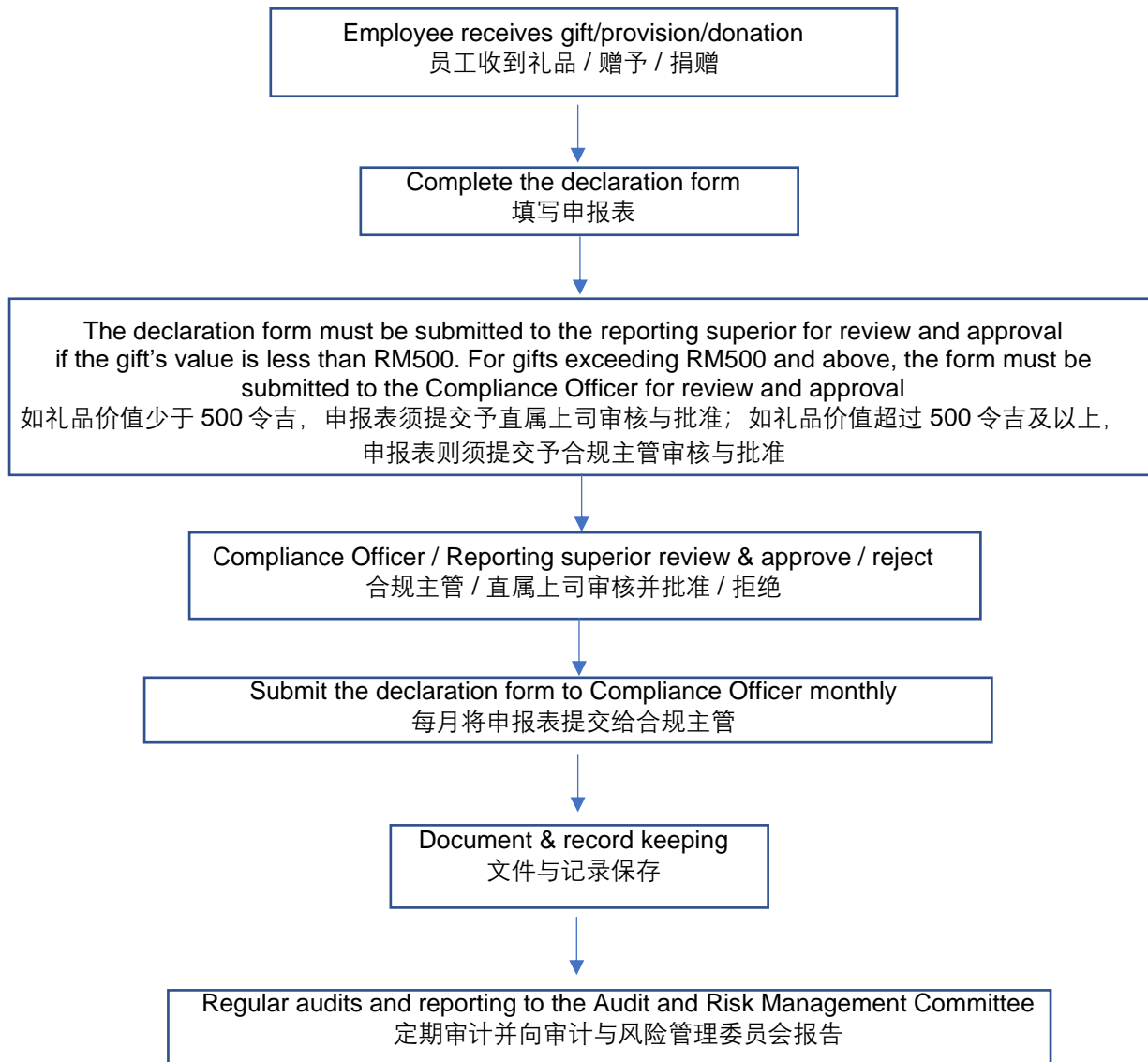
本表格的英文版本与中文版本如有任何不一致或歧义，概以英文版本为准。

## Anti-Bribery and Anti-Corruption Policy 反贿赂与反腐败政策

### Appendix B

#### ACCEPTANCE AND PROVISION OF GIFT, ENTERTAINMENT, HOSPITALITY AND TRAVEL PROCEDURES

接受与提供礼品、娱乐、招待与差旅管理程序



## Anti-Bribery and Anti-Corruption Policy 反贿赂与反腐败政策

### Appendix C

#### Due diligence Checklist in respect of Third Parties 第三方尽职调查清单

To mark YES or NO on the Due Diligence Checklist below. If you have answered YES to any of the statements below, you must be satisfied that the relevant information/explanation/justification available/ documented on your engagement with the third parties.

请在以下尽职调查清单中标记“是”或“否”。如果您对以下任何陈述的回答为“是”，则您必须确保在与第三方的合作中提供/记录相关信息/解释/理由。

No. 编号	Due Diligence Checklist 尽职调查清单	Yes 是	No 否
<b>Name of Third Party:</b> 第三方名称:			
<b>Relationship with the Third Party:</b> 与第三方的关系:			
1.	There are concerns or evidence of corruption (convictions) in respect of the third party 有关该第三方存在贪污问题或相关定罪的疑虑或证据		
2.	There are allegations of corruption activities against the third party or any of its employees 该第三方或其任何员工被指控涉及贪污活动		
3.	The third party does not have its own anti-corruption/code of conduct/anti-fraud/compliance programme 该第三方没有其自身的反贪污政策 / 行为守则 / 反欺诈或合规计划		
4.	The third party does not have its own due diligence procedure in place for the sourcing of customers and procurement of vendors or subcontractors 该第三方在客户开发及供应商或分包商采购方面，未设有自身的尽职调查程序		
5.	The value of the contract secured by the third party is proportionate to the services/products provided 该第三方所获得合约的价值与其所提供的服务 / 产品相称		
6.	The third party is not charging a fair market price for their services (a company paying bribes may often charge more for its services in order to create a slush fund to pay bribes) 该第三方未就其服务收取公平的市场价格 (支付贿赂的公司通常会提高服务费用，以设立用于行贿的小金库)		
7.	The third party is being associated with disreputable suppliers/subcontractors etc 该第三方与声誉不佳的供应商 / 分包商等有关联		

## Anti-Bribery and Anti-Corruption Policy

### 反贿赂与反腐败政策

#### Appendix C

8.	Where the third party is a public official: 若该第三方为政府官员:		
	(i) The third party has political affiliations or their relatives are involved in the organisation; 该第三方具有政治背景或其亲属参与该组织;		
	(ii) The contribution is made on behalf of a public official; 该捐赠是代表某位政府官员作出的;		
	(iii) There is a risk which the Group may be perceived as having an improper advantage; 存在集团可能被视为获得不正当利益的风险;		
	(iv) The third party is based in a high-risk country, the request comes from a high-risk country. <sup>(1)</sup> 该第三方位于高风险国家, 或相关请求来自高风险国家. <sup>(1)</sup>		

\*Notes: (1) *Transparency International's Annual Corruption Perception Index scores countries on a score of zero to 100, with zero indicating high levels of corruption and 100 indicating low levels of corruption. "High-risk countries" shall refer any country that scores below 50 on the Index.*

\*备注:

(1) 透明国际每年发布的《腐败感知指数》根据 0 至 100 的分数对各国进行评分, 其中 0 表示腐败程度高, 100 表示腐败程度低. "高风险国家"指在该指数中得分低于 50 的任何国家.

Signature :

签名

Name of Employee : \_\_\_\_\_

员工姓名

Designation :

职位

Date :

日期

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## Anti-Bribery and Anti-Corruption Policy 反贿赂与反腐败政策

### Appendix D

#### Notice to all Third Parties 致所有第三方的通知

1. The following anti-corruption and anti-bribery notice is addressed to all contractor/ vendor/ supplier/ solicitors/advisers/agents/consultants/joint venture partners/introducers/government intermediaries (**"Business Partner"**) of Well Chip Group Berhad (**"Well Chip"**) and its subsidiaries (the **"Group"**).  
以下反贪污与反贿赂通知适用于大元集团有限公司（“大元”）及其子公司（统称“本集团”）的所有承包商 / 供应商 / 供货商 / 律师 / 顾问 / 代理人 / 咨询公司 / 合资伙伴 / 介绍人 / 政府中介（统称为“业务合作伙伴”）。
2. By entering into a contract of service or purchase or supply or any type of agreement with the Group, you acknowledge that you have been notified of and the need for compliance with Well Chip's Standards of Business Conduct, Anti-Bribery and Anti-Corruption Policy (**"ABAC Policy"**) and its relevant procedures, as well as its Whistleblowing Policy.  
一旦与本集团签订服务、采购、供应或任何形式的协议，即表示您已知悉并确认需遵守大元的《商业行为准则》、《反贿赂与反贪污政策》（“反贿赂与反贪污政策”）及相关程序，以及《举报政策》。
3. As a Business Partner to the Group, you are committed to the following anti-corruption principles under the Group's ABAC Policy:  
作为本集团的业务合作伙伴，您承诺遵守本集团《反贿赂与反贪污政策》（反贿赂与反贪污政策）下列反贪污原则：
  - (A) Committing to the values of integrity, transparency, accountability and good corporate governance.  
坚守诚信、透明、问责及良好企业治理的价值观。
  - (B) Prevention against corruption and rejection of any form of corruptive practices.  
防范腐败行为，拒绝任何形式的贪污行为。
  - (C) Compliance with the law and support for anti-corruption initiatives led by the government and the authorities.  
遵守法律，并支持由政府及相关当局主导的反贪倡议。
4. By accepting or entering into any contract with the Group and being a Business Partner with the Group, you commit to declare to the Group in relation to any past convictions of, or investigations, inquiry or any enforcement proceeding by the relevant authorities for any actual or suspected breach in relation to anti-bribery or anti-corruption regulations, and to report any actual or suspected breach as soon as it is reasonably practicable to the Group (where permitted under the law).  
一旦接受或与本集团签订任何合约，并成为本集团的业务合作伙伴，您即承诺向本集团申报任何曾因违反或涉嫌违反反贿赂或反贪污法规而被有关当局定罪、调查、询问或采取执法行动的情况，并在符合法律规定的前提下，于合理可行的时间内向本集团报告任何实际或疑似的违规行为。
5. By signing off this notice, the Business Partner undertakes to promptly inform Well Chip of any breach and/ or alleged/ suspected breach of the requirements and cooperate with Well Chip in any investigation of such breach involving Well Chip's Employees.  
通过签署本通知，业务合作伙伴承诺如实并及时通知大元任何违反及/或涉嫌违反相关要求的行为，并在涉及大元员工的任何违规调查中与大元积极配合。
6. The Business Partner acknowledges that the provisions set out in this notice shall form part of the terms and conditions of our appointment and/ or contract.  
业务合作伙伴承认，本通知中所列条款将构成本公司委任及/或合约条款与条件的一部分。

## Anti-Bribery and Anti-Corruption Policy

### 反贿赂与反腐败政策

#### Appendix D

7. The Business Partner further acknowledges that Well Chip has the right to suspend or terminate the contract/agreement/ job with you and disqualify you from tendering for future contracts/ jobs if you were found to have breached the requirements or any other terms and conditions implemented by Well Chip pursuant to the contract/ agreement/ job.

业务合作伙伴亦承认，若被发现违反本通知中的相关要求或大元根据合约 / 协议 / 工作所实施的任何其他条款与条件，大元有权暂停或终止与您的合约 / 协议 / 工作，并取消您参与未来合约 / 工作投标的资格。

Signature of Business Partners' Authorised Person

业务合作伙伴授权代表签名

:

Name of Business Partners' Authorised Person

业务合作伙伴授权代表姓名

:

Name and Registration No. of Business Partner

业务合作伙伴名称及注册编号

:

Date

日期

:

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