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ANTI-CORRUPTION POLICY		APPROVED BY BOD

Statement

In AYA Bank, we conduct all of our business in an honest and ethical manner and we are fully committed to act professionally, fairly and with integrity in doing business or engaging with all stakeholders. Especially, we set a high ethical standard and endorse a zero-tolerance principle to corruption and bribery. We will uphold with highest honor to all relevant and prevailing laws of Myanmar including Anti-corruption Law 2013 in respect of our conduct to all stakeholders. Corruption is a crime not only punishable with imprisonment but also can destroy our group integrity and as such we take our legal responsibility seriously.

Objectives

This policy intends to provide a clear principle AYA Bank on how it stands against corruption and bribery, and what we will do to successfully implement anti-corruption practices across our group of companies.

- Corruption

Corruption is “the abuse of public/private roles and resources for private benefit or the misuse of office for nonofficial ends”.

- Bribery

Bribery is “an inducement or reward offered, or promises provided in order to gain any economic or non-economic advantage”.

- Gifts

The gift is a present which is not given with the intention of influencing a third party to obtain or retain business or a business advantage, or to reward the provision or retention of business or a business advantage, or in explicit or implicit exchange for favors or benefits.

- Donations

A donation is a gift given by physical or legal persons, typically for charitable purposes and/ or to benefit a cause.

- Facilitation payments and kickbacks

Facilitation payments are typically small, unofficial payments made to secure or expedite a routine government action by a government official. Kickbacks are typically payments made in return for a business favor or advantage.

Applicability

This policy applies to all individuals working at all levels and grades, including senior managers, officers, directors, employees (whether permanent, fixed-term or temporary), consultants, contractors, trainees, seconded staff, homeworkers, casual workers and agency staff, volunteers,

interns, agents, sponsors, third party or any other person associated with us, or any of our subsidiaries or their employees, wherever located (collectively referred to as workers in this policy).

Third party means any individual or organization you come into contact with during the course of your work for us, and includes actual and potential clients, customers, suppliers, distributors, business contacts, agents, advisers, and government and public bodies, including their advisors, representatives and officials, politicians and political parties.

Focus areas and activities

We have identified that certain of our activities create particular risks for our group, in particular:

- (a) Activities relating to government projects, tenders, and public procurement
- (b) Collaborations, joint ventures and partnerships particularly with government entities (whether formal or informal), and
- (d) Receipt/payment of gifts and donations

To address these risks we will take following activities:

- (a) To implement anti-corruption policy
- (b) To conduct regular risk assessments
- (c) To introduce training program not only of senior management, for all individuals operating in areas of the organization that are perceived as high risk
- (d) To appoint Executive Director as the Chief Compliance Officer to ensure compliance with anti-corruption issues
- (e) To include standard clauses relating to anti-corruption issues in all contractual documents

What we do and don't under this policy

1. All employees of AYA Bank must ensure that we read, understand and comply with this policy.
2. In AYA Bank, it is not acceptable for us (or someone on your behalf) to engage in any activity that might lead to a breach of this policy or threaten or retaliate against another worker who has refused to commit a bribery offence or who has raised concerns under this policy.
3. In AYA Bank, we do not make, and will not accept, facilitation payments or "kickbacks" of any kind. All employees of AYA Bank must avoid any activity that might lead to, or suggest, that a facilitation payment or kickback will be made or accepted by us.
4. The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for us or under our control.
5. All expenses, accounts, invoices, receipts, memoranda and other documents and records relating to dealings with third parties, such as clients, suppliers and business contacts, should be prepared and maintained with strict accuracy and completeness. No accounts must be kept "off-book" to facilitate or conceal improper payments.
6. Any employee who breaches this policy will face disciplinary action, which could result in dismissal for gross misconduct.

7. All employees of AYA Bank must notify their manager and/or the CFO as soon as possible if they believe or suspect that a conflict with this policy has occurred, or may occur in the future.
8. All employees of AYA Bank are encouraged to raise concerns about any issue or suspicion of malpractice at the earliest possible stage. If you are unsure whether a particular act constitutes bribery or corruption, or if you have any other queries, these should be raised with your supervisor /CCO office.

Receipt/payment of gifts, donation, and Political Contribution

1. This policy does not prohibit normal and appropriate hospitality (given and received) to or from third parties and the giving or receipt of gifts, provided that this is done in accordance with existing laws, and is appropriate by Myanmar Culture.
2. All employees of AYA Bank must declare and keep a written record of all gifts accepted or offered, which will be subject to compliance review.
3. While AYA Bank has been seriously committed to philanthropies and services to our society; we do not make charitable donations or contributions to political parties.

Employee protection

1. AYA Bank encourages our employees to have openness and will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be mistaken.
2. AYA Bank is committed to ensuring no one suffers any detrimental treatment such as dismissal, disciplinary action, threats or other unfavorable treatment as a result of refusing to take part in bribery or corruption, or because of reporting in good faith their suspicion that an actual or potential bribery or other corruption.

Training and communication

1. All employees of AYA Bank are to attend relevant training at orientation and annual regular training on how to implement and adhere to this anti-corruption policy.
2. The values and principles of AYA Bank against corruption must be communicated to all suppliers, contractors, agents and business and other partners, and all stakeholders.

Monitoring and review

1. The CCO will regularly monitor and review the implementation and the effectiveness of this policy in terms of its appropriateness, applicability and effectiveness.
2. Internal control systems and procedures will be developed, implemented, and are subject to regular audits to provide assurance that they are effective in countering bribery and corruption.
3. All workers are responsible for the success of this policy and are invited to comment on this policy and suggest ways in which it might be improved. Comments, suggestions and queries should be addressed to the CCO.
4. This policy is subject to be revised regularly.