

Ye Chiu Metal Smelting Sdn. Bhd.
Ye Chiu Non-Ferrous Metal (M) Sdn. Bhd.

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反贿赂和腐败政策 Anti-Bribery and Corruption Policy

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1. 序言

Foreword

(1) 怡球集团致力于以道德和诚实的方式开展业务，并致力于实施和执行防贿赂的制度。怡球集团对贿赂和腐败行为采取零容忍的态度。无论在哪个国家开展业务，怡球集团都致力于在所有业务交易和关系中以专业、公平和诚信的方式行事。怡球集团将恪守与业务所在司法管辖区的反贿赂及腐败有关法律的所有法律，怡球集团将受到马来西亚法律的约束，包括2009年马来西亚反贪委员会法令（MACC法令）。

Ye Chiu Group is committed to conducting business in an ethical and honest manner, and is committed to implementing and enforce a system to prevent bribery. Ye Chiu Group adopts a zero-tolerance attitude towards bribery and corruption. Ye Chiu Group is committed to conducting business professionally, fairly and with integrity wherever Ye Chiu Group operate. Ye Chiu Group will comply with all applicable laws related to the anti-bribery and corruption laws of the jurisdictions where Ye Chiu Group operate, and Ye Chiu Group will be bound by the laws of Malaysia, including Malaysian Anti-Corruption Commission Act 2009 (MACC).

(2) 怡球集团承认贿赂和腐败一经定罪，最高可处20年监禁及/或不低于1百万令吉的罚款或贿赂金额的10倍，以较高者为准。如果怡球集团被发现参与腐败活动，怡球集团将受到上述惩罚，并面临严重的声誉损害。正是基于这一点，怡球集团承诺在业务中防止贿赂和腐败，并严格履行怡球集团的法律义务。

Ye Chiu Group acknowledges that a conviction for bribery and corruption carries a maximum penalty of 20 years imprisonment and/or a minimum fine of RM1 million or ten times the value of the bribe, whichever is higher. If Ye Chiu Group is found to be involved in corruption, Ye Chiu Group will be subjected to the above penalties and face serious reputational damage. In this context, Ye Chiu Group are committed to preventing bribery and corruption in Ye Chiu Group's business and strictly comply with legal responsibilities of Ye Chiu Group.

2. 目的

Objective

本反贿赂和腐败政策旨在阐明怡球集团及其员工在遵守和维护怡球集团对贿赂和腐败的零容忍立场方面的责任。本政策也为怡球集团的员工提供信息和指导，帮助员工认识和处理贿赂和腐败问题，以及了解自身的责任。

This Anti-Bribery and Corruption policy aims to clarify the responsibilities of Ye Chiu Group and its employees in respect of complying with and upholding Ye Chiu Group's zero tolerance attitude on bribery and corruption. This policy also provides information and guidance to Ye Chiu Group's

employees to help them recognize and deal with bribery and corruption issues, as well as understand their responsibilities.

3. 政策说明

Policy Statement

(1) 贿赂是指提供、给予、承诺、要求、同意、接收、接受或索取奖励或有价物品/物品以获得商业、合同、监管或个人利益。

Bribery means offering, giving, promising, demanding, agreeing, receiving, accepting or soliciting a reward or item of value/item for commercial, contractual, regulatory or personal advantage.

(2) 贿赂是非法的。员工不得从事任何形式的贿赂，无论是直接的、被动的(如上所述)，还是通过第三方(如代理商或分销商)。员工不得在世界任何地方贿赂政府官员。员工不得接受任何程度的贿赂，如果员工不确定某事是否属于贿赂、礼物或招待行为，员工必须向法务处寻求进一步的建议。

Bribery is illegal. Employees must not engage in any form of bribery, whether it be directly, passively (as described above), or through third parties (such as agents or distributors). Employees must not bribe public official anywhere in the world. Employees must not accept bribes of any degree and if the employees are uncertain about whether something consider as a bribe or a gift or act of hospitality, they must seek further advice from the Legal Management Section.

4. 适用范围

Scope of Application

(1) 适用于所有员工（无论是试用期或正式员工）、顾问、供应商、受训人员、调派人员、临时工、机构工作人员、志愿者、代理人、赞助商或任何其他与怡球集团有关的人员(包括第三方)，或怡球集团的任何子公司或其员工，无论他们位于何处(马来西亚境内或境外)。

Applicable to all employees (whether probationary or permanent worker), consultants, suppliers, trainees, expatriate, temporary workers, agency workers, volunteers, agents, sponsors or any other persons associated with Ye Chiu Group (including third parties), or any of Ye Chiu Group's subsidiaries or their employees, wherever located (in or outside Malaysia).

(2) 第三方是指与怡球集团会面和合作的任何个人或组织。它指的是实际和潜在的客户、供应商、分销商、业务联系人、代理人、顾问以及政府和公共机构，这包括他们的顾问、代表和官员、政治家和公共政党。

A third party refers to any individual or organization which Ye Chiu Group meets and works with. It refers to actual and potential customers, suppliers, distributors, business contacts, agents, consultants

and government and public bodies which includes their advisors, representatives and officials, politicians and public political party.

- (3) 怡球集团与第三方达成的任何安排均须遵守明确的合同条款，包括要求第三方遵守本政策的具体规定。

Any arrangements that Ye Chiu Group make with third party is subject to clear contractual terms, including specific provisions requiring third parties to comply with this policy.

- (4) 本政策涉及四个方面：

This policy involves four aspects:

- A. 礼品和招待

Gifts and hospitality

- B. 疏通费

Facilitation payments

- C. 政治捐款

Political donations

- D. 慈善捐款

Charitable contributions

5. 礼品和招待

Gifts and Hospitality

- (1) 只要礼品的赠送或接收符合下列要求，怡球集团接受正常及适当的招待及善意（不论是由第三方赠送或接收）：

Ye Chiu Group accepts normal and appropriate gestures of hospitality and goodwill (whether it is given or received from a third party) as long as the gift giving or receiving meets the following requirements:

- A. 它的目的不是为了影响被给予的一方，以获得或奖励保留业务或业务优势，或作为明确或隐性的恩惠或利益交换；

It is not intended to influence the party to whom it is being given, to obtain or reward retention of business or a business advantage, or as an express or implicit exchange of favors or benefits;

- B. 没有提出期望回报的建议；

It is not made with the suggestion that a return favor is expected;

- C. 符合当地法律；

Comply with local laws;

- D. 以公司名义提供，而非以个人名义；

Given in the name of the company, not in an individual's name;

E. 不包括现金或现金等价物（例如代金券或礼券）；

Does not include cash or cash equivalents (such as vouchers or gift certificates);

F. 适当的情况（例如，在圣诞节前后赠送小礼物，或者作为对帮助完成大型项目的公司表示谢意）；

Appropriate for the circumstances (for example, small gift giving around Christmas, or as a gratitude to a company that helped with a large project upon completion);

G. 合适的礼物、类型和价值，并在合适的时间赠送，同时考虑到送礼的原因；

It is an appropriate type and value and is given at the right time, taking into account the reason for the gift;

H. 公开给予/接受的，不是秘密的；

Give/receive openly, not secretly;

I. 没有选择性地给予关键的、有影响力的人，显然是为了直接影响他们；

Not selectively given to key, influential people, obviously to directly influence them;

J. 未经管理层事先批准，不得向政府官员、代表、政治家或政党提供或接受。

It is not offered to, or received from government officials, representatives, politicians or political parties without the prior approval of management.

(2) 如果拒绝礼物是不合适的（即当与可能冒犯的某种宗教/文化的个人会面时），只要向公司声明即可接受礼物，公司将评估情况。

If refusing a gift is inappropriate (i.e. when meeting with an individual of a certain religion/culture that may offend), inform the company and accept the gift, company will evaluate the situation.

(3) 作为一种良好的惯例，赠送和接受的礼物应向秘书披露，来自供应商的礼物应始终公开。应始终考虑赠送/接受礼物背后的意图。如有不明之处，应征求上级或人事部门的意见。

As a good practice, gifts given and received should be disclosed to the Secretary, and gifts from suppliers should always be disclosed. The intention behind giving/receiving a gift should always be considered. If there is any uncertainty, seek advice from superior or Human Resources Department.

6. 疏通费和回扣

Facilitating Payments and Kickbacks

(1) 怡球集团不接受也不会支付任何形式的任何性质的疏通费和回扣。疏通费是一种贿赂形式，涉及加快或协助公职人员执行常规政府行为，而回扣通常是为了换取商业利益或优势。

Ye Chiu Group does not accept and make any form of facilitation payments and kickbacks of any nature. A facilitation payment is a form of bribery that involves expediting or assisting public officials

in performing their routine governmental action, while a kickback is usually in exchange for a business advantage or advantage.

- (2) 尽管怡球集团对疏通费和回扣有严格的政策，但员工可能面临避免疏通费或回扣可能危及其/家人人身安全的情况。在这种情况下，必须采取下列步骤：

Although Ye Chiu Group has strict policy on facilitation payments and kickbacks, employee may face situations in which avoiding facilitation payments or kickbacks may endanger the employee/his or her family's personal safety. In this case, the following steps must be taken:

- A. 任何金额都要保持在最低限度

Any amount should be kept to the minimum

- B. 索取收据，详细说明付款金额和原因

Request a receipt detailing the amount and reason for the payment

- C. 创建有关付款的记录

Create records about payments

- D. 将此事件报告给主管

Report this incident to supervisor

7. 政治捐款

Political donations

怡球集团不会以现金、实物或任何其他方式捐款支持任何政党或候选人，因这可能会被视为试图获得不正当的商业优势。

Ye Chiu Group does not make donations, whether in cash, kind or by any other means, to support any political parties or candidates, as this may be perceived as an attempt to gain an improper business advantage.

8. 慈善捐款

Charity contributions

- (1) 怡球集团接受并鼓励向慈善机构捐款的行为，无论是通过服务、知识、时间，还是直接的财务捐助（现金或其他），并同意披露其所有慈善捐款。

Ye Chiu Group accepts and encourages donations to charities, whether through services, knowledge, time, or direct financial contributions (cash or otherwise), and agrees to disclose all of its charitable contributions.

- (2) 员工必须小心确保慈善捐款不被用来促进和掩盖贿赂行为。怡球集团将确保所有慈善捐赠均符合当地法律和惯例，合法且符合道德规范，未经管理层批准，不得进行捐赠。

Employees must careful to ensure that charitable contributions are not used to facilitate and conceal bribery. Ye Chiu Group will ensure that all charitable donations are legal and ethical in accordance with local laws and practices, and no donations shall be made without approval from the management.

9. 员工责任

Employee responsibility

- (1) 作为怡球集团的员工，必须确保阅读、理解并遵守本政策中包含的信息，以及所获得的任何培训或其他反贿赂和腐败信息。

As an employee of Ye Chiu Group, you must ensure that you read, understand and abide by the information contained in this policy, as well as any training or other anti-bribery and corruption information received.

- (2) 为怡球集团工作的或与怡球集团工作的人员都有同样的责任预防、发现和报告贿赂和其他形式的腐败。所有员工需要避免任何可能导致或暗示违反本反贿赂政策的活动。

Those who work for Ye Chiu Group or work with Ye Chiu Group have the same responsibility to prevent, detect and report bribery and other forms of corruption. All employees are required to refrain from any activity that could lead to or imply a breach of this Anti-Bribery and Corruption policy.

- (3) 如果员工有理由相信或怀疑已经发生或将来会发生违反本政策的贿赂或腐败事件，员工必须通知上级或人力资源部门。

The employees must report to supervisor or Human Resources Department if the employees have reasons to believe or suspect that an instance of bribery or corruption has occurred or will occur in the future that breaches this policy.

- (4) 如果任何员工违反此政策，该员工将面临纪律处分，并可能因严重不当行为而被解雇。如果员工违反本政策，怡球集团有权终止与员工的合同关系。

If any employee breaches this policy, this employee will face disciplinary action and could face dismissal for gross misconduct. Ye Chiu Group has the right to terminate a contractual relationship with an employee if the employee breaches this policy.

10. 提出疑虑

Raising Concern

- (1) 如果员工怀疑有与怡球集团有关的贿赂或腐败情况，怡球集团鼓励员工尽早提出相关疑虑。如果员工不确定某种行为是否属于贿赂或腐败，员工应该咨询直线上级或人力资源部门。怡球集团将让所有员工熟悉举报程序，以便员工能够迅速和保密地表达员工的担忧。

Employees are encouraged to raise concerns as early as possible if the employees suspect that there is an instance of bribery or corruption activities occurring in relation to Ye Chiu Group. If employee is uncertain about whether an action can be considered as bribery or corruption, the employee should consult with superior or Human Resources Department. Ye Chiu Group will familiarize all employees with the reporting procedures so that employees can voice up their concerns promptly and confidentially.

- (2) 如有人向员工行贿，或员工被要求行贿，或怀疑将来可能被贿赂或被要求行贿，或认为自己是另一项贪污活动的受害者，员工必须尽快通知直属主管。

If the employee been offered a bribe, or is asked to make one, or believe or suspect that he or she may be bribed or asked to make a bribe in the future, or believes that he or she is a victim of another corrupt activity, the employee must report to the superior as soon as possible.

11. 保护

Protection

- (1) 如果员工拒绝接受或提供贿赂，或举报与贿赂或腐败行为有关的问题，怡球集团理解员工可能会对潜在的影响感到担忧。怡球集团将支持任何在此政策下提出疑虑的人，即使调查发现是有误的。

If the employees refuse to accept or offer bribes, or report concerns related to bribery or corruption, Ye Chiu Group understands that employees may feel worried about the potential repercussions. Ye Chiu Group will support anyone who raises concerns under this policy, even if the investigation found that they were mistaken.

- (2) 怡球集团将确保任何人不会因拒绝接受或提供贿赂或其他腐败活动，或因报告有关潜在贿赂或腐败行为而遭受任何不利待遇。不利待遇是指解雇、纪律处分、待遇或与提出疑虑相关的不利待遇。如果员工认为因提出疑虑或拒绝接受贿赂而受到不公正对待，员工应立即通知直属主管。

Ye Chiu Group will ensure that no one will suffer any detrimental treatment as a result of refusing to accept or offer bribes or other corrupt activities, or due to they reported a concern related to potential bribery or corrupt practices. Detrimental treatment refers to dismissal, disciplinary action, treats, or unfavorable treatment related to raising a concern. Employees should immediately notify their supervisor if they believe that they have been unfairly treated as a result of raising a concern or refusing to accept a bribe.

- (3) 怡球集团鼓励员工及有业务来往的公司举报腐败行为。举报的受理、调查等各个环节，必须严格保密，严禁泄露举报人的姓名、部门、公司名称等情况。严禁将举报情况透露给被举报

人或者部门。调查核实情况时，不得出示举报材料原件或者复印件，不得暴露检举人，对匿名的检举书信及材料，不得鉴定笔迹，检举材料不得随意对外借阅。

Ye Chiu Group encourages employees and companies with business contacts to report corruption activity. The acceptance of report and investigation must be strictly confidential. It is strictly forbidden to disclose the name, department, company name of the whistleblower. It is strictly forbidden to disclose the report to the person or department being reported. During investigating and verification, it must not disclose the original or photocopies of the reporting materials, and must not expose the person who raising concern. Handwriting on the anonymous reporting materials shall not be identified and the reporting materials shall not be borrowed from others.

12. 培训和沟通

Training and Communication

- (1) 怡球集团为所有新员工提供有关此政策的培训，作为入职流程的一部分，并定期接受有关如何遵守此政策的相关培训。另外，怡球集团要求所有员工正式同意遵守此政策。

Ye Chiu Group provides training on this policy as part of the induction process to all new employees, and the employees receive regular training on how to comply with this policy. Additionally, Ye Chiu Group require all employees to formally agree to comply with this policy.

- (2) 怡球集团的反贿赂和腐败政策以及零容忍态度将在业务关系开始时以及适当情况下明确传达给所有供应商、承包商、业务合作伙伴和任何第三方。宣导内容包括但不限于：

Ye Chiu Group's anti-bribery and corruption policy and zero tolerance attitude will be clearly communicated to all suppliers, contractors, business partners and any third parties at the beginning of the business relationship and as appropriate thereafter. Propaganda includes but not limited to:

- A. 签订《R50050 廉洁协议》；

Sign R50050 Anti-Bribery and Corruption Agreement;

- B. 告知行贿将终止往来，并处 20 倍罚款或合同总价的 30% 违约金；

Notify that the bribery will terminate the business relationship, and impose a fine of 20 times or 30% of the total contract price as liquidated damages;

- C. 告知举报邮箱。

Inform the reporting email adress.

- (3) 怡球集团将为员工提供相关的反贿赂和腐败培训以加强对 MACC 法令的知识，以应对在工作中存在贿赂或腐败的潜在风险。

Ye Chiu Group will provide employees with relevant anti-bribery and corruption training to strengthen their knowledge on the MACC Act to deal with potential risks of bribery or corruption at work.

13. 记录保管

Record Keeping

怡球集团将保存详细准确的财务记录，并设有适当的内部控制。怡球集团将接受和给予的招待或礼品的金额和原因进行申报并保留书面记录。

Ye Chiu Group keeps detailed and accurate financial records and have proper internal controls. Ye Chiu Group declare and keep a written records of the amounts and reasons for hospitality or gifts accepted and given.

14. 监督和审查

Monitoring and Review

(1) 怡球集团的法务处负责监察本政策的有效性，并将定期检讨其执行情况。法务处将评估其适用性、充分性和有效性。为防止贿赂和腐败而设计的内部控制制度和程序应定期进行审计，以确保其在实践中有效，且任何改进需求都将尽快应用。

The Legal Management Section of Ye Chiu Group is responsible for monitoring the effectiveness of this policy and reviewing its implementation on a regular basis. Legal Management Section will assess the suitability, adequacy and effectiveness of this policy. Internal control systems and procedures designed to prevent bribery and corruption should be regularly audited to ensure they are effective in practice and any need for improvement shall be applied as soon as possible.

(2) 另外，各部门主管应以身作则，模范遵守本政策。同时应加强员工的意识，将本政策列为员工教育的重要内容之一。严格监督本部门员工的行为，对有违反本政策行为规范之情节轻微者，应及时予以制止，并对当事人提出批评教育。如果员工对如何改进此反贿赂和腐败政策有任何建议，应向上级提供反馈。

In addition, head of each department shall set an example to comply with this policy. At the same time, employees' awareness should be strengthened, and this policy should be listed as one of the important contents of employees' education. Strictly supervise the behavior of the employees of its department, and promptly stop those who breaches this policy in a minor manner, criticize and educate the parties concerned. If the employees have any suggestions to improve this Anti-bribery and Corruption policy, the employees should provide feedback to their superiors.

15. 实施与修订

Implementation and Revision

本办法经呈总管理处总经理核准后实施，修订时亦同。

This management procedure shall be implemented or revised upon the approval of General Administration Office General Manager.

Ye Chiu Group
Private & Confidential