



Education
MALAYSIA
GLOBAL SERVICES

CONFLICT OF INTEREST POLICY [“COI POLICY”]

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1.0 Introduction

- 1.1 Education Malaysia Global Services (“EMGS”) is a Company Limited by Guarantee which performs the following public functions:
 - Administer visa/iKad application and processing for international student;
 - Promote Malaysia as a global destination for education; and
 - Facilitate medical checkup and insurance coverage requirement for international students in Malaysia.
- 1.2 As an entity mandated to perform the aforementioned public functions, EMGS is committed to avoiding any conflict of interest or the perception of conflict of interest amongst its employees, directors and any agents acting for or on behalf of EMGS.
- 1.3 Conflict of interest are situations where your personal interest interferes or could be seen to interfere with your objectivity in performing duties or exercising judgement on behalf of EMGS.
- 1.4 This Conflict of Interest Policy (“COI Policy”) provides guidance to identify and address any circumstances that might give rise to conflict of interest amongst employees, directors, counterparties and third parties of EMGS.
- 1.5 This Conflict of Interest Policy shall be read together with Section 7 of EMGS’s Code of Business Conduct and Ethics (the “Code”) on conflict of interest.
- 1.6 This policy covers employees, directors of EMGS and anyone acting for or on behalf of EMGS including counterparties and third parties such as vendors and Malaysian Education Institutions
- 1.7 “References to “you” in this COI Policy refer to any person to whom this Code applies as stipulated above. Where more specific references are used (such as “employee” or “director”), the more specific reference shall apply”.
- 1.8 Examples of potential conflict of interest of employees, directors or anyone acting for or on behalf of EMGS are as follows:
 - Direct or indirect (via agents, proxies or family members) financial interest such as equity ownership in EMGS’s counterparties (such as vendors and Malaysian Education Institutions) and third-parties which has/about to enter into business relationship or other ties with EMGS;
 - Directorship, partnership, or other forms of beneficial interest (directly or via agents/proxies/family members) in counterparties and third parties having a business relationship or other ties with EMGS;
 - Family members whom are directors or employees at EMGS or its counterparties such as Malaysian Education Institutions and other vendors;
 - Family members whom are employees/appointees at Malaysian Ministry of Higher Education and Malaysian Ministry of Home Affairs;
 - Secondary employment : Part time employment with; or consultancy for EMGS vendors, Malaysian education institutions and education agents;
 - Involvement in any political bodies and voluntary organisations that are political in nature; and/or

2.0 Reporting Conflict of Interest

- 2.1 Pursuant to section 7.4 of the Code and this COI Policy, you are required to report or declare any instances of actual or potential conflict of interest to the Head of EMGS Integrity and Governance Unit (“Head of EMGS IGU”), using the form attached in Appendix 1.
- 2.2 You are required to disclose to the Head of EMGS IGU any interests which may affect your ability to act independently and objectively which includes but not limited to outside employment/directorship, financial interest, beneficial interest, family ties, community and political involvement with any of EMGS’s counterparties and third parties.

- 2.3 You are required to abide by any action plan prescribed by the Head of EMGS IGU to remove or mitigate potential or actual conflict of interest that may arise.
- 2.4 Head of Divisions in EMGS are required to ensure adequate processes are in place to ensure that directors, employees, counterparties and third parties (where applicable) are aware and declare any or potential conflict of interest to the Head of EMGS IGU before entering into any relationship or transaction with EMGS.

3.0 Duties of Director(s) and Key Management Personnel(s).

- 3.1 In line with Prime Minister's Directive Series 2 Number 1 Year 2019, directors and key management personnel of EMGS to disclose on an annual basis the following details to the general public, which includes but not limited to:
 - Individual director's and key management personnel's directorship positions in other companies (listed or otherwise);
 - Remuneration of individual directors on a detailed basis; and
 - Remuneration of senior management on a band basis.
- 3.2 Besides disclosure to the public, directors of EMGS are required to disclose these details and other actual or potential conflict of interest to the Malaysian Ministry of Higher Education and where applicable obtain prior approval from the Ministry of Higher Education.
- 3.3 It's the duty of the board members of EMGS to safeguard EMGS against the appearance of having conflict of interest and impropriety brought about by those acting for or on behalf of EMGS.

4.0 Counterparties and Third Parties

- 4.1 Authorised representative of EMGS's counterparties and third parties, on behalf of their directors and key management personnel shall declare any or potential conflict of interest that may arise before entering into any transaction or business relationship with EMGS. This includes, but not limited to:
 - Direct or indirect (via agents, proxies or family members) financial interest such as equity ownership in EMGS's counterparties and third-parties which has/about to enter into business relationship or other ties with EMGS;
 - Directorship, partnership, or other forms of beneficial interest (directly or indirectly via agents/proxies/family members) in counterparties and third parties having a business relationship or other ties with EMGS;
 - Family members whom are directors or employees at EMGS or its counterparties such as Malaysian Education Institutions, vendors, agents, business service providers; and
 - Family members whom are employees/appointees at Malaysian Ministry of Higher Education and Malaysian Ministry of Home Affairs (including their respective agencies).

5.0 Head of EMGS Integrity and Governance Unit ("Head of EMGS IGU")

- 5.1 You shall refer all queries on Conflict of Interest Declaration to the Head of EMGS IGU.
- 5.2 When actual or potential conflict of interests are disclosed, the Head of EMGS IGU shall consult relevant Head of Divisions or CEO of EMGS before prescribing action plan to address the perception or actual conflict of interest.
- 5.3 The Head of EMGS IGU alongside with EMGS's IT personnel shall endeavor to utilize digital tools to enable seamless and timely Conflict of Interest declaration. Heads of Divisions at EMGS shall facilitate this declaration among their employees; counterparties and third parties of EMGS in accordance with provisions stipulated in this COI Policy.

- 5.4 The Head of EMGS IGU shall ensure that records of conflict of interest declaration are kept for 7 years or longer depending on the nature of the conflict.
- 5.5 The Head of EMGS IGU shall ensure periodic audit is performed to ensure compliance with this COI Policy especially during registration and pre-qualification process of vendors and charity recipient; counterparties and Malaysian Education Institutions.
- 5.6 The Head of EMGS IGU shall review this policy alongside with EMGS Head of Divisions at least once in three years or as and when required.
- 5.7 The Head of EMGS IGU in consultation with relevant key management personnel of EMGS shall introduce guidelines and advisory pertaining conflict of interest declaration, which shall be abided by all.

6.0 Definition

Terms	Description
Counterparty(ies)	Counterparty are generally referred to as the counter party in a contract or transaction. The counterparties include, but not limited to: <ul style="list-style-type: none"> • Malaysian Education Institution(s); • Vendor(s); • Education Agents locally and abroad; • Malaysian Student Visa applicants and holders; and • EMGS's Business Process Outsourcing Service Partner.
Employee(s)	Employees shall encompass all personnel including senior management, managers, executives and non-executive whom are employed by EMGS. This also covers temporary staff, contractual staff, interns and those seconded from other government agencies and ministry.
Family member(s)	"Family member(s)", in relation to a person, includes: <ol style="list-style-type: none"> a) a spouse of the person; b) a brother or sister of the person; c) a brother or sister of the spouse of the person; d) a lineal ascendant or descendant of the person; e) a lineal ascendant or descendant of a spouse of the person; f) a lineal descendant of a person referred to in paragraph (b); g) the uncle, aunt or cousin of the person; or h) the son-in-law or daughter-in-law of the person. <p>It also includes adopted family members and anyone else that has close ties and considered as family by the person.</p>
Key Management Personnel	Head of Divisions/Department, CFO/Finance Manager, Deputy CEO, COO, CEO and key personnel identified as approver in their Company's Limit of Authority.
Malaysian Education Institutions	For the purpose of this policy, Malaysian Education Institution refers to education institutions that have obtain valid approval from the Malaysian Ministry of Home Affairs ("MOHA") to enroll international students in Malaysia. <p>MOHA has stipulated the following criteria in processing application by education institutions to enroll international students in Malaysia. They are:</p> <ul style="list-style-type: none"> • The registration of education institutions are still valid; • Meet the conditions stipulated by agencies concerned; • Courses certified by National Accreditation Board (LAN); • Has never contravene the Immigration Act 1959/1963 (Act 155) and Immigration Rules 1963; and • Capable of providing facilities, teaching infrastructure and best learning process based on certification of government agency concerned and/or random inspections by MOHA and Malaysian Immigration Department.

Terms	Description
Third-Party(ies)	Third-parties are parties such as individuals and corporate entities whom does not have or yet to have any direct connection with any transaction with EMGS directly but might be affected by it.
Vendors	<p>Person/Organisation acting for or on behalf of EMGS in the provision of goods and services. Include, but not limited to the following :</p> <ul style="list-style-type: none"> • Suppliers of goods and services; • Marketing/Promotional & Advertising agents; and • Event Agents. <p>Vendors may refer to potential vendors whom quotation was sourced and potential bidders if a tender is issued.</p>

Appendix 1: Conflict of Interest Declaration Form

EMGS Employee/EMGS Director/Vendor/Agent/Business Partner/Education Institutions
 Declaration
 (Please cross those not applicable)

I, _____ Employee/Director of
 _____ hereby declare a real/potential conflict of interest as follows:

1		Dealings with counterparties and third parties of EMGS
2		Outside Employment and Activities
3		Board membership
4		Family members and close personal relationships
5		Investment activities e.g. financial interest/investments
6		Others :

Please state details:

Proposed actions to resolve/ manage the conflict:

Appendix 1: Conflict of Interest Disclosure Form (Cont'd)

Decision by Head of EMGS Governance and Integrity Unit

I have reviewed the conflict of interest disclosure; and have prescribed the following action in relation to this matter.

Name : _____ (Signature)	_____ (Date) Head of EMGS Integrity and Governance Unit
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Acknowledgement by relevant Head of Division/CEO/Chairman

I hereby acknowledge the aforementioned plan prescribed by Head of EMGS Integrity and Governance Unit and shall ensure the relevant party abide by it in order to remove any perception or actual conflict of interest that may arise.

Name : _____ (Signature)	_____ (Date) Head of Division/ CEO / Chairman of EMGS
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Note:

- I. Non-compliance to the prescribed action plan above would consist as violation of EMGS Code of Business Conduct and Ethics (the "Code").