
RECOGINE TECHNOLOGY

SDN BHD

ANTI-BRIBERY ANTI-CORRUPTION POLICY

RECOGINE TECHNOLOGY SDN BHD

Registration No. 200501023224

Terms of Reference of Anti-Bribery & Anti-Corruption Policy

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1. Introduction

- 1.1 Recogine Technology Sdn. Bhd. (“RECG”) observes and upholds a zero-tolerance position on bribery and corruption, and is committed to implement guidelines and enforcing systems to ensure that bribery and corruption are prevented and avoided at all levels of RECG’s daily operations. This position is to reflect our core values of integrity and ethics where we practice transparency and governance in our business dealings and relationships with third parties and acting with professionalism and sound business management.
- 1.2 This Anti-Bribery and Anti-Corruption Policy exists to set out the responsibilities of RECG and those who have business dealings/relationships with RECG in observing and upholding our zero-tolerance policy on corruption and bribery.
- 1.3 It acts as a source of information and guidance for all third parties and is intended to help them recognize and deal with bribery and corruption issues, as well as understand their responsibilities in this context.

2. Scope

RECG’s Anti-Bribery and Anti-Corruption Policy is applicable at all times to RECG employees and all Third Parties as defined in item 3 in Clause 3 (Definitions) below and also in dealings with government officials and/or other representatives (“Third Parties”) acting on behalf of the entity under a contract for service or is engaged by RECG for any business-related activity, whether formally and informally.

3. Definition

- A. “**Bribery**” means bribe or corruption that occurs when one person gives, offers, pays, seeks or accepts a payment, gift, favour or a financial or other advantage from another to influence a business outcome improperly, to induce or reward improper conduct or to gain any commercial, contractual, regulatory or personal advantage. It can be direct or indirect form of bribery through Third Parties.
- B. “**Donation**” means a voluntary contribution in the form of monetary or non-monetary gifts to a fund or cause for which no return service or payment is expected or made. Contributions to industry associations or fees for memberships in organizations that serve business interests are not necessarily considered Donations.
- C. “**Third Parties**” means and includes any individual or organization performing work or services for or on behalf of RECG, who (including but is not limited to) our suppliers, consultants, vendors, service providers, contractors, sub-contractors, real estate agents, external lawyers/solicitors, trainees, seconded staff from external parties, interns, agents, sponsors, business partners or any other person associated with us, or any of our subsidiaries or joint ventures or their employees, wherever they are located.
- D. “**Sponsorship**” means partnering with external organizations to deliver mutual benefits through an exchange of monies, products, services, content or other intellectual property.

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- E. **“Facilitation Payments”** means a form of Bribery in which payments of “anything of value” are made with the purpose of expediting or facilitating the performance by a Public Official or a person with a certifying function of a routine governmental action to obtain or retain business or any other undue advantage. Facilitation payments are typically demanded by low level and low income Public Officials in exchange for providing services to which one is legally entitled without such payments.
- F. **“Gifts, Invitations & Hospitality”** means invitations that are given or received in relation to social functions, sporting events, meals and entertainment, gifts or customary tokens of appreciation.
- G. **“Kickback”** means a bribe to obtain an undue advantage, where a portion of the undue advantage is 'kicked backed' to the person who gave, or is supposed to give, the undue advantage.
- H. **“Public Official”** means officials or employees of any government or other public body, agency or legal entity, at any level, including officers or employees of state-owned enterprises and officers or employees of enterprises which are mandated by a public body or a state-owned enterprise to administrate public functions.

4. Responsibilities

- 4.1 All business associates and third parties doing business with RECG are required to adhere to this Anti-Bribery and Anti-Corruption Policy in line with the Malaysian Code of Corporate guidelines.

5. Policy

- 5.1 All Third Parties must be made aware of and agree to comply with the Anti-Corruption laws and this Anti-Bribery and Anti-Corruption Policy. They shall sign the Integrity Declaration Form to confirm their acceptance and agreement to the Anti-Bribery and Anti-Corruption Policy.

6. Facilitation Payment and Kickbacks

- 6.1 RECG prohibits the giving of Facilitation Payments. We do not make, and will not accept Facilitation Payments or Kickbacks of any kind anywhere in the world.
- 6.2 Where the Facilitation Payment is being extorted or the Third Party is being coerced to pay it, it must be reported to RECG as soon as possible.
- 6.3 Any Third Party with any suspicion, concern or query regarding a Facilitation Payment made on RECG’s behalf or involve improper business practices, shall immediately report the matter to RECG using the channel prescribed in Clause 8 below.

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7. Entertainment and Corporate Hospitality

- 7.1 Employees and directors of RECG are strictly prohibited from providing or offering to provide entertainment and corporate hospitality with a view to improperly cause undue influence on any party in exchange for some future benefit or result for RECG or himself.
- 7.2 However, RECG recognizes that providing modest entertainment and corporate hospitality and occasional acceptance of a reasonable and modest level of entertainment and corporate hospitality provided by business associates in the normal course of business is a legitimate way to network and build good business relationships.
- 7.3 As such, eligible employees are required to maintain expenses within the limits of his/her entitlement, when carrying out entertainment activities.
- 7.4 Prior to providing such entertainment (especially entertainment for Government Officials), approval must be sought from the respective Head of Department. If prior approval is not possible, the said personnel must thereafter inform and record the giving of such entertainment. All expenses incurred to provide entertainment and corporate hospitality must be properly documented through the claims process, receipted and maintained in RECG's records.
- 7.5 While providing corporate hospitality, employees must exercise proper care to protect RECG's reputation against any allegations of impropriety or the perception of bribery & corruption especially when the arrangements could influence or be perceived to influence the outcome of a business decision and are not reasonable and bona fide expenditures.
- 7.6 Employees must ensure that corporate hospitality accepted from a business associate is legitimate, modest and not lavish, excessive or extraordinary in nature.

8. Reporting on Concern

- 8.1 Any party who encounters actual or suspected violation of this Anti-Bribery and Anti-Corruption Policy is required to report their concerns using the channel below:

Email Hotline:	integrity@recogine.com
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- 8.2 RECG encourages employees to report any violation of this Policy, concerns of malpractice and/or criminal offence (including bribery and corruption related activities) through independent and neutral channels without fear of recrimination. The identity of the employee and the content of such report will be held in confidence. Employees may opt to make such reports anonymously.

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9. Protection

Third Parties who refuse to take part in bribery, or report in good faith under this Policy their suspicion that an actual or potential bribery or other corruption offence has taken place or may take place in the future will be protected from detrimental treatment (Detrimental treatment includes cancellation of the contract awarded by RECG) and retaliation.

10. APPENDIX

The following Appendix will be published in the Company's website for public information:

- (i) Appendix 1: RECG third party declaration form-Rev0
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