



**QSR BRANDS (M) HOLDINGS BHD** (201101011105)

## **VENDOR CODE OF CONDUCT**

Version	:	QSR/GSU-GIU/VCC/2025/1
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## 1.0 INTRODUCTION AND POLICY STATEMENT

- 1.1. **QSR Brands (M) Holdings Bhd** (the “QSR”) and its group of companies (the “Group”) collectively known as (“QSR Group”) are committed to conducting business responsibly and sustainably. This includes upholding high standards of ethics and integrity, complying with applicable laws and regulations, and promoting responsible practices across our supply chain and business relationships. In our interactions with distributors, vendors, contractors, service providers, business partners, customers, and the broader community, we pledge to build trust through honesty, respect, professionalism, and shared responsibility.
- 1.2. To uphold these commitments, we expect the same level of commitment from all parties we engage with across our business relationship. This includes, but is not limited to, suppliers, business partners, contractors, subcontractors, consultants, and service providers (collectively, refers to “**Vendors**”).
- 1.3. This Vendor Code of Conduct (the “Code”) sets out the principles, expectations, and commitments required of all QSR Group Vendors when delivering goods or services. It mandates that all Vendors shall respect and comply with this Code in all business activities undertaken with the QSR Group.

## 2.0 SCOPE

- 2.1. This Code shall apply to all QSR Group Vendors. While QSR may not have direct contractual relationships with all subcontractors or lower-tier vendors, we expect our Vendors to ensure that the standards of this Code are upheld not only within their own operations but also throughout their respective supply chains.
- 2.2. This Code shall be made available to our Vendors and is a condition upon Vendors to acknowledge, execute the Vendor Declaration Form and adhere to this Code prior to



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having a contract entered into between QSR Group and the Vendors (the “Contract”). QSR Group reserves the right to take appropriate action, including termination of the Contract, against any Vendor who is found to have breached any part of this Code.

### 3.0 LEGAL COMPLIANCE AND GOVERNANCE

#### 3.1 All Vendors declare and warrant that:

- They have the full corporate authority to engage in business transactions with QSR Group including but not limited to submission of tenders, quotations, execution of Contract, provision of supplies, purchases and services (“Business Transaction”).
- The Vendors and its directors, officers and employees comply with all applicable laws, statutes, regulations, and codes (the “Relevant Laws”) of the countries where they operate and where goods and services are provided.

### 4.0 ETHICAL CONDUCT AND RESPECT FOR HUMAN RIGHTS

All Vendors are expected to conduct business ethically, which encompasses respecting human rights and avoiding any form of unethical behavior.

#### 4.1 Prohibition of Forced and Child Labour

Vendors must not engage in or support the use of forced labor, including modern slavery, child labor, or human trafficking, in any aspect of their operations. The Vendors are also expected to ensure that their employees meet the minimum requirements under the applicable local laws and regulations. This shall include (but not limited to) the payment of minimum wage, contribution to provident, overtime hours and pay, mandatory rest time, minimum working age and so on.

Vendors shall ensure that no employee is forced to work and is given a fair opportunity to work in an environment that is free from discrimination, harassment, or coercion.



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#### 4.2 Health and Safety

Vendors shall provide workers with a safe and healthy workplace (and housing, if applicable) in compliance with all applicable laws and regulations that cater to the well-being of their employees.

### 5.0 ANTI-CORRUPTION AND INTEGRITY COMMITMENT

5.1 QSR Group and all Vendors jointly commit including but not limited to the following:

- Prohibiting all forms of bribery, kickbacks, facilitation payments, or improper inducements.
- Ensuring no gratification (as defined under Section 3 of the MACC Act 2009) is offered, solicited, or accepted in any business dealings.
- Integrates Section 17A of the Malaysian Anti-Corruption Commission (MACC) Act 2009 and strictly complying with the MACC Act 2009, especially Section 17A concerning corporate liability where individuals associated with an organisation engage in corrupt practices to obtain or retain business for their benefit.
- Rejecting collusion, bid rigging, or manipulation of procurement processes.
- Offer or either directly or indirectly give any bribe or an improper advantage (whether financial or otherwise) as an inducement, incentive, reward, gift or bonus for being selected for the Business Transaction.
- Upholds QSR's zero-tolerance policy on bribery, corruption, and unethical conduct which available at <https://qsrbrands.com/corporate-governance/> (referred to as "QSR Group Anti-Fraud, Bribery & Corruption Policy).



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5.2 This commitment applies to all dealings, decisions, and Business Transactions carried out for or in connection with the QSR Group, regardless of time, location, or the nature of engagement.

## 6.0 CONFLICT OF INTEREST

6.1 Vendors shall disclose any situation that may appear to create a conflict of interest with QSR and its Group, including but not limited to:

- Family or personal relationships with QSR employees.
- Any financial interest or business relationships that may influence impartial decisions.

6.2 Vendors shall disclose, in advance, if there is a potential conflict of interest relating to its potential and/or existing Business Transaction with QSR and its Group. Vendors shall also disclose, at any time during an ongoing Business Transaction with the QSR Group, any actual or potential conflict of interest. Vendors to disclose their interest using the form here [hyperlink to be inserted here]

## 7.0 CONFIDENTIALITY AND DATA PROTECTION

7.1 Vendors shall:

- Protect confidential, proprietary, and intellectual property information disclosed by QSR and/or its Group.
- Use such information solely for business purposes related to the Business Transaction.
- Not disclose, distribute, or misuse of information obtained during the course of Business Transaction.



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## 8.0 ENVIRONMENTAL RESPONSIBILITIES

- 8.1 All Vendors and their affiliates must comply with all applicable environmental laws and regulations. This includes obtaining and maintaining all required environmental permits, approvals, and registrations, and adhering to their operational and reporting requirements.
- 8.2 Beyond compliance, QSR expects Vendors to operate in an environmentally responsible manner, continuously seeking to understand and reduce their environmental footprint. This includes optimizing the use of resources (energy, water, raw materials), reducing emissions and pollutants, minimizing waste, and promoting reuse, recycling, and sustainable sourcing.
- 8.3 Vendors should maintain up-to-date records of environmental compliance and practices, supported by documented policies and governance processes. Upon request, such information should be made available to QSR to support transparency, audits, or evaluations.

## 9.0 WHISTLEBLOWING AND REPORTING MISCONDUCT

- 9.1 If a QSR's employee or representative:
  - Requests or solicits any form of gratification, or
  - Acts in a way that is unethical, illegal, or improper
- 9.2 **Vendors must report** any concerns, known and/or suspected fraud / such incidents via QSR Group's **Whistleblowing Channels** via email at [justsayit@qsrbrands.com.my](mailto:justsayit@qsrbrands.com.my) [hyperlink to be inserted here] or directly to enforcement agencies (e.g., MACC or Police). Retaliation against whistleblowers is strictly prohibited.



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## 10.0 SANCTIONS FOR BREACH

10.1 Failure to comply with this Code may result in QSR Group taking any or all of the following actions:

- **Investigation** by QSR or relevant authorities.
- **Immediate termination** of contract or revocation of award with no liability to QSR.
- **Suspension or debarment** from future business with QSR Group.
- **Legal action** includes claims for damages or criminal prosecution.

10.2 Without prejudice to any other rights and remedies that QSR or its Group may have or be available at law.

## 11.0 BINDING AGREEMENT

11.1 By entering into any Business Transaction with QSR and/or its Group, all Vendors acknowledge this Code and agree to comply with its terms and have read and fully understood and hereby agree: (i) To comply with the provisions of Code; and (ii) that the Code may be amended by QSR or its Group from time to time. Any changes shall be reflected on QSR's website or any other mode determined by QSR Group, and such amendments shall be deemed to become effective as at the date stated in such changes.

## 12.0 COMMUNICATION

12.1 Vendors must take appropriate steps to ensure that the provisions of this Code are communicated to its employees, subcontractors and agents, and ensure strict compliance with the principles of this Code.



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### 13.0 REVIEW

13.1 The Group Sustainability Unit and Group Integrity Unit shall jointly recommend any amendments to this Code, as it deems fit, subject to the Board's approval. This Code shall be assessed, reviewed and updated every three (3) years or where necessary, in order to ensure compliance with the relevant laws and regulations and/or to be aligned with changes to the QSR Brands's direction or strategies. All updates and revisions will be published in QSR Brands's website and circulated to all employees and authorized personnel, where applicable.

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