

#### 4. ANTI-BRIBERY AND ANTI-CORRUPTION POLICY (“ABAC POLICY”)

Syspex believe in conducting its business in legal, honest and ethical manner and practice zero tolerance on bribery and corruption practices. As such, Syspex take reasonable and appropriate measures such as implementation of this Policy to ensure that our people and businesses do not participate in corrupt activities for its advantage or benefit.

##### 4.1 Definition

“**Bribery and Corruption**” referred herein this Policy shall means any action which would be considered as an offence of giving, promises, offers, solicits, receiving or agrees to receive for himself or for any other person any ‘gratification’.

“**Business Associate(s)**” means an external party with whom Syspex 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;

“**Donation and Sponsorship**” means charitable contributions and sponsorship payments made to support the community. Examples include sponsorship of educational events, supporting NGOs, and other social causes;

“**Facilitation payment**” A payment or other provision made personally to an individual in control of a process or decision. It is given to secure or expedite a routine or administrative duty or function;

“**Gratification**” is defined 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 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; 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).

“**HOD**” means Head of department;

“**Hospitality**” means the considerate care of guests, which may include refreshments, accommodation and entertainment at a restaurant, hotel, club, resort, convention, concert, sporting event or other venue such as Company offices, with or without the personal presence of the host. Provision of travel may also be included, as may other services such as provision of guides, attendants and escorts; use of facilities such as a spa, golf course or ski resort with equipment included;



“**Officer(s)**” means the all employees including directors of Syspex;

## 4.2 “No Gift” Policy

4.2.1 We adopt a “No Gift” policy. This means that Officers, including their family members (whether in the company or outside of the company) are prohibited from directly or indirectly, giving and receiving gifts subject to certain limited exceptions as outlined under Clause 6.3 below.

4.2.2 It is the responsibility of the Officers to inform all the Business Associates involved in any business dealings with the Company that the Company practices a “No Gift Policy” and to request the for the Business Associate’s understanding for and adherence with this policy.

4.2.3 However, under very limited circumstances, the Company may allow Officer to give and /or accept normal and appropriate gift as long as the giving or receiving of gifts meets the following requirements:

- (i) It is not made with the intention of influencing the party of whom it is being given, to obtain or reward th`e retention of a business or a business advantage, or as an explicit or implicit exchange for favors or benefits;
- (ii) It is in compliance with local law;
- (iii) The gift is exchanged at a company-to-company level (e.g. for official events or launches);
- (iv) The gift is a token of appreciation at an official function, festivities, corporate social responsibility program or public event (e.g. door gifts at conferences, open house).

4.2.4 Upon acceptance of any gift pursuant to clause 4.2.3, the Officer shall either:

- (i) donate the gift to charity; or
- (ii) hold it for departmental display; or
- (iii) share the gift with other employees in the department; or
- (iv) however the HOD deem fit.

4.2.5 Officer shall obtain written approval from the Managing Director or HOD before proceed to purchase any gift. Should no approval be obtained for purchasing of such gift, the Company shall have the right not to reimburse the Officer for the purchased of the gift.

## 4.3 Hospitality and Entertainment

4.3.1 Syspex recognises that providing corporate hospitality to all stakeholders be it through corporate events, sporting events or other public events, is a legitimate way to build network and goodwill in business relationships.

4.3.2 As a general principle, Syspex strictly prohibits officers from offering and/or accepting hospitality or entertainment that is excessive, inappropriate, illegal or given in response to, in anticipation of, or to influence a favorable business decision, particularly from parties engaged in a tender or competitive bidding exercise (for e.g. contractors, vendors, suppliers etc.).

4.3.3 Under limited circumstances, Syspex allows employees to accept and/or offer certain hospitality subject to the following conditions:-

- (i) Hospitality is not extravagant and excessive in accordance with local norm;
- (ii) commensurate with the recipient’s official capacity and not provided in his/her personal capacity; and
- (iii) intention to offer and/or provide the corporate hospitality is done with good and legal intentions not with the purpose of influencing business decision of the parties.



4.3.4 All expenses incurred to provide hospitality must be properly kept, documented and recorded for audit purposes. Management has the right to reject any expenses incurred for any hospitality should the Officer fails to provide sufficient documentations.

4.3.5 If officers have any doubts on the appropriateness of a corporate hospitality and entertainment offered by an external party, they should either decline the offer or consult with the HOD first (subsequently to seek Managing Director's approval at the advice of HOD, if deemed necessary).

#### **4.4 Facilitation Payment**

4.4.1 Offering, promising, requesting, paying facilitation payments is strictly prohibited. The facilitation payments need not involve cash or other asset, it can be any sort of advantage to influence them in their duties.

4.4.2 Officer must identify the difference between a legitimate request for payment in exchange for a service, and an illegal request for a bribe. If anyone face this problem, they must ask these questions:

- (i) Whether they are able to obtain an official receipt for the payment?
- (ii) Whether they are being pressured to make the payment?

If Officer is unable to obtain an official receipt, or feel pressured into making a payment, the requestor may be asking the Employee for a facilitation payment.

4.4.3 Therefore, any request for Facilitation Payment, Officer is expected to notify their HOD or Managing Director when encountered with any requests for a facilitation payment and if possible, official report to be made to the relevant authorities on any such request.

#### **4.5 Donation, Sponsorships and Political Contributions**

4.5.1 Donations and Sponsorship in the form of charity may be permissible depending on the circumstances but should be made directly to an official entity and be able to be disclosed publicly when required to.

4.5.2 Officers must ensure that all Donation and Sponsorship are not used as a subterfuge for bribery or used to circumvent or avoid any of the provisions of this policy.

4.5.3 Officers are prohibited from seeking for Donation and Sponsorship unless with the written approval of the Managing Director.

4.5.4 Giving of Donations and Sponsorships above Singapore Dollar Two Thousand (SGD2,000) at one lump sum shall require the officers to obtain prior written approval of the Managing Director. Failing which, the Company will not reimburse the Officer for any contributions made by the Officer.

4.5.5 In respect of political contributions and funds, no Officer is allowed to make a contribution to a political party or candidate on behalf of Syspex, or use Syspex funds for a donation or contribution to a political party or individual political campaign.

4.5.6 Notwithstanding section 4.5.5, should Syspex wish to make political contribution to any political party, written approval from the Managing Director is required before such contribution can be made.

4.5.7 It is also prohibited for Syspex to make payments, whether in cash or in-kind, to political parties, party officials or political candidates for the purpose of obtaining, retaining, or directing business to Syspex. In-kind contributions include participation in political campaigns during paid working hours and use of administrative support, company facilities, equipment, and supplies.



## 4.6 Dealing with Third Parties

- 4.6.1 We are committed to conducting our business in a fair and transparent and ethical manner. While dealing with our Business Associates or any third parties, it must be carried out in compliance with all relevant laws and consistent with the core values and principles of Syspex.
- 4.6.2 We expect that all third parties acting for or on its behalf to share Syspex 's values and ethical standards as their actions can implicate Syspex legally and tarnish the Company's reputation. Therefore, before we enter any business dealing with our Business Associates or engage any third parties, we are obligated to conduct risk assessment and due diligence to ensure that we are dealing with counterparties that subscribe to acceptable standard of integrity in the conduct of their business.
- 4.6.3 If at any point during the due diligence exercise or in the dealings with any Business Associates or third party, there are conflicts of interest or "red flags" are raised, these warrant further investigation and must be sufficiently addressed before the engagement of the Business Associates or third party can progress. Examples of red flags to look out for are as follows:
- (i) The transaction involves a country known for a high incidence of corrupt practices;
  - (ii) Family, business or other "special" ties with government or public officials;
  - (iii) A reference check reveals a flawed background or a reputation for getting "things done" regardless of the circumstances or suggests that for a certain amount of money, he can fix the problem;
  - (iv) Objection to anti-bribery representations and warranties in commercial agreements or negative response when told of such requirements;
  - (v) Convoluted payment arrangements such as payment in cash, payment to a third party or to accounts in other countries or requests for upfront payment for expenses or other fees;
  - (vi) The third party requires that his/her identity not be disclosed as part of the business transaction;
  - (vii) Inadequate credentials for the nature of the engagement or lack of an office or an established place of business.
- 4.6.4 Based on due diligence results, we may either decline, suspend or terminate relationships the Business Associates or any other parties engaging with us to protect our Company from any legal, financial and reputation risk. The due diligence process should be aimed at obtaining sufficient information in order to assess if there are bribery risks posed by these parties.

## 4.7 Compliance and Training

- 4.7.1 Syspex and all its Employees are committed to conducting its business ethically and in compliance with all applicable local laws and regulations in all countries of operation in relation to any anti-bribery and anti-corruption practices.
- 4.7.2 Organizations are mandated to establish and maintain accurate books and records as well as adequate measures to prevent corrupt practices. In cases of conflict between mandatory law and the principles contained in this Policy, the law shall prevail.
- 4.7.3 All existing or new employees will be briefed about this Policy as part of their welcome orientation and shall sign the Anti-Bribery and Anti-Corruption Declaration that they have read, understood and will abide by this Policy. A refresher training of this Policy may be conducted as and when required. A copy of this declaration shall be documented and retained by the Human Resource Department for the duration of the personnel's employment.



## 5.0 BREACH OF ABAC POLICY

Failure by the Employee to comply with the ABAC Policy is viewed as a serious matter that can lead to disciplinary action, up to and including suspension pending investigation, termination of employment or dismissal, as well as any criminal or civil penalties that could be imposed by law enforcement agencies. Such disciplinary action may also be taken against supervisors or any other Employees who condone, permit or have knowledge of improper conduct.

Syspex encourages openness and transparency in its commitment to the highest standard of integrity and accountability. Officer is encouraged to report any breach or violation to his or her HOD or use the channels as set out in the Whistleblowing Policy without the fear of retaliation to report breach or violation as aforesaid which may have occurred or may about to occur.

Version	Approval Date
1.0	31 May 2022

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### DECLARATION BY EMPLOYEE

I, \_\_\_\_\_ (NRIC No. \_\_\_\_\_) have read and understood the Company's Anti-Bribery and Anti-Corruption Policy ("ABAC Policy"). I hereby declare that I understand the ABAC Policy. I undertake to adhere and fully comply with the Company's ABAC Policy.

I acknowledge and accept that failure to abide by the ABAC Policy will lead to disciplinary, civil or criminal action being taken against me.

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Name:

Date: