

CODE OF CONDUCT – BUSINESS ASSOCIATES

1. Introduction

This Code of Conduct (“**Code**”) applies to all business associates and vendors of Bluesify Solutions Sdn. Bhd. (“**Company**”) and conveys the expectation for the Business Associates to adhere to the highest ethical standards when conducting business with the Company.

A Business Associate refers to an external party with whom the organisation has, or plans to establish, some form of business relationship. This primarily includes clients, customers, joint ventures, joint venture partners, outsourcing providers, contractors, consultants, subcontractors, suppliers, vendors and agents. It is the responsibility of the Business Associate to ensure its employees and representatives understand and comply with this Code.

Failure to adhere to this Code may be sufficient grounds for the Company to terminate the business relationship between the Company and the Business Associate, depending on the circumstances and the seriousness of the violation.

The Business Associate shall comply with all applicable laws and regulations. The Business Associate shall not tolerate, permit or engage in bribery, corruption or unethical practices. The Business Associate shall practice fair competition. Conflicts of interest are to be avoided at all times.

The Code defines the basic requirements of the Company regarding the activities that are strictly prohibited as well as respective responsibilities towards their stakeholders and the environment. It is the obligation of the Business Associate to review the Code, understand and comply with the Code.

2. Compliance with Laws and Regulations

In addition to the legal standards mentioned in this Code, Business Associate must undertake that they shall comply with all laws and regulations that apply to them in their countries of operations, while providing goods and services to the Company including but not limited to the laws and regulations in respect of anti-bribery and anti-corruption.

The Company expects the Business Associate to implement systems and controls to promote compliance with applicable laws and the principles set forth in this Code. The Business Associate should also apply these or similar principles to the relevant parties having a business relationship with the Company.

3. Ethical Dealings

3.1. The Business Associate shall commit that all their business dealings are handled with integrity, transparency and honesty. No form of fraud, corruption, bribery, extortion or other behaviour involving improper benefits shall be tolerated. Any situation that has actual, perceived or potential conflicts of interest must be disclosed to the Company.

3.2. The Business Associate will comply with all the anti-bribery and anti-corruption

principles:

- (a) committing to promote values of integrity, transparency, accountability and good corporate governance;
 - (b) strengthening internal systems that support corruption prevention;
 - (c) fighting any form of corrupt practice; and
 - (d) supporting corruption prevention initiatives by the Government and the local authorities.
- 3.3. A 'zero tolerance' policy towards any form of bribery, corruption, extortion and embezzlement. The Business Associate shall not offer to any employee of the Company any gift, inducement or reward that may influence business decision or create the appearance of influencing any business decision other than that specifically documented in a signed contract agreement or terms and conditions of the business arrangement.
- 3.4. In particular, the Company shall not pay bribes or make any other inducement, including kickbacks, facilitation payments, excessive gifts and hospitality, grants or donations in relation to their business dealing with customers and public officials. The Business Associate is expected to perform all business dealings transparently and these dealings shall be recorded accurately. The Business Associate shall ensure the subsidiaries, affiliates and all other parties appointed by the Business Associate to conduct work for the Company also comply with the above.
- 3.5. The Business Associate and those acting on their behalf shall remain free from conflicts of interest that may adversely influence their business relationship with the Company. The Business Associate has not been convicted nor are the subject of any investigation, inquiry or enforcement proceedings by the relevant authorities of any actual or suspected breach to the above and will report any actual or suspected breach to the above as soon as reasonably practicable and to the extent permitted by law, to the Company.

4. Anti-Money Laundering

- 4.1. The term money laundering is the process of hiding the true nature or source of illegally obtained funds and passing it through any legitimate business channels from one place or person to another. Anti-money laundering provisions are designed to help prevent legitimate businesses from being used by criminals and to assist law enforcement agencies to trace and recover criminal assets and terrorist funding. The Company prohibits any involvement in money laundering activities either directly or indirectly.
- 4.2. The Business Associate is required to report any suspicious transactions or any money laundering concerns to the Company.

5. Confidentiality

- 5.1. The Business Associate must respect the Company's intellectual property, trade secrets

and all other confidential, proprietary or sensitive information, and may not use or disclose any such information except in accordance with the terms of their contract with the Company and for the benefit of the Company.

- 5.2. The Business Associate shall disclose information regarding its business activities, structure, financial situation and performance in accordance with applicable regulations and prevailing industry practices. Falsification of records or misrepresentations of conditions or practices in the supply chain are unacceptable.

6. Competition and Anti-Trust

- 6.1. The Company is committed to conducting its business in full compliance with anti-trust and fair competition laws.

- 6.2. The Business Associate shall comply with all applicable anti-trust and competition laws. The Business Associate shall not use illegal or unethical methods to compete in the market which includes but are not limited to:

- (a) exchanging, agreeing or arrangement to exchange commercially sensitive or competitive information with competitors;
- (b) fixing prices or terms related to pricing;
- (c) dividing up markets, territories or customer; and
- (d) adopting strategies to illegally exclude competitors from the market.

7. Equality

- 7.1. The Business Associate shall not engage in any form of discrimination based on race, national origin, ethnicity, religion, gender, age, marital status, sexual orientation, disability, or other prohibited grounds for discrimination in hiring and any other employment practices.

8. Compliance with Labour Laws and Prohibition of Forced Labour

- 8.1. The Business Associate shall not use forced labour, which consists of any work or service, not voluntarily performed, that is exacted from an individual under threat of force or penalty and includes any kind of involuntary or compulsory labour. The Business Associate shall not use coerced, bonded or indentured labour, prison labour, or other forms of forced labour.

- 8.2. The Business Associate shall comply with rules and conditions of employment that respect employees and, at a minimum, safeguard their rights under applicable national and international labour and social security laws and regulations. The Business Associate shall ensure that their employees are provided with a valid employment contract outlining clearly the terms and conditions including on wages and other benefits.

- 8.3. In addition, where migrant employees are employed, the Business Associate shall

ensure that the employees (i) are documented and recruited legally and ethically in line with applicable laws and regulations; (ii) are provided with adequate information regarding their terms of employment in their national languages; and (iii) enjoy their right to keep all personal documents including passports by themselves.

9. Prohibition of Child Labour

9.1. The Business Associate shall not use child labour, which refers to work that:

- (a) is mentally, physically, socially or morally dangerous and harmful to children; and/or
- (b) interferes with their schooling.

9.2. The term “child” refers to anyone under the age of eighteen as per define under the Child Act 2001.

10. Wages and Benefits

10.1. Every employee has a right to compensation for a regular work week that is sufficient to meet the employee’s basic needs and provide some discretionary income. Discretionary income refers to income remaining after deduction of taxes, social security charges and basic living costs.

10.2. The Business Associate shall pay at least the minimum wage or the appropriate prevailing wage, whichever is higher, comply with all legal requirements on wages, and provide any fringe benefits required by law or contract. Where compensation does not meet employees’ basic needs and provides some discretionary income, each Business Associate will work with the Company to take appropriate actions that seek to progressively realise fair compensation.

10.3. Deductions from regular contracted wages shall not be permitted, except those deductions which (i) are mandated by law; and/or (ii) are in accordance with the prescribed procedures under the law. All wages and compensation are to be paid in a timely manner.

11. Humane Treatment

The Business Associate shall treat employees with respect and dignity. No employee shall be subjected to any form of harassment which includes but not limited to physical, sexual, psychological or verbal harassment or threat of any such treatment.

12. Health and Safety

12.1. The Business Associate is required to provide a safe and healthy working environment for all its employees and are encouraged to have in place policies that are designed to promote the general health of employees and prevent work-related injuries and illness. The Business Associate must ensure that employees are aware, through any effective

form of communication, of the suppliers' obligations with regards to site safety and employees' obligations of ensuring their own safety.

- 12.2. The Business Associate, its employees, its representatives and/or its agents must be free from the influence of alcohol or any other substance in order to perform the jobs safely and effectively.
- 12.3. The Business Associate must ensure employees, its representatives and/or its agents do not act or threats of violence in the workplace.
- 12.4. The Business Associate shall comply with all applicable workplace health and safety laws including appropriate controls, training, work procedures and personal protective equipment as may be required from time to time.

13. Environment

- 13.1. The Business Associate shall strictly comply with sustainability and all applicable environmental laws and practices, such as those pertaining to waste disposal, air emissions and pollution, efficient use of resources and respect for the environment. The Business Associate must endeavour to minimise the impact of their operations on the environment.
- 13.2. The Business Associate is required to avoid any activity or association that creates or appears to create conflicts that may arise in the performance of work and in any related business decisions. It can involve both financial and non-financial interests.

14. Reporting Obligation

- 14.1. Any non-compliance with and/or breach of the Code could prevent the Company from achieving its overall corporate vision, mission and objectives. It could also result in damage to the Company's reputation and brand. Coming forward with genuine concerns to report, in good faith, any non-compliance or breach of the Code can improve the Company's worth and value. It is the Business Associate's obligation to report any instance of actual or suspected violation of the Code promptly to the Company's Whistleblowing Channel at whistleblow@bluesify.com.
- 14.2. All reports are taken seriously and will be handled in a confidential manner with disclosure limited to conducting a full investigation of the alleged violation.

15. Monitoring

This Code will be reviewed periodically by board of directors of the Company and may be amended at any time or as and when required by the law to ensure it continues to remain relevant, appropriate and effective.