



edotco Group Sdn Bhd

GIFTS, DONATIONS & SPONSORSHIPS (GDS) POLICY

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edotco GROUP SDN BHD – GIFTS, DONATIONS & SPONSORSHIPS (GDS) POLICY

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1. GLOSSARY OF ABBREVIATIONS

The following abbreviations wherever used herein shall have the following definition, unless expressly indicated otherwise:

| ABBREVIATIONS | DEFINITION |
|----------------------|--|
| edotco | edotco Group Sdn Bhd |
| edotco Group | edotco Group of Companies |
| AGB | Axiata Group Berhad |
| BAMS | Branding, Advertising, Marketing and Sponsorships |
| Board / Directors | Board of Directors |
| CSR | Corporate Social Responsibility |
| GCRCO | Axiata Group Chief Risk and Compliance Officer |
| GDS | Gifts, Donations and Sponsorships |
| GDSC | Gifts, Donations and Sponsorships Committee |
| LOA | Limits of Authority |
| OpCo | Operating Company |
| P&P(s) | Policy & Procedures |
| PEP(s) | Politically Exposed Person(s) |
| SLT | Senior Leadership Team |
| UI.EP | Uncompromising Integrity and Exceptional Performance |

2. GLOSSARY OF TERMS

The following terms wherever used herein shall have the following definition, unless expressly indicated otherwise:

| TERMS | DEFINITION |
|--|---|
| edotco Group or the Group | edotco Group Sdn Bhd and its subsidiaries, associated companies, owned directly or indirectly by edotco. |
| edotco Group Governance Instruments | All applicable policies and procedures, Codes of Conduct and Limits of Authorities of edotco Group. |
| Axiata Group | AGB and its subsidiaries, associated companies, owned directly or indirectly by AGB. |
| Associated company | Joint venture, partnership and other similar type of enterprises that edotco has controls or owns, directly or indirectly, with a 20% or more but less than 50% shareholding and/or eligible to vote, elect and appoint Board members and key management position(s). |
| Anything of value | Tangible or intangible goods, services, hospitality or gratifications, in monetary or in kind, that have some intrinsic value and are useful. |
| Board of Directors | A corporate governing body of the organisation or entity. |
| Board members | A group of individuals elected to represent the shareholders to act as a corporate governing body to supervise the activities of an organisation. |
| Corporate Social Responsibility Activity | A voluntary, self-regulated and ethics driven action to ensure the sustainability of the society and our environment. |

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| TERMS | DEFINITION |
|--------------------------------------|---|
| Donation | A contribution, in cash or in kind, directly or indirectly, to a charitable organisation or association without expecting any incentives, advantages or returns. |
| Employees | Senior Leadership Team (“SLT”), heads, senior managers, managers and individuals at all levels including permanent and contract employees, temporary employees and trainees or interns of Edotco Group. |
| Entertainment, Corporate Hospitality | Anything of value which includes but is not limited to accommodation, travel tickets, event tickets, meals provided to or hosted by a third party directly or indirectly through its representatives, agents, business associates to develop, foster or to continue a relationship. |
| Facilitation Payment | ‘Speed’ or ‘grease’ payment (financial or non-financial) made directly or indirectly intending to secure or expedite the performance of a person carrying out a routine or administrative duty. |
| Family members | Any of the employee’s spouse, parents, children, brothers, sisters and spouse of the employee’s children, brothers or sisters. |
| GDS | Gifts, entertainment, corporate hospitality, CSR activities, donations and sponsorships. |
| GDS Policy or This Policy | This Gifts, Donations & Sponsorships Policy. |
| Gift | Anything of value, in cash or in kind, provided to or received from a third party as a present and without expecting payment or fair value compensation from the recipient. |

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| TERMS | DEFINITION |
|---|--|
| Marketing | An action or activity carried out by the Group to sell the product or services that the Group has at the moment. Branding, Advertising, Marketing and Sponsorship Policy & Procedures to be circulated for further illustrations. |
| Personnel | All the employees and officers of Edotco Group and Board members. |
| Politically Exposed Person (PEP) | A person entrusted with a country's public or governmental functions. |
| Stakeholders | internal and external parties that have dealings with Edotco Group which includes all members of the Board of Directors, SLT, heads, senior managers, managers and individuals at all levels including permanent, temporary and contract employees; and trainees or interns of Edotco Group as well as third parties including customers, suppliers, contractors, vendors, agents, consultants, representatives, distributors, joint venture partners, regulators, authorities, Government officials and agencies and other external stakeholder(s) acting for or on behalf of edotco Group. |
| Sponsorship | A support, financially or non-financially, extended to an individual, entity, organisation or association to fund, care or sustain a project, activity, individual or event with the primary purpose to promote our brand and build our reputation in return. |
| Subsidiaries | Any company or entity in which edotco Group, directly or indirectly, has more than 50% shareholding or control |
| Third parties/ Business counterparties | edotco Group's suppliers, contractors, vendors, agents, consultants, representatives, distributors, joint venture partners and other external stakeholder(s) acting for or on behalf of edotco Group. |

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| TERMS | DEFINITION |
|---------------------------------------|--|
| Whistleblowing or Speak Up Channel | The whistleblowing or Speak Up platform developed and maintained/operated by Expolink Europe Limited which has been adopted by edotco Group as its official communication channel for any party to lodge a complaint or concern. |

3. INTRODUCTION

- 3.1 edotco Group takes pride in its beliefs and core values of Uncompromising Integrity and Exceptional Performance (UI.EP) and is committed to conducting business with zero tolerance policy against all forms of bribery and corruption.
- 3.2 The Group embraces the core values of UI.EP and strictly prohibits the receipt and giving of bribes, or participation in any acts or situations that may lead to, or be perceived as, bribes such as promise, offer or acceptance of gifts, entertainment, corporate hospitality, sponsorships, Corporate Social Responsibility (CSR) activities and donations (collectively known as GDS) to or from any person, entity or agency, to obtain, retain or provide an improper business advantage or favourable treatment.

4. SCOPE, OBJECTIVE, AND APPLICABILITY

4.1 This Policy applies to all Stakeholders of edotco Group, which includes subsidiaries and associated companies that the Group has a controlling stake or ownership. Companies or entities in which edotco Group does not have a controlling stake are encouraged to adopt this Policy.



The GDS Policy provides guidelines to all Stakeholders on how to deal and make the right decision with GDS related matters.

4.2 This Policy is part of the ABAC Policy established by the Group to ensure adherence to all applicable regulations and legislation of the jurisdictions in which edotco Group operates. This Policy does not invalidate edotco Group's existing Governance Instruments but to provide information, guidelines and guiding principles to all Stakeholders on how to assess the provision or acceptance of GDS that can or may be perceived to be improper, unethical or related to bribery and corruption.

4.3 The appointed GDS Committee (GDSC) and Compliance Officer shall oversee the adherence by all Stakeholders.

4.4 Wherever a local regulation or other binding codes enforce a stricter interpretation of the provision or acceptance of GDS, that interpretation shall be preferred and applied accordingly.

5. NON-COMPLIANCE TO GDS POLICY

- 5.1 It is inconceivable for this Policy to address every situation that you may encounter, and you are encouraged to seek consultation from your Legal or Compliance Officer and/or immediate superior, if you are in doubt or require more information.
- 5.2 Failure to comply with this Policy may subject you to disciplinary action, including up to termination of employment, in accordance with edotco Group's Disciplinary Policy.
- 5.3 If the third parties and business partners are found to have breached this Policy, or any laws or regulations, such breach may result in termination of the contract(s) and if required, be subject to legal proceedings.
- 5.4 If you become aware, informed or observed any non-compliance or violation of this Policy, you shall immediately, escalated the non-compliance or violation through the available reporting channels, including the Speak Up channel (<https://wrs.expolink.co.uk/edotco>). Such escalations will be investigated confidentially by the Investigation Unit of the Group Internal Audit Division.

6. RESPONSIBILITIES

6.1 All Stakeholders are required to comply with this GDS Policy before accepting or offering anything of value. The following illustrates the roles and responsibilities of the governance parties in place to ensure compliance with this Policy.

Gifts, Donations and Sponsorships Committee (GDSC)

- ▶ **Embrace, uphold and adhere to** the Group value of UI.EP **in all decision-making process** for the provision and acceptance of GDS.
- ▶ **Assist** the Board of Directors in ensuring the Group complies to the applicable rules, regulations and legislation in all jurisdiction where the Group operates and GDS is offered or received in good faith and should not be construed or perceived as “advantage” or “benefit” to an individual or entity.
- ▶ **Ensure** the implementation of the approved modifications and improvements required to the GDS related processes, procedures, etc.

Compliance Officer

- ▶ **Provide advice and consultation** to Board members, GDSC and employees on GDS related matters with the focus of bribery and corruption risks.
- ▶ **Attend** GDSC meeting to provide insights, including minimum controls required, on the bribery and corruption risks involved in the transaction.

Legal

- ▶ **Provide insight and advice** to Board members, GDSC and employees on the legal aspect of the applicable anti-bribery and anti-corruption rules, regulations, and legislation in countries where the Group operates in with the focus of GDS related matters.
- ▶ Provide advice and consultation on the legal implication of detected non-compliance to this GDS Policy.

- ▶ **Report GDS transactions that have been approved or rejected** by GDSC to the Group Compliance which will then report to the Group Board Risk and Compliance Committee.
- ▶ **Perform regular reviews on GDS process and procedures including performing GDS transactional testing** to ensure the implemented controls for GDS are operating effectively to prevent and detect offered or received GDS transaction(s) and/or activities that can or may be construed or perceived as bribe.

Employee

- ▶ **Read, understand and adhere to this Policy** before the acceptance or offer of GDS.
- ▶ **Embrace the guiding principles** in all decision made regarding the receiving and offering of GDS.
- ▶ **Voice and highlight/escalate concerns** if you are aware of any suspected violation of laws or internal policies and raise questions whenever in doubt.

Third-party

- ▶ **Understand and share** the same core and ethical values as the Group.
- ▶ Act in accordance with this Policy that is consistent with the Group core values during the offer and acceptance of GDS, for or on behalf of the Group.
- ▶ **Voice concerns** if you are aware of any suspected violation of laws or internal policies and raise questions whenever in doubt.

7. VITAL PRINCIPLES

7.1 All Stakeholders are required to observe the following “VITAL” principles and exercise proper care and judgement with the highest degree of integrity before accepting or offering anything of value. The principles served as a guideline when determining if anything of value received or provided are legitimate and in compliance with this Policy and/or edotco Group Instruments. If you are in doubt, please seek advice from the Compliance Officer or Legal Division or your immediate superior for further guidance before the offer or acceptance of anything of value.

Value - Entertainment and corporate hospitality offered or received shall not be (actual or perceived) extravagant, excessive, outside the norm or exceed the aggregated or equivalent threshold stipulated in the GDS Procedures. Exceptions to the general rule of “No Gift” Policy, Sponsorships, CSR activities and donations must be assessed with caution and approved in accordance to the Axiata Group Instruments and GDS Procedures.

Intention - Anything of value offered or received should not convey an expressed or perceived “advantage” or “benefit”, monetary or otherwise, with the intention to improperly influence the decision-making process to obtain, secure or retain opportunity although it is occasional or within the approved value.

Timing - Anything of value should not be offered or received during the period that may give the appearance (actual or perceived) of it being offered or received to improperly influence the decision made to obtain, secure or retain a business opportunity.

Avoid conflict of interest - Anything of value should not be offered or received if it gives rise to actual/real or perceived conflict of interest and creates an obligation or impact to the objectivity of the Stakeholders in making an impartial decision for and on behalf of the

Group. Stakeholders should refrain from taking advantage of their position or exercise their authority for their own personal interest at the expense of edotco.

Limited Frequency - Anything of value offered to or received from a party should not be repetitive or have a recurring pattern, albeit the value is low to avoid any actual or perceived conflicts of interest or inappropriate influence.

- 7.2 Stakeholder(s) shall not use or deploy edotco Group's personnel, funds and resources to provide anything of value, directly or indirectly, to Public/Government Officials and PEPs as well as to or through agents for personal gain, improper business advantage or favourable treatment for the Group. Please refer to edotco Group's ABAC Policy for further information including the definition and dealings with Public/Government Official or PEPs and the GDS Procedures as well as the edotco Group Instruments for the guidance on the principles involved.

8. GIFTS

- 8.1 edotco Group has adopted a “No Gift” Policy, whereby all its Stakeholders as well as their family members, who are acting for, and on behalf of the Group, directly or indirectly, are prohibited from giving or accepting gifts to avoid conflict of interest (actual or perceived) as a gift can be seen as a bribe that may negatively impact edotco Group’s reputation or be in violation of the ABAC Policy as well as laws and regulations.
- 8.2 Exception to the “No Gift” Policy is only allowed under limited situations or circumstances that are stipulated in the Group’s GDS Procedures and Governance Instruments.
- 8.3 The general rule is to refuse or return the gifts sent by Third Parties immediately and in no circumstance or exception shall allow a Board member, employee and his/her family members to accept gifts in cash or cash equivalents and may lead to perceived or actual conflict of interest.
- 8.4 It is acknowledged that business relationships may sometimes result in a need to re-evaluate our “No Gift” Policy. However, we must ensure we are not influencing or seen to be influenced in our decisions by the gifts offered or received, and there is a genuine and legitimate business purpose in seeking for an exception to the “No Gift” Policy.
- 8.5 Exceptions to the “No Gift” Policy in offering or provision of gifts are only permitted if pre-approval is obtained in accordance with the Group’s Limits of Authority upon exercising the expected proper care and judgement in conscientiously maintaining the highest degree of integrity that is consistent with the “**VITAL**” principles and UI.EP values.
- 8.6 All instances of potential exceptions of this Policy must be disclosed immediately to the respective edotcos’ Compliance Officer and/or GCRCO.

9. ENTERTAINMENT AND CORPORATE HOSPITALITY

- 9.1 Entertainment and corporate hospitality are forms of hospitality accepted by or offered to external parties or non-employees to build and maintain good business relationships and as part of business networking. Common entertainment and corporate hospitality received or offered are meals, golf games, ticket for events, travel tickets, accommodation/lodging, etc.
- 9.2 All Stakeholders, as well as their family members, who are acting for, and on behalf of the Group, directly or indirectly, are discouraged from giving or accepting entertainment and corporate hospitality.
- 9.3 All entertainment and corporate hospitality received or offered should be part of the normal business relations, legitimate and modest, and at nominal value. Personnel are strictly prohibited from receiving and offering entertainment and corporate hospitality whether directly or indirectly through an intermediary to improperly influence on any party in exchange for benefit/favourable treatment or decision made to obtain, secure or retain a business opportunity.
- 9.4 Entertainment and corporate hospitality must not be received or given during time sensitive periods (e.g. during tendering process, or business projects and contract renewals) nor should it be frequent and/or of high value although the intention of the giver might not be to influence business process or decision.
- 9.5 All entertainment and corporate hospitality received or offered in all occasions shall be assessed, approved and reported in accordance with this Policy, the Group's GDS Procedures and Governance Instruments.



Common examples of entertainment are lunches, dinners, attending events etc. that are extended to external party or non-employees.



Corporate hospitality is a form of hospitality offered to external parties or non-employees for free which may include travel tickets, accommodations etc.

10. SPONSORSHIPS

- 10.1 edotco Group participates in commercially driven sponsorships, where financial support is extended to an individual, entity, organisation or association to support a project, activity or event.
- 10.2 Good judgement and due diligence must be exercised to assess the purpose and intention of the sponsorships to ensure it promotes a legitimate business objective, is transparent, does not violate the Group's core values, policies and applicable laws, and is not made to secure improper business or personal advantage.
- 10.3 All sponsorships need to be agreed in writing with a clear description of services that are being provided under the sponsorship agreement. The business partner needs to provide proper evidence of execution of services under the agreement.
- 10.4 All sponsorships shall be assessed, approved and recorded based on the procedures indicated in the Group's GDS Procedures, BAMS P&Ps and Governance Instruments.

11. CORPORATE SOCIAL RESPONSIBILITIES ACTIVITIES

11.1 edotco Group supports various types of CSR activities to ensure the sustainability of our society and environment through voluntary activities and should not generate any commercial value in return of carrying out the activities.

11.2 CSR activities must not be carried out to disguise bribery or as a conduit to fund illegal activities violate to our policies, Governance Instruments and applicable legislation.

11.3 Transparent selection, careful examination and good judgement shall be performed to assess the legitimacy and genuineness of the activities to ensure the activities are not carried out to influence a business outcome improperly.

11.4 All CSR activities shall be selected, assessed, approved and executed based on the procedures set out in the Group’s GDS Procedures and Governance Instruments.



CSR activity is a self-regulated and ethics-driven activity to ensure the sustainability of society and our environment through voluntary activity.

12. DONATIONS AND POLITICAL CONTRIBUTIONS

12.1 edotco Group makes donations with a philanthropic motivation, clear documented purpose and without expecting any services, opportunities, benefits or advantages in return.

12.2 Donations shall not be made to disguise bribery or as a conduit to fund illegal activities that violate of the Group’s core values, Governance Instruments and applicable legislation.

12.3 Donations also shall not be made to secure an improper business or personal advantage. Rigorous due diligence must be exercised to assess the purpose of the donation and the reputation or status of the beneficiaries to ensure the donation made is used for the intended purpose and received by the legitimate recipient(s).

12.4 All donations shall be assessed, pre-approved and recorded based on the procedures outlined in the Group’s GDS Procedures and Governance Instruments. All donations shall also be offered and made transparently.

12.5 edotco Group prohibits any kind or form of political contributions or donations. Stakeholder(s) must not use or deploy edotco Group’s personnel, funds and resources to make contributions or donations on behalf of the Group to any political campaigns, political parties, political candidates or their respective offices/officials or affiliated organisations.

12.6 Please refer to edotco Group’s ABAC Policy for further information on the definition and dealings with Public/Government Official or PEPs.



Donation is something contributed or given (in cash or in kind) by edotco Group as charity without expecting any incentive, advantages or returns.



Political contributions, in cash or in kind, cannot be made to support a general party, a party, politician or a candidate for political office.

13. FACILITATION PAYMENTS

- 13.1 edotco Group recognises facilitation payments as gratification or inducements to secure or expedite a routine function which one person shall be or is responsible for performing as part of his/her daily roles and responsibilities. The payments are usually small payments paid unofficially to expedite routine administrative process on matters such as visas, permits, licences, and custom clearance.
- 13.2 Stakeholders are prohibited to directly or indirectly offer, promise, give, solicit or accept, agree to accept, or attempt to obtain anything that might be regarded as a facilitation payment in any form. Please refer to edotco Group’s ABAC Policy for further illustrations.

14. RECORDING AND REPORTING

- 14.1 edotco Group is committed to maintaining complete, accurate and detailed books and records that always fairly reflect all offered or received GDS by the Group. All GDS requests must be raised via a GDS system where the business rationale, purpose, substance and legality of the transactions shall be recorded.
- 14.2 All transactions shall be accounted in a transparent and accurate manner to reflect and disclose in the Group's books and records. edotco Group affirms that we shall not allow its employees to:
- a. alter, conceal any information, falsify and omit or misrepresent the facts of any GDS record or transaction; or
 - b. encourage or allow anyone else to compromise the accuracy and integrity of the Group's records; or
 - c. engage in any scheme to defraud anyone.
- 14.3 The procedures on how to record a GDS transaction are set out in GDS Procedures and if you are in doubt, please seek consultation or advice from Compliance Officer or Legal Division or your immediate superior to determine the applicable legal requirements for the specific record.
- 14.4 GDS transactions, process and procedures are also subjected to assessment or review by the Compliance Department on an annual basis, or as and when required by any law/regulation or by the Compliance Department.

15. REVIEW AND UPDATES TO THIS POLICY

- 15.1 This Policy shall be monitored and reviewed at least once every two (2) years or as and when required by any law/regulation, or by the Compliance Department. The required updates and amendments shall be recommended by the Compliance Department to the Axiata Group GCRCO for the same to be tabled to the BRCC and Board of both edotco and Axiata Group for approval. All Stakeholders shall be informed of any revisions made to this Policy.
- 15.2 edotco Group and/ or Axiata Group reserves the right to vary and/or amend the terms of this GDS Policy from time to time.

END OF DOCUMENT