

ANTI-BRIBERY & ANTI-CORRUPTION

1. POLICY STATEMENT

Opus Asset Management Sdn Bhd and its subsidiary (“OpusAM” or “Company”) is committed to act professionally and with integrity in all of its business dealings and adopts a **zero-tolerance** approach against all forms of bribery and corruption and takes a strong stance against such acts. OpusAM upholds the highest standard of professional integrity and ethical conduct required of every OpusAM’s directors, investment committee members, employees, business partners, service provider and other related parties who perform services for and on behalf of OpusAM.

This Anti-Bribery and Anti-Corruption Policy (“this Policy”) sets OpusAM’s position and to provide guidance to our directors, investment committee members, employees, third parties such as business partners, service providers, vendors and suppliers (collectively, “Associated Person”) who perform services for and on behalf of OpusAM on how to minimise corruption risk and avoid potential bribery and corrupt activities and issues that may arise in the course of OpusAM’s daily business operations.

In line with the requirements of subsection 17A(5) of the Malaysian Anti-Corruption Commission (Amendment) Act 2018 (“MACC Act 2018”), OpusAM is adopting five (5) main “T.R.U.S.T” principles as defence mechanism against corporate liability, namely:

“T”	Top Level Management - The Directors and the Management will ensure the highest level of integrity and ethics is practiced within OpusAM.
“R”	Risk Assessment - A comprehensive risk assessment will be carried out on periodic basis. -
“U”	Undertake Control Measures - Establishment of policies and procedures on: <ul style="list-style-type: none"> ▪ general anti-bribery and corruption policy or statement ▪ conflicts of interest ▪ gifts, entertainment, hospitality and travel ▪ donations and sponsorships, including political donations ▪ facilitation payments

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	<ul style="list-style-type: none"> ▪ financial controls, such as separation of duties and approving powers or multiple signatories for transactions ▪ non-financial controls, such as a separation of duties and approving powers or a pre-tendering process ▪ managing and improving upon any inadequacies in the anti-corruption monitoring framework ▪ record keeping for managing documentation to the adequate procedures
“U”	Undertake Control Measures - Establishment of policies and procedures on: <ul style="list-style-type: none"> ▪ general anti-bribery and corruption policy or statement ▪ conflicts of interest ▪ gifts, entertainment, hospitality and travel ▪ donations and sponsorships, including political donations ▪ facilitation payments ▪ financial controls, such as separation of duties and approving powers or multiple signatories for transactions ▪ non-financial controls, such as a separation of duties and approving powers or a pre-tendering process ▪ managing and improving upon any inadequacies in the anti-corruption monitoring framework ▪ record keeping for managing documentation to the adequate procedures
“S”	Systematic Review, Monitoring and Enforcement - Appointing an external auditor to assess the Company is operating in compliance with its policies and procedures in relation to anti-bribery and anti-corruption. This is to provide assurance to stakeholders.
“T”	Training and Communication - Adequate training be provided to employees for thorough understanding of OpusAM’s anti-bribery and anti-corruption position.

2. DEFINITIONS

Terms	Definitions
Bribery	Bribery is the most common form of corruption and can be described as intentional inducement or reward offered, promised or provided in order to gain any commercial, contractual regulatory or personal advantage. Bribery may be 'outbound', where someone acting on behalf of the Company attempts to influence the actions as someone external, such as a government official or client decision-maker. Bribery may also be 'inbound' where an external party is attempting to influence someone within the Company such as a senior decision-maker or someone with access to confidential information.
Gratification	The Malaysian Anti-Corruption Commission Act 2009 defines 'gratification' as:- (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).
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3. CONFLICT OF INTEREST

Conflict of interest may arise in situations where there is a personal interest that might be considered to have potential interference with that person's objectivity when performing duties or exercising judgement for and on behalf of the Company.

It is OpusAM's and all of the Associated Person's responsibility that any ethical, legal, financial or other conflict of interest to be avoided and that such conflict of interests do not conflict with the obligations of OpusAM.

OpusAM requires all Associated Person to:

- a) Avoid any situation or position that compromises or may compromise their professional judgement or ability to act in the best interest of OpusAM; and
- b) Identify and disclose any conflict of interest or potential conflict of interest.

4. GIFT, HOSPITALITY AND ENTERTAINMENT

As the general rule, all employees of OpusAM are prohibited from either directly or indirectly accepting or receiving, or participating in any arrangement leading to gifts, personal gifts, hospitality and/or entertainment to the employee, relatives, or friends or any business and third party in which any of them have a substantial interest, in consideration of past, present or prospective business conducted with OpusAM. To avoid even the suggestion of any undue influence or perception of conflict of interest, all employees of OpusAM must decline any gifts and hospitality that would raise even the slightest doubt of improper influence including duties owed to the clients.

There are some exceptions to the general rule such as:-

- a) Moderate and reasonable in value;
- b) Transparent in nature;

- c) Entertainment at lunch, dinner, or business meetings where the cost would be properly chargeable as a business expense;
- d) Unsolicited advertising or promotional material (such as pens, calendars, etc.); and
- e) Seminar or conferences arranged or conducted by other companies or organizations which are also attended by other employees or other companies or organizations.

The exceptions mentioned above are still subject to compliance with OpusAM's internal policy on gift, hospitality and entertainment which includes such as situations that would require disclosures, maximum limit on the amount and approvals to be obtained from the relevant approving authority in OpusAM.

All employees are prohibited from paying for non-business travel and hospitality for any public officials.

OpusAM recognises that providing modest gift, hospitality and entertainment as a general common practice for companies to build business relationships within the business environment. Therefore, Associated Person should always be mindful that the act of giving or receiving gifts, hospitality and entertainment must not carry any intention or obligation or expectation of favours.

5. CORPORATE SOCIAL RESPONSIBILITY, DONATION AND SPONSORSHIP

Prior approval by the approving authority of OpusAM must be obtained for all Corporate Social Responsibility ("CSR"), donations and sponsorships. All CSR, donations and sponsorships requests must be conducted with proper due diligence process to ascertain the benefits reach the intended recipients whilst the programmes meet the intended objectives.

All CSR, donations and sponsorships requests must be properly examined for legitimacy and must not be made to improperly influence a business outcome.

No CSR, donations and sponsorships shall be made to any beneficiary who is controlled or influenced by any political party or political officials. OpusAM does not make or offer any monetary or in-kind political contributions to any political parties, political party officials or candidates for political office.

6. DEALING WITH THIRD PARTIES

As OpusAM could be liable for the act of people that act on its behalf, OpusAM expects all third parties including business partners, service providers, vendors and suppliers acting for or on its behalf to share the Company's core values and ethical standards as OpusAM is committed to promote compliance with effective anti-bribery and anti-corruption policies by all third parties acting for or on behalf of OpusAM.

Prior to any dealings or engagement with third parties including business partners, service providers, vendors and suppliers, appropriate due diligence process must be carried to ascertain that such third parties are not likely to commit an act of bribery or corrupt in the course of their dealings or engagement with OpusAM.

The due diligence process should be aimed at obtaining sufficient information in order to assess if there is any potential bribery or corruption risks posed by the third parties and/or business partners.

7. FACILITATION PAYMENT

Facilitation payments are payments made for certain government services or to accelerate certain government processes that is otherwise legally entitled by the person without making payments.

OpusAM strictly prohibits all facilitation payments. Employees of OpusAM are required to avoid any activity that might lead to any facilitation payments being made or accepted.

8. COMPLIANCE WITH THIS POLICY

Each of us has an obligation to act with integrity and to ensure that we understand and comply with this Policy. All employees must read, understand and comply with this Policy and with any training or other anti-bribery and anti-corruption information provided.

All employees are equally responsible for the prevention, detection and reporting of any forms of bribery and corruption.

Anyone who may have knowledge or information or there are reasonable grounds and genuine reason to suspect that there is any violation of this Policy that has taken place may refer to the Whistleblower Policy to make a disclosure of such violation.

Employees should first seek advice from their respective head of departments or OpusAM’s Compliance and Legal Department for any concerns, doubts or questions.

9. WHISTLEBLOWER POLICY

In order to achieve a corruption free environment, OpusAM encourages its employees and Associated Person to report any misconduct which includes any fraudulent, unlawful civil or criminal offences, acts of dishonesty, corruption, abuse of power or authority for personal or OpusAM’s financial gain or for any unauthorised or ulterior purpose and/or omission of OpusAM or its employees in breach of any laws, guidelines and policies which is in force.

Any complaints or disclosure of wrong doing can be communicated via email to wb@opusasset.com.

10. TRAINING AND COMMUNICATION

To uphold integrity and combating internal fraud and corruption in OpusAM, training and communication including briefing sessions to new on-boarding employees, are conducted to ensure such internal policy including but not limited to OpusAM’s core values, compliance core principles and this Policy is communicated and comply accordingly.
