

**HARPS GLOBAL PTE. LTD.**

**ANTI-BRIBERY AND CORRUPTION POLICIES AND PROCEDURES (WEBSITE  
VERSION)**



**HARPS**  
G L O B A L

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## **ANTI-BRIBERY AND CORRUPTION POLICIES AND PROCEDURES (WEBSITE VERSION)**

### **PREAMBLE**

#### **Policy Statement**

HARPS GLOBAL PTE. LTD. and its affiliates (“HARPS Global”) are committed to conduct its businesses and operations in an ethical, honourable and upright manner, and in compliance with applicable laws and regulatory requirements with regard to anti-bribery and anti-corruption. In so doing, HARPS Global has adopted this Anti-Bribery and Corruption Policies and Procedures (“this ABC Policy”) which is aimed to apply universally to the directors, group executive committee members, employees and stakeholders of HARPS Global (collectively referred to as “Employees” hereon).

For avoidance of doubt, this ABC Policy is reviewed by group executive committee members on periodic basis in consultation with Human Resource Department and Group Legal Representative (where necessary).

HARPS Global has adopted a zero-tolerance approach towards all forms of bribery and corruption and have committed to implement and enforce effective systems to combat bribery and corruption through an effective and viable framework in accordance with the pre-requisite anti-bribery and anti-corruption laws and standards.

#### **Introduction**

This ABC is guided by the following legislations and requirements that advocate anti-bribery and anti-corruption principles and standards in HARPS Global’s business management and approach:

- i. Singapore - Prevention of Corruption Act 1960 (“PCA 1960”);
- ii. Malaysia - Malaysian Anti-Corruption Commission Act 2009 (Act 694) (“MACC Act 2009”) and Malaysian Anti-Corruption Commission (Amendment) Act 2018 (“MACC Amendment Act 2018”);
- iii. United Kingdom (“UK”) – Bribery Act 2010;
- iv. Europe (“EU”) – 1997 Convention on the fight against corruption involving officials of the European Communities or EU Member States of the European Union (“1997 Convention”), 2003 Council Framework Decision on combating corruption in the private sector (“2003 Framework Decision”) and United Nations Convention Against Corruption (UNCAC); and
- v. United States (“US”) – 18 U.S.C. § 201, § 1341, §1343 and §1346, The Foreign Corrupt Practices Act 1977 (“FCPA 1977”), and The Travel Act (18 U.S.C. § 1952).
- vi. People’s Republic of China (“PRC”) – PRC Criminal Law; PRC Anti-Unfair Competition Law (AUCL); and Supervision Law of the PRC.

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#### **Objectives**

This ABC Policy sets out the initiatives that support HARPS Global's aspirations in the prevention of corrupt practices in its day to day operations, especially in the deterrence of corruption, bribery and malpractices and/or illegal activities that may occur in HARPS Global, and to regulate its anti-corruption compliance initiatives pursuant to its current operating environment.

This ABC Policy shall serve as guidance to the respective senior management personnel and all employees in addressing issues relating to corruption, improper solicitation, bribery and other corrupt practices and activities that may arise in the ordinary course of business. It is the responsibility of every party associated with HARPS Global to strictly adhere to HARPS Global's anti-bribery and corruption policies and standards. In the event where there is ambiguity over any policies or practices which relate to this ABC Policy, employees must always seek the advice of their immediate supervisor or head of department or the CEO. If any ambiguity persists, such concern should be directed to the relevant Human Resource Department for clarification and direction.

#### **Coverage**

This ABC Policy applies to all individuals working with HARPS Global, at all levels and grades, including senior managers, managers, officers, directors, employees (whether full-time, part-time, contract or temporary), consultants, contractors, trainees, seconded staffs, interns, agents, sponsors, clients, suppliers, any third party and any other person associated with HARPS Global.

#### **Infringement**

Any infringement of this ABC Policy shall constitute serious misconduct and/or offence warranting disciplinary action against the offender. Offender participating in bribery and corruption shall be subject to penalties of the relevant local regulations.

### **GUIDANCE ON COMMON FORMS OF BRIBERY AND CORRUPTION**

#### **Facilitation Payment**

Facilitation payment is unofficial payment and/or gratification made to secure or expedite the performance of a routine or administrative duty or function (also known as grease payment). This may be seen as a form of corruption.

HARPS Global adopts a strict policy of disallowing the use of facilitation payment in its business. Our personnel and associated persons must NOT directly or indirectly offer, promise, give, request, accept and/or receive anything which might reasonably be regarded as facilitation payment. Any request for facilitation payment should be reported immediately to the immediate superior or Head of Department ("HOD"). Alternatively, such act can be reported through HARPS Global's established Whistle Blowing Channel.

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#### **Kickback**

Kickback is typically payment or gratification made in return for a business favour and/or advantage. All employees and personnel at HARPS Global are prohibited from engaging in kickbacks. A kickback is any payment and/or gratification, not reflected on the face of a business contract that is required to be made to government agency, government official and/or private individual in order to conclude the business agreement or to secure an advantage.

Where the kickback is being extorted and/or any employee of HARPS Global is being coerced to pay and their safety or liberty is under serious threat and they have no alternative but to make the kickback in order to protect their life, limb or liberty, the affected personnel must immediately report such matter to his and/or her superior or the Human Resource (“HR”) Department. In the event such reporting is not possible, a report to the CEO should be made as soon as possible.

For purposes of compliance with and safeguarding the interests of HARPS Global and its employees, every department is to maintain a log to record any interaction with parties (namely government agency, government official or a private individual).

#### **Gifts**

HARPS Global adopts a “**No-Gift Policy**” whereby all employees shall not solicit or accept any external “**gift**”, “**grant or receive a meal**”, “**provide a token of appreciation**” and/or “**accord gestures of gratitude**” from any third party (collectively “**Gift**”) that may have direct or indirect business interest with HARPS Global. However, HARPS Global recognizes that the exchange of a Gift may be a central part of business etiquette in certain cultures. HARPS Global also recognizes that it is a legitimate way of building business relationships and may be a common practice within the business environment to foster good business relationships with stakeholders or clients.

As such, HARPS Global requires all employees to abide by this ABC Policy to avoid any conflict of interest between HARPS Global and external parties. Gift can be seen as a bribe that may tarnish HARPS Global’s reputation and/or be in violation of laws and regulations. Therefore, in the event a Gift is extended (vice versa) under such circumstances, all giving and receiving of a Gift must observe and comply with the No-Gift Policy.

Cultural Gifts during festive occasions may be permitted so long as the recipient declares the Cultural Gift to his or her HOD. Upon obtaining the necessary approval from the relevant HOD, such Cultural Gift is to be registered with the Human Resource Department. Cultural Gifts must be shared amongst colleagues of HARPS Global at the office location.

If at all there is a possibility for the incurrance of Gift (particularly meals), recipient shall in addition to registering with the Human Resource Department, notify specifically on the value of the Gift (including Cultural Gift) by way of a specific declaration in terms of the amount. The guidance to be adopted is -

- i. For any amount below the prescribed limits as set out in the relevant jurisdiction’s policies, the recipient is still required to register with Human Resource Department to record the purpose and to describe the reason for such Gift.

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- ii. For any amount above the prescribed limits as set out in the relevant jurisdiction's policies, the first course of action will be to decline the Gift or choose to pay for the Gift by providing an explanation in accordance with this ABC Policy, notwithstanding registering it with Human Resource Department. However, if the stakeholder or client insists on proceeding with the Gift, the recipient will have to seek an exceptional approval from group executive committee members of HARPS Global by providing a valid reason.

#### **Corporate Hospitality**

HARPS Global recognizes that providing corporate hospitality to stakeholders or clients be it through corporate events, sporting events or other public events, is a legitimate way to network and build goodwill in business relationships.

However, it must not be given or give rise to the perception that it is given to obtain business or advantage of any kind or unduly influence on the outcome of a business decision. Employees must exercise proper care and good judgement to protect HARPS Global's reputation against any allegation that could influence or be perceived to influence the outcome of a business decision.

#### **Entertainment**

It is a common practice within the business environment to provide entertainment to foster business relationship. HARPS Global recognizes the need to provide reasonable and proportionate entertainment under appropriate circumstances. As such, authorized employees are allowed to offer appropriate and proportionate entertainment that is legal and reasonable within the scope of their work as part of business networking as well as a measure of goodwill towards the recipients. Any form of entertainment shall observe and comply with the amount stipulated in the No Gift Policy which applies to all Employees of HARPS Global.

Employees are strictly prohibited from either paying for or participating in any activity which is exorbitant, illegal and immoral, such as lavish and/or extravagant social functions not related to HARPS Global's business activities and/or entertainment from a business associate during a procurement process which may cause HARPS Global to be perceived as engaging in unfavourable or negative activities.

#### **Political Donations**

HARPS Global does not make or offer monetary or in-kind political contribution or gratification to any political party, political party official or candidate running for political office.

Employees and associated personnel of HARPS Global are not restricted to make any personal political donation or contribution in their own personal capacity. However, as matter of clarity, everyone's political views and actions are personal and shall not be associated with any intention to obtain or retain business and/or an advantage for the benefit of HARPS Global.

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#### **Charitable Contributions**

HARPS Global allows charitable donation for legitimate reasons, and as permitted by current laws and regulations. However, HARPS Global strictly prohibits giving and receiving of donation to influence business decisions.

Contributions and/or donations must be transparent and must not be made to individuals in cash and/or be made at a request and/or as an inducement to and/or reward for acting improperly and/or to favour HARPS Global.

In accordance with HARPS Global's commitment to contribute to the community coupled with its values of integrity and transparency, all donations must comply with the following:

- Donations are made in accordance with all legal requirements;
- All requests for donations must require approval from the relevant board of directors in the relevant jurisdiction;
- Donations are not made to secure any improper business and/or other advantage;
- Donations are accurately stated in the company's accounting books and records; and
- Not to be used to cover and/or act as conduit for undue payment or bribery.

#### **Conflicts of Interest**

Conflicts of interest may arise in a situation where there is a personal interest that might be considered to interfere with that person's objectivity when performing duties or exercising judgement on behalf of HARPS Global. Employees and associated personnel of HARPS Global are responsible to avoid or dealing appropriately with situations in which personal interest could conflict with the obligations of HARPS Global, and is responsible to declare their conflict of interest, both on a scheduled basis, and ad hoc basis as soon as such conflict arises.

In order to ensure conflicts of interests are avoided, senior management personnel are required to observe the Related Party Transaction Policy ("RPTP") – and to disclose and/or confirm any arising related party transactions which may result in a conflict of interest in their execution of their duties. An annual declaration will be required to be made pursuant to the RPTP or any other policy in the relevant jurisdiction.

#### **Regular Monitoring and Review**

Regular review shall be conducted by Human Resource Department and Legal Department team to monitor, review, improve and assess performance, efficiency and effectiveness of the adequate systems and procedures in place in HARPS Global. Results of any review should be reported to the Group's Board of Directors on a periodic basis.

#### **Communication and Training**

Training is fundamental to ensure the commitment of all personnel working with HARPS Global to participate in and/or to comply with HARPS Global's anti-bribery and corruption initiatives, and to equip such personnel with skills and awareness needed to deal with and manage any conflict situations that they may encounter.

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group executive committee members with the assistance of Human Resource Department and Legal Department will identify the information and instructions HARPS Global wishes to communicate internally and externally on anti-bribery and corruption and determine the appropriate communications channels and methods (by way of annual refresher training) that will be most effective in view of the above- mentioned objectives. Communication will be modified and adapted in content and languages to cater for the different audiences, localities and language requirements.

In executing the annual refresher training, Human Resource Department will establish a training calendar to conduct such training, where attendance is taken to record participation in the training. All training materials and disseminated information as well as the attendance records of training sessions are kept by the Human Resource Department to meet audit requirements.

#### **Record Keeping**

It is important that proper and complete records and documentation of all transactions made by HARPS Global and matters involving any entity within HARPS Global be properly maintained as these would serve as evidence that transactions made were bona fide and were not made with corrupt or unethical intent.

All relevant documentation required to be maintained and/or is in relation to this ABC Policy, any other policies and/or guidelines of HARPS Global shall include information such as the details of gifts, entertainment and hospitality as well as donations, sponsorships and facilitation payments. All relevant documents shall be submitted to the Human Resource Department on a quarterly basis for review and retention.

The relevant human resource department shall maintain written records substantiating that due diligence has taken place and that any risks identified have been carefully considered and mitigated as practicably as possible.

All relevant documentation mentioned in this ABC Policy shall be retained for at least seven (7) years.

#### **ABC Policy Review**

This ABC Policy shall be reviewed by HARPS Global's Board of Directors at least once every three (3) years or when deemed necessary by HARPS Global's Board of Directors. Any material changes required shall be proposed to HARPS Global's Board of Directors for approval so as to ensure the ABC Policy's continued relevance and effectiveness pursuant to HARPS Global's observance and adoption of zero tolerance approach towards all forms of bribery and corruption, and to comply with applicable laws, regulations and requirements.

# Anti-Bribery and Anti-Corruption Policy - Essentials

## Benefits (Gifts, Hospitality, Events)

1. Never offer, pay, make, seek or accept a Benefit (not even a minor one) in exchange for the performance or omission of an act, favorable treatment or personal gain.
2. It is strictly prohibited to offer, pay, make, seek or accept cash payments (incl. facilitation payments).
3. You may offer or accept minor Benefits consistent with local custom.
4. Consider the following factors when assessing whether a Benefit could be perceived as a bribe:  
**Reason:** Benefits for special occasions e.g. birthdays, a HARPS Global's anniversary, weddings are less likely to be perceived as a bribe.  
**Recipient:** Pay special attention when dealing with Public Officials. Even a small Benefit may be perceived as a bribe.  
**Value:** The value of Benefits must be proportionate to the business engagement, occasion and seniority of the individuals involved. **Transparency:** If the Benefit is offered in a transparent way (documentation of who/when/what/value/business reason), it is less likely to be perceived as an attempt to influence.  
**Frequent:** While one Benefit may not be considered sufficient to influence a person, the sum of multiple Benefits may.
5. The term Public Official is applied broadly, and includes officials holding a legislative, administrative or judicial position of any kind and any political party official, or any candidate for public office. It also covers certain individuals who work for businesses which are wholly or partly owned or controlled by governments (e.g. public health care, public energy sector).
6. Supporting documents shall be submitted to the Human Resource department to show that such Benefits received by the individual were not bribe.

## Granting Benefits (values per person)

Gifts				Hospitality				Events			
Private		Public Official		Private		Public Official		Private		Public Official	
Recommended limit	Maximum value	Recommended limit	Maximum value	Recommended limit	Maximum value	Recommended limit	Maximum value	Recommended limit	Maximum value	Recommended limit	Maximum value
US\$50		US\$25		US\$100	US\$50	US\$100		US\$100		US\$50	
Documentation in the expense report						Documentation in Compliance SharePoint Tool					

## Accepting Benefits (values per person)

Gifts	Hospitality	Events
Third party	Third party	Third party
Maximum value	Recommended limit	Recommended limit
US\$50	US\$100US\$	US\$100US\$

## Donation and Sponsoring

**Sponsoring**  
**limit**  
**1.000€**

1. Sponsoring below the limit: Approval in advance by the Group Chief Business Officer.
2. Sponsoring exceeding the limit: Approval in advance by the Group Chief Executive Officer.

**Donation**  
**limit**  
**100€**

1. Donations below the limit: Approval in advance by the responsible site manager.
2. Donations exceeding 100 USD: Approval in advance by the Group Chief Business Officer.
3. Donations exceeding 10 Thousand USD: Approval in advance by the Group Chief Executive Officer.

If you need advice, please speak to your local HR representative

- END OF POLICY -