

ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

Company	GoldTakas FZCO
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This Policy shall be read in conjunction with GoldTakas FZCO's AML/CFT Policy, Risk Assessment and Scoring Policy, Client Acceptance Policy and other applicable compliance procedures.

Rather than duplicating requirements relating to AML/CFT controls, sanctions screening, client due diligence, record-keeping and compliance monitoring, this Policy establishes the principles, responsibilities and controls designed to prevent, detect and respond to bribery and corruption risks arising from GoldTakas FZCO's business activities and relationships.

1. PURPOSE

The purpose of this Policy is to establish the principles and controls adopted by GoldTakas FZCO to prevent, detect and respond to bribery and corruption risks arising from its business activities.

This Policy supports GoldTakas FZCO's commitment to conducting business with integrity, transparency and ethical standards, while ensuring compliance with applicable anti-bribery and anti-corruption laws and regulations in the United Arab Emirates (UAE).

The Policy further aims to:

- Prohibit all forms of bribery and corruption, whether direct or indirect
- Establish a risk-based framework for identifying, assessing and mitigating bribery and corruption risks
- Define the responsibilities of employees, management, business partners and third parties
- Promote a culture of ethical conduct, accountability and compliance
- Protect GoldTakas FZCO from legal, regulatory, financial and reputational risks associated with bribery and corruption

2. SCOPE

This Policy applies to all directors, senior management, employees and representatives of GoldTakas FZCO.

The requirements of this Policy also extend, where applicable, to:

- Business Partners
- Suppliers
- Consultants
- Agents and Intermediaries
- Contractors
- External Service Providers
- Any Third Party acting on behalf of GoldTakas FZCO

All persons and entities covered by this Policy are expected to comply with its requirements and conduct business in a manner consistent with GoldTakas FZCO's ethical and compliance standards.

This Policy shall be read together with:

- AML/CFT Policy
- Risk Assessment and Scoring Policy
- Client Acceptance Policy
- Code of Ethics and Business Conduct
- Third Party Due Diligence Procedures
- Any other applicable compliance policies and procedures

3. REFERENCE FRAMEWORK

This Policy has been developed with reference to the following laws, regulations, guidance and industry standards:

- UAE Federal Decree-Law No. 31 of 2021 (UAE Penal Code)

- UAE Federal Decree-Law No. 20 of 2018 on Anti-Money Laundering and Combating the Financing of Terrorism and Illegal Organisations, and its implementing regulations
- FATF Recommendations and related guidance on bribery, corruption and financial crime
- DMCC compliance requirements and applicable regulatory guidance
- OECD Good Practice Guidance on Internal Controls, Ethics and Compliance
- Any applicable sanctions, anti-corruption and financial crime regulations relevant to GoldTakas FZCO's business activities

4. DEFINITIONS

- **Bribery:** The offering, promising, giving, requesting or accepting of an improper advantage to influence a decision or action.
- **Corruption:** The abuse of entrusted power or position for private benefit or improper advantage.
- **Public Official:** Any person performing a public, governmental, legislative, administrative or judicial function.
- **Facilitation Payment:** An unofficial payment intended to expedite or influence a routine governmental action.
- **Gifts and Hospitality:** Any gift, entertainment, travel, accommodation, meal or other business courtesy.
- **Conflict of Interest:** A situation where personal interests may interfere with objective business decisions.
- **Third Party:** Any external person or entity conducting business with or on behalf of GoldTakas FZCO.
- **Business Partner:** Any supplier, contractor, consultant, intermediary, agent, service provider or strategic partner.
- **Client:** Any individual or legal entity that establishes or seeks to establish a business relationship with GoldTakas FZCO.
- **Business Relationship:** A commercial or professional relationship established in connection with GoldTakas FZCO's activities.
- **Compliance Function:** The function responsible for overseeing compliance with applicable laws, regulations and internal policies.
- **MLRO:** The individual appointed to oversee AML/CFT compliance and regulatory reporting obligations.
- **Due Diligence:** The process of obtaining and assessing information to identify and mitigate compliance risks.
- **Enhanced Due Diligence (EDD):** Additional due diligence measures applied in higher-risk situations.
- **Risk-Based Approach (RBA):** An approach whereby controls and monitoring are proportionate to identified risks.
- **Red Flag:** An indicator suggesting a potential bribery, corruption, fraud or compliance concern requiring further review.
- **Escalation:** The process of reporting a matter to higher levels of management or the Compliance Function for review and decision.
- **Improper Advantage:** Any financial or non-financial benefit intended to influence a business outcome or decision.
- **Sponsorship:** Financial or non-financial support provided in exchange for legitimate promotional or business-related benefits.

- **Donation:** A voluntary contribution made for charitable, social or community purposes without expectation of business advantage.
- **Retaliation:** Any adverse action taken against a person for reporting a concern or participating in an investigation.
- **Investigation:** A formal review conducted to assess allegations or indications of misconduct or policy violations.
- **Record:** Any document, communication or data maintained as evidence of compliance activities or decisions.

5. GOVERNANCE AND RESPONSIBILITIES

GoldTakas FZCO maintains an effective governance framework to prevent, detect and respond to bribery and corruption risks. Responsibilities are assigned across all levels of the organization to ensure the effective implementation of this Policy.

Senior Management

Senior Management is responsible for:

- Approving this Policy and overseeing its implementation
- Promoting a culture of integrity, ethical conduct and compliance
- Ensuring adequate resources are allocated to the anti-bribery and anti-corruption framework
- Reviewing significant bribery and corruption incidents, investigations and escalations
- Taking appropriate action where material compliance breaches are identified

Compliance Function

The Compliance Function is responsible for:

- Implementing and maintaining the anti-bribery and anti-corruption framework
- Providing guidance and support on bribery and corruption matters
- Conducting risk-based reviews and assessments where required
- Maintaining relevant compliance registers and records
- Reviewing and investigating reported concerns, incidents and potential policy violations
- Escalating significant matters to Senior Management where appropriate
- Monitoring relevant legal, regulatory and compliance developments and recommending updates to this Policy

Employees

All employees are responsible for:

- Complying with this Policy and applicable laws and regulations
- Conducting business activities with integrity and professionalism
- Promptly reporting actual, suspected or attempted bribery and corruption incidents
- Cooperating with internal reviews and investigations
- Completing required anti-bribery and anti-corruption training

Business Partners and Third Parties

Business Partners and Third Parties acting on behalf of GoldTakas FZCO are expected to:

- Comply with applicable anti-bribery and anti-corruption laws and regulations
- Adhere to the principles set out in this Policy
- Cooperate with due diligence, monitoring and compliance review processes
- Promptly report any actual or suspected bribery or corruption concerns relating to GoldTakas FZCO activities

Failure to comply with this Policy may result in disciplinary action, termination of employment, termination of the business relationship, or reporting to competent authorities, as appropriate.

6. ANTI-BRIBERY AND ANTI-CORRUPTION PRINCIPLES

GoldTakas FZCO adopts a zero-tolerance approach towards bribery and corruption and is committed to conducting its business activities with integrity, transparency and professionalism.

Bribery and corruption are prohibited in all forms, whether committed directly or indirectly through Third Parties, Business Partners, intermediaries or other representatives acting on behalf of GoldTakas FZCO.

No employee, manager, Business Partner or Third Party may:

- Offer, promise, give, request or accept a bribe or any Improper Advantage
- Influence, or attempt to influence, a business decision through inappropriate means
- Provide or receive any benefit intended to secure an improper business advantage
- Conceal, misrepresent or fail to disclose information relating to bribery or corruption risks
- Circumvent internal controls, approval processes or compliance requirements

All business decisions must be based on legitimate commercial considerations and conducted in accordance with applicable laws, regulations and internal policies.

GoldTakas FZCO prohibits:

- Bribery in both public and private sector transactions
- Facilitation Payments
- Improper gifts, hospitality, entertainment or other benefits
- Donations or sponsorships intended to obtain an improper advantage
- The use of Third Parties to circumvent anti-bribery and anti-corruption requirements
- Retaliation against any person who reports a concern in good faith

Any actual, attempted or suspected act of bribery or corruption shall be reported promptly to the Compliance Function and shall be subject to review, investigation and, where necessary, escalation.

The specific controls and requirements relating to Gifts and Hospitality, Public Officials, Donations, Sponsorships, Facilitation Payments, Employment Offers and Third-Party Relationships are set out in the following sections of this Policy.

6.1 Gifts and Hospitality

GoldTakas FZCO recognizes that reasonable Gifts and Hospitality may form part of legitimate business relationships. However, Gifts and Hospitality must never influence, or appear to influence, business decisions, objectivity or professional judgment.

Employees, Business Partners and Third Parties acting on behalf of GoldTakas FZCO shall not:

- Offer, provide, request or accept Gifts and Hospitality intended to obtain an Improper Advantage
- Offer or accept cash or cash equivalents, including gift cards, vouchers, loans or similar financial benefits
- Offer or accept Gifts and Hospitality that could create an actual or perceived Conflict of Interest
- Offer or accept Gifts and Hospitality that could compromise the integrity, independence or reputation of GoldTakas FZCO

Any Gifts and Hospitality exchanged in connection with business activities must:

- Be reasonable, proportionate and infrequent
- Be consistent with legitimate business purposes
- Comply with applicable laws, regulations and internal policies
- Be accurately recorded in the Gifts and Hospitality Register

Additional approval requirements may apply depending on the value, nature and recipient of the Gift or Hospitality.

Specific approval thresholds and reporting requirements for Gifts and Hospitality may be established under separate procedures or internal guidelines.

6.2 Public Officials

Interactions with Public Officials present elevated bribery and corruption risks and therefore require enhanced scrutiny and controls.

GoldTakas FZCO prohibits offering, promising, giving or authorizing any payment, benefit, gift, hospitality or other Improper Advantage to a Public Official for the purpose of influencing an official act, decision or business outcome.

Any interaction involving Public Officials shall:

- Be lawful, transparent and properly documented
- Serve a legitimate business purpose
- Comply with applicable laws and regulations
- Be subject to prior review and approval where required

Gifts, hospitality, travel, accommodation or other benefits involving Public Officials may only be provided where permitted by applicable laws and internal procedures and shall be subject to enhanced oversight by the Compliance Function.

Under no circumstances shall GoldTakas FZCO provide or fund personal benefits intended to influence a Public Official.

6.3 Representation and Entertainment

Representation and entertainment activities may be conducted to support legitimate business relationships and commercial objectives.

Such activities must:

- Have a clear and legitimate business purpose
- Be reasonable, proportionate and appropriate to the circumstances
- Not create an actual or perceived obligation or expectation of favorable treatment
- Comply with applicable laws, regulations and internal policies

GoldTakas FZCO shall not provide representation or entertainment in connection with ongoing tenders, licensing procedures, regulatory approvals or other sensitive decision-making processes where a Conflict of Interest or undue influence could arise.

All representation and entertainment expenses shall be properly documented and supported by appropriate records.

6.4 Donations

GoldTakas FZCO may make charitable donations and community contributions in accordance with applicable laws, regulations and internal approval requirements.

Donations shall:

- Serve legitimate charitable, educational, social or community purposes
- Be transparent, properly documented and accurately recorded
- Not be made for the purpose of obtaining a business advantage
- Not be used to influence any decision, approval or commercial outcome

GoldTakas FZCO does not make donations to political parties, political organizations, political campaigns or candidates for public office.

All donations shall be recorded in the Donations and Sponsorship Register.

6.5 Facilitation Payments

GoldTakas FZCO maintains a zero-tolerance approach towards Facilitation Payments.

Facilitation Payments are prohibited regardless of amount, recipient or business purpose.

Employees, Business Partners and Third Parties acting on behalf of GoldTakas FZCO shall not:

- Offer
- Authorize

- Request
- Approve
- Make

any Facilitation Payment directly or indirectly.

Any request for a Facilitation Payment shall be refused and promptly reported to the Compliance Function.

6.6 Third-Party and Business Partner Relationships

GoldTakas FZCO recognizes that bribery and corruption risks may arise through Third Parties and Business Partners acting on its behalf.

Accordingly, Third Parties and Business Partners shall be subject to risk-based due diligence proportionate to the nature of the relationship and the level of identified risk.

Prior to establishing a business relationship, GoldTakas FZCO shall perform risk-based due diligence, which may include:

- Ownership and control verification
- Sanctions screening
- Adverse Media reviews
- Reputation checks
- Assessment of bribery and corruption risks
- Conflict of Interest assessments where appropriate

Business relationships shall not be established where unacceptable bribery, corruption or integrity risks are identified.

Contracts with Third Parties and Business Partners shall, where appropriate:

- Include anti-bribery and anti-corruption provisions
- Permit compliance reviews and audits
- Provide termination rights for material compliance breaches

Third-Party and Business Partner relationships shall be subject to ongoing monitoring based on the identified level of risk.

6.7 Sponsorships

GoldTakas FZCO may provide sponsorships for legitimate business, educational, cultural, scientific, social or community-related purposes.

Sponsorships shall:

- Serve a legitimate and documented purpose
- Be transparent and properly recorded
- Be subject to appropriate approval processes
- Comply with applicable laws and internal policies

Prior to sponsorship activities, appropriate due diligence may be conducted on the beneficiary organization and related parties.

GoldTakas FZCO shall not provide sponsorships that may create an actual or perceived Improper Advantage or that may be used to conceal bribery or corruption.

All sponsorships shall be recorded in the Donations and Sponsorship Register.

6.8 Employment Offers

Recruitment, employment and temporary assignment decisions shall be based on objective business needs, qualifications, experience and competence.

GoldTakas FZCO prohibits the offering of employment, internships, consulting arrangements or similar opportunities for the purpose of obtaining an Improper Advantage.

Additional scrutiny shall be applied where candidates:

- Are Public Officials
- Are related to Public Officials
- Have close relationships with Clients, Business Partners or Third Parties
- Present potential Conflict of Interest concerns

All recruitment decisions shall be conducted through established recruitment procedures and shall be appropriately documented.

Any identified Conflict of Interest shall be disclosed and assessed by the Compliance Function.

Declared Conflicts of Interest shall be recorded and maintained in the Conflict of Interest Register.

No individual shall receive preferential treatment in exchange for business opportunities, regulatory influence or other advantages.

7. REPORTING AND ESCALATION

GoldTakas FZCO encourages the prompt reporting of any actual, suspected or attempted bribery, corruption, fraud, Conflict of Interest or other compliance-related misconduct.

All Employees, Business Partners and Third Parties acting on behalf of GoldTakas FZCO are expected to report concerns in good faith and without undue delay.

7.1 Reporting Obligations

The following matters shall be reported promptly to the Compliance Function:

- Actual, suspected or attempted bribery or corruption
- Requests for Facilitation Payments
- Improper Gifts and Hospitality

- Conflicts of Interest
- Suspicious conduct involving Public Officials
- Violations of this Policy
- Concerns relating to Third Parties or Business Partners
- Any conduct that may expose GoldTakas FZCO to legal, regulatory, financial or reputational risks

Reports may be made through available internal reporting channels and shall contain sufficient information to enable appropriate assessment and follow-up.

Failure to report known or suspected violations of this Policy may itself constitute a breach of this Policy.

7.2 Reporting Channels

GoldTakas FZCO maintains a dedicated Compliance reporting channel for the confidential reporting and escalation of actual, suspected or attempted bribery, corruption, fraud, Conflicts of Interest, Facilitation Payment requests and other compliance-related concerns.

Reports may be submitted directly to the Compliance Function through:

Email: compliance.ae@goldtakas.com

Employees, Business Partners and Third Parties acting on behalf of GoldTakas FZCO are encouraged to report concerns promptly and in good faith. Reports should, where reasonably available, include sufficient factual information to enable the Compliance Function to assess the matter, such as the nature of the concern, relevant persons or entities, dates, transactions, supporting documentation and any other material circumstances.

A reporting person is not required to establish or prove that a violation has occurred before raising a concern. A genuine concern or reasonable suspicion of misconduct is sufficient for escalation under this Policy.

Reports received through the Compliance reporting channel shall be reviewed by the Compliance Function and handled in accordance with the escalation, investigation, confidentiality and protection against retaliation requirements set out in this Section.

Where a concern involves a member of the Compliance Function, creates an actual or perceived Conflict of Interest for the person ordinarily responsible for reviewing the report, or otherwise cannot reasonably be handled through the standard reporting channel, the matter shall be escalated directly to Senior Management or another appropriately independent authorised person.

The Compliance reporting channel established under this Policy does not restrict any person's right or obligation to report matters directly to a competent authority where such reporting is permitted or required under applicable law.

7.3 Escalation Process

The Compliance Function shall assess all reported concerns and determine the appropriate course of action.

Depending on the nature, severity and potential impact of the matter, the Compliance Function may:

- Conduct a preliminary review
- Request additional information or supporting documentation
- Initiate an internal investigation
- Require enhanced monitoring or additional controls
- Recommend corrective or disciplinary actions
- Escalate the matter to Senior Management
- Refer the matter to competent authorities where required by applicable laws or regulations

Significant bribery and corruption matters shall be escalated to Senior Management without undue delay.

7.4 Investigations

All reported concerns shall be reviewed in an objective, independent and confidential manner.

Investigations shall be conducted proportionately, taking into account the nature of the allegation, the available evidence and the associated risks.

Employees, Business Partners and Third Parties are expected to cooperate fully with internal investigations and provide accurate and complete information when requested.

Where a violation of this Policy is confirmed, GoldTakas FZCO may take appropriate corrective, disciplinary, contractual or legal action.

7.5 Protection Against Retaliation

GoldTakas FZCO prohibits retaliation against any person who, in good faith:

- Reports a concern
- Raises a compliance-related issue
- Participates in an investigation
- Provides information relating to an actual or suspected violation

Retaliation, intimidation, harassment or any other adverse treatment against individuals who report concerns in good faith shall constitute a violation of this Policy and may result in disciplinary action.

This protection does not apply to reports made knowingly, recklessly or maliciously with false or misleading information.

7.6 Confidentiality

Reports, investigations and related records shall be handled confidentially to the extent permitted by applicable laws and regulations.

Information shall be disclosed only to individuals who have a legitimate need to know for the purpose of assessing, investigating or resolving the matter.

GoldTakas FZCO shall take reasonable measures to protect the confidentiality of reporting persons and investigation records.

8. RECORD KEEPING

GoldTakas FZCO shall maintain complete, accurate and accessible records to demonstrate compliance with this Policy and applicable anti-bribery and anti-corruption requirements.

Records shall be retained in a manner that supports transparency, accountability, auditability and regulatory compliance.

The following records shall be maintained, where applicable:

- Gifts and Hospitality Registers
- Donations and Sponsorship Registers
- Conflict of Interest Declarations
- Third-Party and Business Partner Due Diligence Records
- Investigation Files and Supporting Documentation
- Escalation and Reporting Records
- Compliance Reviews and Assessments
- Training and Awareness Records
- Approvals and Decision Records relating to matters covered by this Policy

Records shall be:

- Accurate and complete
- Protected against unauthorized access, alteration or destruction
- Readily accessible for internal review, audit and regulatory inspection
- Maintained in accordance with applicable legal, regulatory and business requirements

All records relating to this Policy shall be retained for a minimum of five (5) years from the date of creation or from the end of the relevant business relationship, whichever is later, unless a longer retention period is required by applicable laws or regulations.

Records shall be made available to competent authorities, regulators, auditors and authorized internal functions upon request and in accordance with applicable legal requirements.

9. TRAINING AND AWARENESS

GoldTakas FZCO is committed to promoting a culture of integrity, ethical conduct and compliance through appropriate anti-bribery and anti-corruption training and awareness initiatives.

Employees shall receive training appropriate to their roles, responsibilities and exposure to bribery and corruption risks.

The training program shall aim to ensure that Employees:

- Understand the requirements of this Policy
- Recognize bribery and corruption risks and Red Flags
- Understand their reporting and escalation obligations, including how to access and use the Company's designated Compliance reporting channel
- Are aware of applicable legal, regulatory and compliance requirements
- Understand the consequences of non-compliance

Anti-bribery and anti-corruption training shall be provided:

- Upon joining GoldTakas FZCO
- Periodically as part of ongoing compliance training
- Following significant regulatory, legal or policy changes
- Where additional training is deemed necessary based on identified risks

The Compliance Function shall be responsible for coordinating, monitoring and maintaining records of training activities conducted under this Policy.

Participation in mandatory training programs may be monitored and documented for compliance purposes.

Where appropriate, GoldTakas FZCO may extend anti-bribery and anti-corruption awareness requirements to Business Partners and Third Parties acting on its behalf.

10. MONITORING AND REVIEW

GoldTakas FZCO shall maintain appropriate monitoring and review processes to assess the effectiveness of this Policy and the related anti-bribery and anti-corruption control framework.

The Compliance Function shall be responsible for monitoring compliance with this Policy and identifying areas requiring improvement, remediation or enhanced controls.

Monitoring activities may include:

- Periodic compliance reviews
- Assessment of Gifts and Hospitality Registers
- Review of Donations and Sponsorship Registers
- Review of Third-Party and Business Partner due diligence records
- Assessment of reported incidents, investigations and escalations
- Monitoring of corrective actions and remediation measures
- Review of relevant legal, regulatory and compliance developments

Where weaknesses, deficiencies or policy breaches are identified, appropriate corrective actions shall be implemented and monitored until completion.

Significant findings, material compliance concerns and serious policy violations shall be escalated to Senior Management.

This Policy shall be reviewed at least annually and whenever necessary due to:

- Changes in applicable laws or regulations
- Regulatory findings or supervisory expectations
- Material changes in business activities or risk exposure
- Internal audit findings or compliance reviews
- Identified control weaknesses or compliance incidents

Any amendments to this Policy shall be documented, subject to appropriate approval processes and communicated to relevant stakeholders.

11. FINAL PROVISIONS

This Policy enters into force upon approval by Senior Management and shall remain effective until amended, replaced or withdrawn.

The Compliance Function shall be responsible for the interpretation, implementation and ongoing administration of this Policy.

All Employees, Business Partners and Third Parties acting on behalf of GoldTakas FZCO are expected to comply with the requirements set out in this Policy and to support the Company's commitment to conducting business with integrity, transparency and professionalism.

Any exceptions to this Policy shall be subject to prior review and approval by Senior Management and shall be appropriately documented.

In cases of uncertainty regarding the application or interpretation of this Policy, guidance shall be sought from the Compliance Function before any action is taken.

This Policy shall be read together with GoldTakas FZCO's AML/CFT Policy, Risk Assessment and Scoring Policy, Client Acceptance Policy, Code of Ethics and Business Conduct, and other applicable compliance policies and procedures.