

TrickleStar Limited

Policies and Standard Operating Procedures

ANTI-CORRUPTION, NO GIFT AND WHISTLEBLOWING POLICY

Policy Number 36

Approved by the Board of Directors on 2 September 2020

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TRICKLESTAR ANTI-CORRUPTION, NO GIFT AND WHISTLEBLOWING POLICY

POLICY STATEMENT

1. TrickleStar is committed to the highest standard of integrity, openness and maintaining high standards of accountability in the conduct of its business and operations. TrickleStar's Anti-corruption, No Gift and Whistleblowing Policy, includes responsible and effective procedures for disclosure or reporting of misconduct and impropriety so that appropriate remedial action can be taken if concerns are deemed legitimate.
2. This Policy applies to TrickleStar (M) Sdn Bhd and all its employees.

OBJECTIVES

3. This Policy is intended to encourage employees and other TrickleStar stakeholders to report unethical or illegal conduct or conduct of employees, management, directors and other stakeholders such as suppliers, shareholders, customers and other third parties to appropriate authorities in a confidential manner without any fear of harassment, intimidation, victimization or reprisal of anyone for raising a concern under this Policy.

GUARDING AGAINST BRIBERY AND CORRUPTION

4. We adopt a zero-tolerance stance against any form of bribery and corruption in all our business dealings. We are committed to conducting our business professionally and ethically at all times and in compliance with anti-bribery and anti-corruption laws and regulations in all jurisdictions we operate in.

ZERO TOLERANCE FOR BRIBERY AND CORRUPT PRACTICES

5. We strictly prohibit any attempts to influence business decisions directly or indirectly by paying or receiving bribes and kickbacks or any other methods deemed illegal or unethical. We recognise that bribery and corrupt practices will not only expose us to legal and criminal consequence but adversely impact our brand and reputation.
6. We will protect our employees from any adverse consequences such as reprisals or retaliation arising from their refusal to give or accept bribes or engage in any corrupt practices. This protection is given even if such action (refusal) may result in TrickleStar losing business and/or not meeting targets. Further, we will also strive to protect the identity of anyone reporting any acts of bribery and corruption and further protect our employees from any reprisals or retaliation for their reporting (see our Whistleblower policy below).
7. To avoid being implicated in a corrupt act, we must **not** directly or indirectly:
 - 7.1. promise, offer, grant or authorise the giving of money or anything else of value to anyone to obtain or retain a business or an advantage in any business dealing. This also includes refraining from promising, offering, granting or authorising the giving of money or anything else of value which may create the impression of us seeking to create an advantage in our business dealings;
 - 7.2. solicit, receive, or authorise the acceptance of money or anything else of value from anyone to influence the outcome of any of TrickleStar's business decisions;
 - 7.3. be involved in any corrupt act or conduct, which includes but is not limited to the abuse of position / authority and falsification of documents;
 - 7.4. make and/or receive commissions that may be perceived as bribes or used by the recipient to pay bribes or for other corrupt purposes;
 - 7.5. make and/or receive facilitation payments ('grease payments') which are regarded as payments to gain access, secure, expedite or bypass standard operating procedures that are in place or the otherwise routine functions that employees are duty-bound to perform;

- 7.6. be involved in any activity or behaviour that could give rise to the perception or suspicion of any corrupt conduct or the attempt thereof;
 - 7.7. conceal or take any steps that could delay information that a bribe, improper advantage or facilitation payment has been given or received.
8. As part of TrickleStar's effort to prevent corrupt acts, we:
- 8.1. must inform TrickleStar's Chairman of the Audit Committee when we encounter any request for a facilitation payment, or if a payment which could possibly be misconstrued as a facilitation payment has been made;
 - 8.2. expect our Counterparties and stakeholders (including current and potential vendors, suppliers, customers, business partners, agents, employees or any other individual or organisation (individually and collectively referred to as "**Third Parties**")) to not promise, offer or give any improper advantage for and on behalf of TrickleStar to others. TrickleStar will endeavour to ensure that they, our Third Parties, do not do so.
9. In the event of any breach to this Policy, we will not hesitate to take necessary action which includes, but is not limited to, taking internal disciplinary action, severing business ties with relevant Third Parties as well as reporting the matter to the relevant authorities.

AVOIDING THE PERCEPTION OF BRIBERY IN THE FORM OF GIFT, ENTERTAINMENT AND TRAVEL

10. We recognise that business hospitality in the form of gift, entertainment and travel builds relationships with Third Parties. We accept that there are occasions when provision and acceptance of such business hospitality is appropriate.
11. To avoid the risk of creating an appearance of unfair advantage, the hospitality offered to us or offered by us must be legitimate and proportionate in the context of our operations and occur sparingly.
12. Given this, it is imperative that any employee must disclose to his or her superior and to TrickleStar's Chairman of the Audit Committee the value of any gifts, entertainment or travel he/she has received from any Third Party, bearing in mind TrickleStar's No Gift policy outlined below. Further, an employee should also ensure that gifts, travel and entertainment provided to any Third Party is first approved by his or her immediate superior and, if the matter might be considered as in breach of this Policy, it should be also be disclosed to TrickleStar's Chairman of the Audit Committee before the commitment is made. Disclosure and prior approval is paramount here and extends to cover any immediate family members of the employee providing or receiving such gifts, travel or entertainment.

GIFTS – NO GIFT POLICY

13. A gift received or offered can sometimes appear to be an attempt to gain an unfair advantage or benefit and may be perceived as a bribe or gratification. A gift could also put the giver and receiver in a position of conflict as it may influence decision making. Gifts can be in the form of cash or cash equivalents, personal services or otherwise.
14. To reduce the risks above and to minimise the need for us to examine the reasons and ethics behind the acceptance and provision of gifts, we have adopted a "No Gift Policy" which prohibits the use of gifts, entertainment and travel to influence business decisions. The No Gift Policy is in line with our commitment to achieve the highest standard of ethics and integrity. The No Gift Policy strictly prohibits us from giving, offering, soliciting or accepting gifts of any kind or value offered by Third Parties at any time, regardless of the reasons behind the gifts. The No Gift Policy also extends to the employee's immediate family members or people who they have close connections with.
15. The No Gift Policy excludes the provision of the following gifts:

- 15.1. token Corporate Gifts, plaques or trophies and promotional items (of nominal value) which bears the name of the giver or Third Parties;
 - 15.2. promotional gifts such as t-shirts, pens, trade show bags and all other ornaments that Employees obtain, as members of the public, at events such as conferences, training events, seminars, and trade shows that are offered equally to all members of the public attending the event;
 - 15.3. festive cards, thank you notes, certificates, or other written forms of appreciation, gratitude and recognition;
 - 15.4. exchange of gifts between companies at the corporate level.
16. In ensuring we are protected against any allegation of impropriety the employee (and relatives and connected parties) must:
- 16.1. not directly or indirectly solicit and/or accept gifts from any Third Parties;
 - 16.2. apply the No Gift Policy in good faith;
 - 16.3. ensure any gift provided to Third Parties as part of normal business operations are not considered to be excessive, imply an improper advantage or create an impression of actual or perceived conflict of interest.
17. If a gift that does not comply with this Policy, is offered or delivered, an employee must:
- 17.1. politely decline the gift and explain TrickleStar's No Gift Policy;
 - 17.2. verbally disclose to their Head of Department and document the offer received via a prescribed Gift, Entertainment and Travel ("GET") form;
 - 17.3. where practical, return the gift;
 - 17.4. surrender the gift to their Head of Department in exceptional circumstances where the gift could not be returned or where returning the gift would be considered inappropriate and offensive.

The Chief Executive Officer will decide what is to be done with such gifts.

ENTERTAINMENT

18. Entertainment, as with gifts, when provided excessively and is disproportionate to the context of the business activities, can compromise an employee's ability to make objective business decisions in the best interest of TrickleStar. Therefore, we must **not**:
- 18.1. offer or solicit any form of entertainment from Third Parties directly or indirectly;
 - 18.2. offer or solicit any form of entertainment from Third Parties that are indecent and / or sexually orientated.
19. However, we may accept invitations to social events or entertainment from Third Parties within the scope of work, on condition that the invitations are **not**:
- 19.1. overly lavish or extravagant affairs;
 - 19.2. a regular feature such that they begin to influence the business decision-making process;
 - 19.3. for indecent and /or sexually orientated activities which may put the recipient in a position of conflict or adversely affect TrickleStar's reputation;
20. To protect us from any allegations of impropriety, before we attend such functions, written approval must first be obtained from the Head of Department

TRAVEL

21. Travel, as with gifts, poses a risk to us when it is provided and accepted excessively and disproportionate to the context of the business activities. To avoid this risk, we will bear the cost of all business travel incurred.

22. Unless prohibited by law or the policy of the recipient organisation, we may bear the costs of transportation and lodging for Third Parties in connection with a visit to any TrickleStar facility. The visit must be for a legitimate business purpose e.g. on-site examination of equipment, contract negotiations or training.
23. An employee must not accept offers for lodging and other benefits for his family members (e.g. food, transportation) provided by Third Parties even if the trip is for business purposes. While they may accept the offer to pay for their own lodgings, food and transportation by the Third Party (provided it is in connection with a legitimate business interest), the employee must refuse any offer of benefit being extended to any of their family members or friends.

HOW TO DECIDE WHETHER AN OFFER FOR TRAVEL, ENTERTAINMENT AND PROVISION OF GIFTS BREACHES OUR ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

24. TrickleStar recognises that there may exist grey areas in interpreting whether an offer of a benefit crosses the line between what is normal or customary business practice and what would be a breach of this Policy. To better help you determine this, ask yourself these two questions:

Would an independent person who comes to know about this gift or benefit consider that there is a wrongful or improper element involved?

In receiving this gift or benefit, will it affect my ability to be objective when making any business decision connected with this business?

If you feel that it will compromise your objectivity or if an independent party who comes to know about this practice will conclude that there is a wrongful, dishonest or improper element involved, then you would most likely have breached this Policy.

PROVIDING DONATIONS AND SPONSORSHIPS FOR WORTHY CAUSES

25. We may provide donations and sponsorships as part of our initiative to contribute to worthy causes in any particular community or society in general.
26. A sponsorship can be in the form of contribution in cash, in kind, or in services to support an event, activity, person or organisation. Examples of sponsorship events or activity include but are not limited to academic, sporting, music, cultural activities, business/technology events, environmental and community events. A donation, on the other hand, is a provision of cash or other items of value and is usually made to assist in disaster relief, in support of health related organisations or activities, or given to charities or Non-Governmental Organisations (“NGO”) that provide for people in need either nationally or internationally.
27. Every sponsorship or donation that we make shall comply fully with applicable laws and legislation, and shall be given through the proper legal channels.
28. We will not donate to private individuals (unless it is for educational sponsorship) or private accounts or to individuals or organisations that could prove harmful to TrickleStar’s reputation or if their activities are in conflict with TrickleStar’s values or objectives.
29. TrickleStar reserves the right and has the sole discretion to terminate support for a sponsorship/donation event or programme when:
 - 29.1. a situation arises that creates a conflict with TrickleStar or public interest;
 - 29.2. the initiative, event or programme no longer supports the best interests of the community, TrickleStar or its employees;
 - 29.3. the terms of the agreement for sponsorship/donation are not being met;
 - 29.4. signs of misconduct or conflict of interest becomes evident and known;

30. Even though the act of sponsorship and donation is done with good intentions at heart, nonetheless such acts, however legitimate, run the risk of being misconstrued as bribery or corruption. As such, we must ensure that all donations and sponsorships from TrickleStar are:
 - 30.1. given through the proper legal channels;
 - 30.2. the donation / sponsorship must not be for any ulterior purpose, inappropriate advantage or benefit. It should also not place TrickleStar in a position of conflict;
 - 30.3. given directly in good faith, open and transparent manner and not for the benefit of any individual (unless it is for educational sponsorship);
 - 30.4. not offensive or inappropriate;
 - 30.5. not be deliberately structured as an arrangement to avoid approval requirements;
 - 30.6. approved in accordance with established procedures before the donation / sponsorship is made;
 - 30.7. accurately recorded.
31. We must also:
 - 31.1. ensure that necessary due diligence is carried out by the relevant parties to ensure that the donation / sponsorship is not linked to government officials or their families, as this can be perceived as a form of bribery or corruption;
 - 31.2. report all cases of bribery or corruption to the Chairman of the Audit Committee once becoming aware of such a case. If you are unsure if a particular situation amounts to bribery or corruption or could potentially amount to one, you are advised to report the facts of the case as you know them to the Chairman of the Audit Committee in order to make a determination.
32. Any request for donation or sponsorship received by a Director and that may be construed as a bribe, must be referred to the Chairman of the Audit Committee. In addition, any donation or sponsorship must be accurately captured and reflected in our financial accounts to avoid giving any impression of wrongfulness or improper conduct.

REGULATION ON POLITICAL CONTRIBUTIONS

33. We will observe all applicable laws and regulations concerning political contributions in the countries that we operate in.
34. Corporate political contributions are strictly regulated and must be approved by the Board. All political contributions will be properly recorded.
35. Political contributions or expenditures can include, but are not limited to:
 - 35.1. paying for advertisements and other political campaign expenses;
 - 35.2. buying tables for fundraising dinners organised by a political party;
 - 35.3. loaning Employees to support political events during working hours.
36. We must ensure that:
 - 36.1. we will not use TrickleStar's funds or resources, either directly or indirectly, to help fund political campaigns, political parties, political candidates or anyone associated with them. This includes making political payment under the guise of charitable donation on behalf of TrickleStar;
 - 36.2. if any employee chooses to make any contribution to a political party, such contribution must not be made using TrickleStar's name;
 - 36.3. any personal political support or contributions must not affect our performance or objectivity at work.

WHISTLEBLOWING POLICY

37. Whistleblowing is an important aspect of an accountability and transparency mechanism to enable employees or stakeholders (such as potential vendors, suppliers, customers, business partners, agents, employees, consultants, suppliers, customers or members of the public) of TrickleStar Limited and all its subsidiaries (individually and collectively, “TrickleStar”) to voice concerns in a responsible and effective manner. In line with good corporate governance practices, TrickleStar encourages its employees and stakeholders to report directly to us first any breach or suspected breach of any law or of our policies and practices. A Whistleblower is any person who makes a disclosure of improper or illegal conduct.

38. This Policy is designed to:

- 38.1. provide a proper avenue and mechanism for the Whistleblower to raise concerns and receive feedback on action(s) taken;
- 38.2. provide a transparent and confidential process for dealing with concerns/disclosures;
- 38.3. ensure the Whistleblower will be protected from victimisation and/or subsequent discrimination or harassment for whistleblowing in good faith;
- 38.4. prohibit retaliation against the Whistleblower;
- 38.5. ensure all concerned parties are treated consistently and fairly; and
- 38.6. establish a system to ensure that all whistleblowing reports received are properly recorded and retained by TrickleStar.

OVERVIEW OF WHISTLEBLOWING POLICY

39. A Whistleblower is not responsible for investigating the activity or for determining fault or proposing corrective measures. They are only required to report such dishonest or illegal activity. TrickleStar's Audit Committee TrickleStar will be responsible for appointing independent people to investigate these reported activities.

40. It should also be emphasised that this Policy is intended to assist individuals who believe they have discovered malpractice or impropriety in TrickleStar or by Third Parties in their dealings with TrickleStar. It is not designed to question financial or business decisions taken by TrickleStar nor should it be used to reconsider any matters which have already been addressed under harassment, complaints, disciplinary or any other procedures. Since these Whistleblowing procedures are in place, employees and Third Parties are expected to use them rather than air their complaints outside TrickleStar.

SCOPE OF WHISTLEBLOWING POLICY

41. This Policy covers not only possible improprieties in matters of financial reporting, but shall also the following:

- Financial malpractice or impropriety or fraud.
- Bribery and corrupt practices such as giving and receiving of bribes, kickbacks and other forms of gratification.
- Failure to comply with legal or regulatory obligations.
- Health, safety and the environment.
- Criminal activity.
- Breach of Group policies and Code of Conduct and Ethics.
- Criminal breach of trust.
- Billing for services not performed or goods not delivered.
- Misuse of confidential information.
- Misappropriation of assets or resources.
- Conflicts of interest which have not been disclosed.
- Any other improper matters which may cause financial or non-financial loss to TrickleStar or damage to TrickleStar's reputation.
- Concealment of any of the above or other acts of wrongdoings.

PRINCIPLES OF WHISTLEBLOWING POLICY

42. All concerns raised will be investigated and genuine cases will be treated fairly.
43. Harassment or victimisation of any Whistleblower will not be tolerated and TrickleStar is committed in ensuring that the Whistleblower will be protected from retaliation and reprisal.
44. The identity of the Whistleblower making the disclosure will be kept confidential unless he agrees otherwise.
45. Will endeavour to ensure that the Whistleblower is aware of who is handling the matter.
46. Will ensure that no one will be at risk of suffering any retribution as a result of raising a genuine concern, even if the Whistleblower is mistaken.

APPLICABILITY OF WHISTLEBLOWING POLICY

47. Subject to the requirement of the applicable local jurisdiction, this Policy applies to all employees of TrickleStar and extends to Third Parties, where relevant.

PROTECTION AGAINST REPRISALS & RETALIATION

48. Whistleblower protections are provided in two important areas -- confidentiality and against retaliation. As far as possible, the identity and report of the Whistleblower will be kept confidential.
49. However, the identity of the Whistleblower may sometimes need to be disclosed where it is necessary. This could be for the purposes of being able to conduct a thorough investigation, to comply with a specific law or regulation and to provide the accused individual(s) their legal rights to confront the accuser. Should such a situation arise, TrickleStar will ensure that the Whistleblower is duly informed of the same.
50. TrickleStar will not retaliate against a Whistleblower and will seek to protect his interests at all times.
51. Any Whistleblower who believes he is being retaliated against must contact the Chairman of the Audit Committee immediately.
52. The right of a Whistleblower for protection against retaliation does not, however, include immunity for any personal wrongdoing that that he is found to have committed or from any activities undertaken in bad faith or with malicious intent.
53. TrickleStar will undertake to ensure that any party that retaliates against a Whistleblower who has reported a wrongdoing in good faith will be subjected to the appropriate disciplinary action up to and including legal action, where applicable.

WHISTLEBLOWING SAFEGUARDS

54. *Anonymous Allegations:*

This Policy encourages individuals to put their name to any disclosures they make. Concerns expressed anonymously are much less credible, but they may be considered at the discretion of TrickleStar. In exercising this discretion, the following factors will be considered by TrickleStar:

- 54.1. the seriousness of the issue or concern raised;
- 54.2. the credibility of the Whistleblower;
- 54.3. the likelihood of confirming the allegation with other credible parties.

55. *Untrue Allegations:*

If a Whistleblower makes an allegation in good faith, which is not confirmed by subsequent investigation, no action will be taken against that Whistleblower. However, action may be taken against a Whistleblower if the report is found to have been maliciously made. Therefore, as long as

the whistleblowing report is made with no malicious intent, the Whistleblower has nothing to fear in coming forward.

HOW TO RAISE A WHISTLEBLOWING CONCERN OR PROVIDE INFORMATION

56. A Whistleblower should raise his/her concerns and/or make disclosures through the following reporting channels:
- 56.1. any concerns should initially be reported to the immediate superior;
 - 56.2. if for any reason the Whistleblower is reluctant to report to the immediate superior, then the Whistleblower shall report the concerns in writing directly to the Chairman of the Audit Committee.

The contact details of the Chairman of the Audit Committee where concerns can be raised by the Whistleblower are as follows:

Jeremy Figgins: Email address: jeremy.figgins@tricklestar.com

57. Whistleblowers will be asked to make submissions via emails to the Chairman of the Audit Committee to report their concerns of any wrongdoing or potential wrongdoing (hereinafter referred to as “**a case**”). Any Whistleblower reporting a case should strive where possible to provide as much detail as possible including the nature of the allegations, details of the person(s) involved, dates, locations and times of the incident(s) and any other available evidence which would help TrickleStar to thoroughly investigate the matter.

WHISTLEBLOWING INVESTIGATING PROCEDURE

58. The investigation process will be as follows:
- 58.1. Full details and clarifications of the complaint should be obtained from the Whistleblower.
 - 58.2. The Chairman of the Audit Committee will form a confidential, independent investigating panel that should consult with and, if appropriate, consider the involvement of TrickleStar's internal auditors and/or the police at this stage. Where appropriate, any accused employee will also be informed of the allegations.
 - 58.3. The allegations should be fully investigated by the investigating panel with the assistance, where appropriate, of other individuals / bodies.
59. A finding concerning the complaint and validity of the complaint will be made by the investigating panel. The findings of the panel will be in the form of a detailed written report. The report will also contain their basis for the findings made. The report will be passed to the Chairman of the Audit Committee.
60. The Chairman of the Audit Committee will decide on the next course of action. If the complaint is found to be valid, appropriate action will be instituted against the individual concerned. If the errant individual is not an employee of TrickleStar, a determination will be made how the situation should be best dealt with. Where required, TrickleStar will also report any wrongdoings involving suppliers and/or other third parties to the relevant authorities.
61. The Whistleblower will be kept informed of the progress of the investigation and the final outcome, where appropriate.
62. Where required, a copy of the findings will be passed to TrickleStar's internal auditors/Audit Committee to enable a review of the procedures.
63. If the Whistleblower is not satisfied that his/her-case is being properly dealt with by the investigating panel, he/she has the right to raise it in confidence with the Chairman of the Audit Committee, or any other designated persons under the reporting channels.

CIRCULATION AND REVIEW



64. This Policy will be circulated to all existing and new employees of TrickleStar.
65. This Policy will be reviewed annually by the Audit Committee.
66. Any revisions or amendments to this Policy will be submitted for approval by the Board and communicated to all employees within TrickleStar.