



XOX TECHNOLOGY BERHAD
(F.K.A. M3 TECHNOLOGIES (ASIA) BERHAD)
199901007872 (482772-D)

1. INTRODUCTION

This Anti-Bribery and Anti-Corruption Policy (“Policy”) of XOX Technology Berhad (F.K.A. M3 Technologies (Asia) Berhad) (“XOX Tech”) sets out the policy statements and other relevant parameters approved by the Board of Directors of XOX Tech (“Board”) against bribery and corrupt practices by the directors (“Directors”) and employees (“Employees”) of XOX Tech and its subsidiary companies (“Group”), as well as persons performing services for or on behalf of the Group (“Service Providers”). This Policy shall be read in conjunction with the Code of Ethics and Conduct of the Group.

2. POLICY STATEMENT

All Directors, Employees and Service Providers are strictly prohibited from being involved in any form of bribery or corrupt acts, including where that person by himself, or jointly with any other person: -

- corruptly solicits or receives or agrees to receive for himself or for any other person; or
- corruptly gives, agrees to give, promises or offers to any person whether for the benefit of that person or of another person,
- any gratification as an inducement to or a reward for, or with the intent to secure or otherwise on account of :-
- any person doing or forbearing to do anything in respect of any matter or transaction, actual or proposed or likely to take place; or
- any officer of a public body doing or forbearing to do anything in respect of any matter or transaction, actual or proposed or likely to take place, in which the public body is concerned; or
- any business or advantage for the Group.

Any person found in violation of any of this Policy and/or being involved in such acts of bribery and/or corruption, shall, if found guilty, be subject to the appropriate disciplinary actions, including termination of services or employment.

Please refer to the Malaysian Anti-Corruption Commission (“MACC”) Act 2009 for the definition of ‘gratification’.

3. OBJECTIVE

The objective of this Policy is to set out clear policies of the Board in upholding the highest standards of ethical practices and integrity by all Directors and Employees in carrying out the affairs and businesses of the Group and by all Service Providers in performing services for and on behalf of the Group.

4. APPLICABILITY

This Policy applies to all Directors and Employees. The general principles and prohibition under this Policy shall also apply to all Service Providers (including consultants, advisors, suppliers and agents) performing services for and on behalf of the Group.

5. GUIDANCE ON COMMON FORMS OF BRIBERY AND CORRUPTION

5.1. Commissions and Incentives

The giving of commissions and/or incentives in the ordinary course of business is generally not prohibited, so long as they are genuine and commercially driven, with no intent to disguise any acts of bribery or corruption as such.

5.2. Unofficial Payments

Any unofficial payments such as facilitation fees made to secure or expedite the performance of a routine action by a public body (as defined in Section 3 of the MACC Act 2009) are strictly prohibited.

5.3. Gifts and Entertainment

The receipt or giving of reasonable gifts and entertainment by Directors and Employees are generally not prohibited, so long as they are not done with corrupt intent, are reasonable, bona fide and commensurate with their positions and should not in any event, be too lavish or expensive.

5.4. Political Contributions and Donations

Any contribution to individual politicians or candidates of the political parties is prohibited, unless it is for or in relation with bona fide charitable purposes. Subject to any prevailing laws governing political donations, the Group may make contributions to political parties in Malaysia, provided that the prior approval from the Board is obtained.

5.5. Donations and Charitable Support

Genuine and legitimate donations and charitable support are acceptable, whether in cash or otherwise.

6. SERVICE PROVIDERS

All Service Providers must be made aware of this Policy. Whenever commercially possible, Service Providers must be required to and must declare their awareness of and undertake to comply with this Policy.

7. RECORD-KEEPING

Proper and complete records of business activities of the Group (including payments for gifts, entertainment, donations and charitable contributions) should be kept and maintained for a reasonable period of time, subject to prevailing laws and regulations on record keeping.

8. ANTI-BRIBERY COMPLIANCE MANAGEMENT SYSTEM

An effective anti-bribery compliance management system shall be established within the Group in line with the objective of this Policy.

9. WHISTLE BLOWING FRAMEWORK

A robust framework for whistle blowing and reporting any form of improper conduct, wrongdoings, bribery, corruption, fraud and/or abuse by any Director or Employee as well as any Service Provider shall be put in place to allow such acts to be reported via the appropriate channels, whilst protecting the identity of the person reporting, in order to deter, prevent and uncover such acts.

10. COMMUNICATION AND TRAINING

The Group shall conduct adequate awareness programs, trainings, refresher courses for all relevant personnel on a regular basis to ensure they continue to have clear understanding and awareness of the compliance risks and will continuously carry out their duties with a high level of integrity and ethical standards.

11. REVIEW OF THIS POLICY

This Policy shall be reviewed at least once every 3 years.