

1. INTRODUCTION

The Code of Ethics and Conduct (“Code”) aims to outline the standards of business conduct and ethical behavior which the Directors and employees should possess in discharging their duties and responsibilities and to enhance their high standards of personal integrity and professionalism.

2. PRINCIPLES

The Code is to be observed by all Directors and employees of the Group. The core areas of conduct include the following:-

- i. Compliance at all times with the Code and the Board Charter.
- ii. Not misuse information gained in the course of duties for personal gain or for political purposes.
- iii. Uphold accountability and act in good faith and in the best interests of the Company and the Group.
- iv. Observe high standards of corporate governance at all times.
- v. Adhere to the principles of selflessness, integrity, objectivity, accountability, openness, honesty and leadership, including fair dealing and the ethical handling of conflicts of interest.
- vi. Ensure the protection of the Company's legitimate business interests, including corporate opportunities, assets and confidential information. Value and protect with the highest possible standards of professionalism, ethics and integrity in order to protect the Group's confidential and proprietary information, including any intellectual property rights, assets and standing and ensure the proper use of the same. Such information cannot be shared, disclosed or utilised for personal gain or any other gain to any individual, business or third party entity, including family and friends, except where expressly approved by the Group or required by law. This obligation of non-disclosure is effective even after the termination of employment.
- vii. Ensure full, fair, accurate, timely and understandable disclosure.
- viii. Declaration of any personal, professional or business interests that may conflict with responsibilities. Act solely in the best interests of the Group at all times.
- ix. Maintain a policy of non-discrimination and value and respect the diversity, cultural and religious differences of its Directors and employees.
- x. Exercise due care, diligence and etiquette in all business and work-related communications, be it in written form, verbal or otherwise, and to ensure that the contents are clear, truthful, courteous and accurate.
- xi. Undertake proper record keeping of all commercial arrangements, transactions, accounts, communications and information, particularly where it is required in law. Directors and employees must never delete, destroy or discard any records without authorisation and particularly where it is to hide a wrongdoing or a mistake. Any falsification or improper alterations of records are strictly prohibited.
- xii. Protect personal data processed within the Group at all material times and in compliance with the applicable laws. All who have access to personal data of any persons, whether Directors, employees, consultants, customers, suppliers, and/or any related party whereby personal data is processed and accessed, must not unlawfully use, access and/or revise such personal data for any purpose or reason.

- xiii. Refrain from trading in the securities of the listed companies of the Group or any other listed company if any Director or employee of the Group is in possession of market sensitive information and that information has not been made public. This prohibition extends to any act of disclosing the insider information to another person, including family members and friends, if the Director or employee knows or reasonably knows that the other person would make a trade in reliance on that information, even if the Director or employee does not derive any direct economic benefit from the trade. Under the Capital Markets and Services Act 2007, an "insider" refers to a person who possess information that is not generally available and which, upon it becoming generally available, would have a material effect on the price or the value of securities.
- xiv. Adhere to the Anti-Bribery & Corruption Policy which clearly sets out the Company's policies in various matters that relate to bribery and corruption. Refrain from offering, promising, giving, demanding or receiving anything of value to them in the form of bribes and/or any other improper gratification.
- xv. Refrain from dealing in any money laundering activities and must comply with the applicable anti-money laundering laws.
- xvi. Encouraged to raise genuine concerns, including the reporting of unlawful, unethical or questionable behaviour, in confidence and without risk of reprisal.
- xvii. Directors and employees of the Group are a representative of the Group at all times and are prohibited from bringing the Group's (and each of the companies under the Group) name and reputation into disrepute. All are strongly encouraged to exercise discretion at all times when using and publishing on online platforms.

3. RESPONSIBILITIES AND ACCOUNTABILITY

All Directors and employees are required to understand the Code and comply as a matter of course. They are also responsible for promoting open and honest two-way communication to facilitate discussions especially in situations where the application of the Code, or any part of it, may be unclear.

The Management should not only play an exemplary role but should also diligently be on the lookout for indications that unethical and improper business conduct is taking or has taken place.

All External Parties are required to conform to the principles documented in the Code in their dealings with the Company.

4. DUTIES OF GOOD FAITH, DILIGENCE AND INTEGRITY

4.1 Conflict of Interest

Directors and employees have an obligation to act in the best interest of the Company at all times. Directors and employees are prohibited from using their position or knowledge gained directly or indirectly in the course of their duties and responsibilities or employment for private or personal advantage.

If a Director or employee at any time thinks that he or she may have a potential or actual conflict of interest, then the employee is obliged to disclose the conflict promptly to the Chairman of the Board (in the case of any Director) or the Company's Head of Human Resources Department to be able to determine and conclude as to the existence and seriousness of an actual conflict. If in doubt, the he or she ought to adopt the highest standard of conduct.

4.2 Insider Trading

Directors and employees who are in possession of market sensitive information are not allowed to trade in the securities of the Company or another listed company should the said information yet to be made public. Directors and employees are also prohibited from disclosing any non-public price sensitive information to any third party.

4.3 Money Laundering

Money laundering is a process by which persons or groups try to conceal the proceeds of illegal activities or try to make the sources of their illegal funds look legitimate.

All businesses must be conducted only with reputable customers, for legitimate business purposes and with legitimate funds. There is expectation to be always vigilant of the risk of the Company's business being utilised for money laundering activities, and if an employee is suspicious of money laundering activities, he or she should immediately report to their respective Head of Department or the relevant person designated by the Company.

4.4 Proprietary and Confidential Information

Employees are at all times prohibited from disclosing any confidential, proprietary and sensitive information of the Company to family, friends and third parties, unless otherwise authorised by the Company or required by law. A non-exhaustive list of such information include but are not limited to trade secret, financial and business forecast, competitive bids, business acquisition and any other information that may affect the Company's business and share price. Information of such nature should remain confidential until it is in the public domain. Employee who resides in countries where the Personal Data Protection Act (PDPA) has been enforced should always abide by this Act.

Ex-employees who have left the Company are expected to maintain confidentiality of proprietary and sensitive information acquired in the course of employment with the Company.

All queries from the media or third parties about the Company's business must be directed to Investor Relations/Corporate Communication for a consistent and professional approach in the handling of such matters.

A non-disclosure agreement should be signed by vendors or any 3rd party who may have access to confidential and proprietary information so as to protect the interest of the Company.

4.5 Public Image

Employees who have been invited to make public appearances in their personal capacity e.g. as guest speakers/panel members in any public forum or event, on topics related and/or relevant with their line of work, are to seek approval for their participation and/or the proposed contents of their presentation from their Line Manager/person in authority. Employees may only make such appearance after such approval has been obtained.

Employees who have been invited to make public appearance either in their personal capacity or as the representatives of the Company must ensure that their thoughts and actions are not detrimental to, tarnish or implicate the Company's image and interests.

Employees shall not issue any statement, written or verbal to the media and/or general public (including all forms of electronic media) on matters in relation to the employee's duties or the Company's activities and performance, unless prior permission has been obtained from the relevant authorized parties. Any dealing with the media shall be handled by or referred to the relevant authorized parties to ensure accurate, consistent, professional communication response and to avoid misinterpretation.

4.6 Integrity and Accuracy of Records/Transactions

Staff should ensure that accurate and complete records of the Company's operations are kept and maintained in such a form and for such a period as determined by the Company's Group.

These records include the following:-

- i) Books, slips, documents, statement;
- ii) Computer tapes and diskettes;
- iii) Computer programmes;
- iv) Microfiches/microfilms; and
- v) Computer print-outs

Staff should never make entries or allow entries to be made for any account, record or document of the Company that are false or would obscure the true nature of the transactions as well as to mislead the true authorisation limits or approval by the relevant authority of such transactions.

Staff should ensure that any alteration or deletion to records is properly authorised by their superiors. Any removal of records must also be properly documented.

Staff must ensure that the Company's information and records are not copied by unauthorised persons including computer vendors.

Staff should report to their superior immediately upon discovery of any unauthorised copying, entries, deletions or alterations in the Company's records.

All records and computer files or programs of the Company, including personnel files, financial statements and customer information, must be accessed and used only for the management-approved purposes for which they were originally intended.

5. COMPLIANCE OF THE CODE

Directors should promptly communicate any breaches of the Code, including violations of laws, rules, regulations or the Company's policies, to the Board.

6. REVIEW OF THE CODE

The Code shall be reviewed by the Board as and when necessary and may be amended as the Board may deem appropriate.

7. AMENDMENTS TO THE CODE

Updates or amendments to this Code may be made from time to time to be in line with any change in applicable laws and regulations, or changes to the Company's vision and mission or other relevant factors.

This Code of Ethics and Conduct was adopted by the Board on 18 July 2022.

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