



AYEYAR HINTHAR HOLDINGS CO., LTD.

Anti Corruption Policy



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1. Purpose

- 1.1** This policy sets out the business principles and declaration with regard to giving and receiving of gifts and responsibilities of the Participant/Employees including not limited to shareholders, directors and employees (hereinafter shall refer to as **participants**) who are participant and/or employed at **Ayeyar Hinthar Holdings Company Limited** (the **Company**), those who are at the course of conducting business activities related to relevant Ministries, and in connection with government agencies or companies and organization from private sectors (including non-profit government organizations).
- 1.2** This policy has been adopted with the approval of Board of Directors of the Company to abide by all employees including stakeholders. This policy will also help as a source of information and guidance for those working at the Company, as well as understanding of their responsibilities.

2. Business Principle

- 2.1.** The Company is committed to conducting business in an ethical and honest manner, and is committed to implementing and enforcing systems that ensure bribery is prevented. The Company has zero-tolerance with regard to bribery and corrupt activities. We are committed to act professionally, fairly, and with integrity in all business dealings and relationships, regardless of the entities we are dealing with.
- 2.2.** The Company will constantly comply with prevailing (Myanmar) Anti-Corruption Law 2013 and its amendment from time to time.
- 2.3.** The Company recognizes that corruption is punishable by up to (7) years of imprisonment and a fine other than political post and/or authorities. If one of our employee is discovered to have taken part in corruption activities or taken action by the inspection committee of the anti-corruption board, such employee will immediately be terminated from the Company as it is seriously cause damage to our Company's reputation. It is with this in mind that we commit to preventing corruption in our business, and take our legal responsibilities seriously.

3. Scope



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3.1. Notwithstanding anything contrary contained in the employee manual or contract of the Company, this policy shall apply to all participants/employees (whether temporary, fixed-term, or permanent), consultants, contractors, trainees, seconded staff, home workers, casual workers, agency staff, volunteers, interns, agents, sponsors, or any other person or persons associated with us (including third parties), or any of our subsidiaries of their employees, no matter where they are located (within or outside of the Myanmar). The policy also applies to Officers, Trustees, Board, and/or Committee members at any level.

3.2 This policy covers the act of giving and/or receiving of gifts between participants/employees and third parties in following categories; -

- 1) Third-party refers to any individual or entity our company meets and works with. It refers to actual and potential clients, customers, vendors, suppliers, distributors, stakeholders, business contacts, agents, advisers, and
- 2) Government and public bodies – this includes their advisors, representatives and officials, politicians, and public parties.

3.3. This policy applies to all participants/employees by virtue of their position in the company and does not apply to the act of giving and/or receiving of gifts due to family or personal relationship.

4. Definition

4.1 Corruption refers to the act of offering, giving, promising, asking, agreeing, receiving, accepting, or soliciting something of value or of an advantage so to induce or influence an action or decision.

4.2 In addition, a corruption refers to any inducement reward, or object/item of value offered to another individual in order to gain commercial, contractual, regulatory, or personal advantage.

4.3 All participants/employees must not engage in any form of bribery or corruption, whether it be directly, passively (as described above), or either tangible or intangible or through a third party (such as an agent or distributor). They must not bribe to any of the government employee or political post. They must not accept bribes in any degree and if they are uncertain about whether something is a bribe or a gift or act of hospitality, they must seek further advice from the company's senior management level.



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5. Declaration

5.1 This section of the policy refers to two areas:

- Gifts and hospitality
- Charitable contributions

5.2 Gifts and hospitality

The Company accepts normal and appropriate gestures of sincere hospitality and goodwill (whether given to/ received from third parties) so long as following criteria are met:

- a. It is not made with the intention of influencing the party to whom it is being given, to obtain or reward the retention of a business or a business advantage, or as an explicit or implicit exchange for favors or benefits.
- b. It is given in the name of the company, not in an individual's name.
- c. It does not include cash or a cash equivalent (e.g. a cheque or gift certificate).
- d. It is appropriate for the circumstances (e.g. giving small gifts on birthday or wedding or traditional ceremony or as a small thank you to a company for helping with a large project upon completion).
- e. It is given/ received openly, not secretly;
- f. It is not above a certain excessive value, as pre-determined by the company's senior management (usually in excess of **25,000MMK** or amount equivalent to USD (\$));

5.3. Where it is inappropriate to decline the offer of a gift (i.e. when meeting with an individual of a certain religion/culture who may take offence), the gift may be accepted as long as it is declared to the senior management, who will assess the circumstances.

5.4. As good practice, gifts given and received should always be disclosed to senior management. Gifts from suppliers/vendors should always be declared or disclosed.

5.5. Charitable Contributions

(a) The Company accepts the act of donating to charities including but not limited to Thingyan (Water Festival), Kahtain, Thadinkyut, Waso Robe Offering, religious activities and etc., that are related to Myanmar tradition or custom either through services, knowledge, time, or direct financial contributions (cash or otherwise) and agrees to disclose all charitable contributions it makes.

(b) The Company shall be able to contribute for the development of the State where necessary with the approval of the senior management.



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(c) The Company will ensure that all charitable donations made are legal and ethical under local custom and practices, and that donation are not offered/ made without the approval of the senior management

6. Responsibilities

6.1. As a participant/employee of the Company, you must ensure that you have read, understand, and comply with the information contained within this policy, and with any training or other anti-corruption information you are given.

6.2. All participants/employees are equally responsible for the prevention, detection, and reporting of bribery and/or other forms of corruption. They are required to avoid any activities that could lead to, or imply, a breach of this policy.

6.3. If the participants/employees have reason to believe or suspect that an instance of bribery or corruption has occurred or will occur in the future that breaches this policy, such participant/employee must notify the senior management.

6.4. If any of the participant/employee breaches this policy, they will face disciplinary action and could face dismissal for gross misconduct. The Company has the right to terminate a contractual relationship or appointment of director letter (if any) with the participant/employee if they breach this policy.

7. Training and Awareness

7.1. The Company will provide training on this policy as part of the induction process for all new participants/employees. Participants/employees will also receive regular, relevant training on how to adhere to this policy as a good practice by the Company, and will be asked annually as a commitment to formally accept that they will comply with this policy.

7.2. The Company's corruption policy and zero-tolerance attitude will be clearly communicated to all suppliers, contractors, business partners, and any third-parties at the outset of business relations, and as appropriate thereafter.

8. Internal Control

The Company will keep detailed and accurate financial record of all transactions, and will have appropriate internal controls in place to act as evidence for all payments made. We will declare and keep a written record of the amount and reason for hospitality or gifts accepted and given, understand that gifts and acts of hospitality are subject to management review.

9. Monitoring and Assessment

9.1. The Company's senior management is responsible for monitoring the effectiveness of this policy and will review the implementation of it on a regular basis. If necessary, the



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management should have to seek approval from Board of Directors of the Company for any improvements.

9.2. Internal control systems and procedures designed to prevent bribery and corruption are subject to regular audits (either internal or external) to ensure that they are effective in practice.

9.3. All participants/employees are encouraged to offer their feedback on this policy if they have any suggestions for how it may be improved. Feedback of this nature should be addressed to senior management.

9.4. This policy does not form part of the participant/employee's contract of employment or appointment of director, and the Company may amend it at any time so to improve its effectiveness at combatting bribery and corruption.
