



CODE OF CONDUCT

Adopted on 18 June 2018

COMPANY: SPORTS TOTO BERHAD



CODE OF CONDUCT

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CODE OF CONDUCT

INTRODUCTION

Sports Toto Berhad, is committed to adhere to ethical values and to comply with all applicable laws in all its business activities. In this respect, all employees of the Company and all of its subsidiaries and associates (collectively, the “Company”) are expected to observe and adhere to the highest standards of professional and personal conduct.

The aim of this Code of Conduct is to provide guidelines on the expected behaviour and conduct of all the employees and also to serve as a tool to guide the employees’ action when dealing with both internal and external parties.

This Code of Conduct is not intended to be exhaustive and cannot anticipate every situation which may morally or ethically compromise the employee or the Company. In this regard, the Company expects its employees to use their professional and sound judgment. In case of any ambiguity, the employee should consult and seek guidance from his or her immediate superior or Human Resource Division.

The Company reserves the right to add, amend, annul, vary or modify the provisions set out in this Code of Conduct as and when it deems necessary and in the best interest of the Company. Employees will be notified of any changes made to the Code of Conduct via the Berjaya Intranet or email.

Scope

This Code of Conduct applies to all employees of the Company throughout the world and to the Directors of the Company. It is a condition of employment that all employees and Directors of the Company read, understand and comply with this Code of Conduct at all times.

In addition to leading by example, all managers are expected to take the appropriate and necessary steps to comply with this Code of Conduct and to ensure that their team(s) have the information, guidance and support to comply with this Code of Conduct as well as all relevant policies and procedures.

When an employee encounters a likely conflict in the laws to apply to a situation, he or she should consult his or her Head of Department and/or the Legal Department on the next course of action.

The Company’s suppliers, consultants, distributors and independent contractors are also expected to agree to follow all applicable policies under this Code of Conduct.



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Certification of Compliance

All employees and Directors of the Company must sign an acknowledgment that they have received this Code of Conduct, understand its contents and agree to comply with its terms throughout their employment or tenure with the Company.

Enforcement

An employee who disregards or violates a provision of this Code of Conduct, condones or knowingly fails to report a possible violation, deliberately makes a false report or fails to cooperate fully in any investigation of any violation, will be subject to disciplinary action, up to and including the punishment of dismissal. In addition, disciplinary action may also be taken against any employee who through lack of diligence or supervision, fails to prevent or report violations.



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REPORTING OF VIOLATIONS OF THE CODE OF CONDUCT

Each employee has the obligation to expeditiously report any violation or suspected violation of this Code of Conduct, any other Company policy or applicable law, rules or regulation, in order to protect the Company, its stakeholders, its employees and its customers or clients.

Should you have any information with respect to any such violation or suspected violation, you should report such information to your superior or bring the matter to the attention of the following where appropriate:

- Head of Operating Company/Group Function
- Supervising Director
- Head of Human Resource Division or
- Head of Group Human Resource & Admin. Division

All such submissions will be treated confidentially, to the extent reasonably practicable. To assist and encourage the prompt reporting of suspected violations, the Company will accept reports made on an anonymous basis.



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Reporting of Questionable Accounting or Internal Controls Matters

If you have concerns regarding fraudulent activities or questionable accounting or internal controls, you may also submit your concerns directly to the Head of Group Internal Audit Division by writing to:

Attn: The Head of Group Internal Audit Division
Sports Toto Berhad
Group Internal Audit
Lot 13-01C, Level 13 (East Wing)
Berjaya Times Square
No. 1, Jalan Imbi
55100 Kuala Lumpur
Malaysia

All such submissions will be treated confidentially, to the extent reasonably practicable. To assist and encourage the prompt reporting of suspected violations, the Company will accept reports made on an anonymous basis.

Non-Retaliation

The Company strictly prohibits any form of retaliation against any employee who acts in good faith and raises concerns, makes a report, provides information or otherwise assists in an investigation regarding a possible violation of the Code of Conduct. It will not discharge, demote, suspend or discriminate against an employee because such employee in good faith reports, provides information or otherwise assists in an investigation regarding a possible violation of this Code of Conduct, an applicable law, rule or regulation or of any questionable business practice, accounting or auditing matter.



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WAIVERS OF THE CODE OF CONDUCT

A. Executives of equivalent or higher rank than Manager and Directors of the Company

Any request for a waiver from any provision of this Code of Conduct by or on behalf of an executive of equivalent or higher rank than Manager or a Director of the Company must be brought before the Special Committee for appropriate review. For the purpose of this Code of Conduct, the term “waiver” shall mean a material departure from a provision of this Code of Conduct.

The members of the Special Committee are:

- Chief Executive Officer of Sports Toto Berhad
- Head of Group Internal Audit Division
- Head of Group Human Resource & Admin. Division.

The Special Committee will first conduct a thorough review of the specific facts and circumstances and the potential impact on the Company and also to consider the control measures to be implemented to protect the interest of the Company. Any decision to grant a waiver from this Code of Conduct shall be at the sole and absolute discretion of the Special Committee. Any such waivers that are granted shall neither preclude nor prevent any further compliance of the provision(s) so waived or the strict compliance of any other provisions hereof.

Any executive of equivalent or higher rank than Manager or any Director who wishes to request a waiver should write to the Head of Group Human Resource & Admin. Division who will determine whether or not a waiver from any provision of this Code of Conduct is necessary (i.e. whether or not the requested conduct would be a material departure from a provision of the Code of Conduct) and, if so, will refer the same to the Special Committee for its decision.

Any such waivers that are granted, and material amendments to certain provisions of this Code of Conduct, shall be promptly disclosed to all the parties concerned.



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B. Other Employees

Any other employee who wishes to request a waiver (i.e. a material departure) from any provision of this Code of Conduct, should write to the Head of Group Human Resource & Admin. Division who will determine whether or not a waiver from any provision of this Code of Conduct is necessary (i.e. whether or not the requested conduct would be a material departure from a provision of the Code of Conduct) and, if so, whether or not to grant such waiver. If there is a waiver granted, the employee will be notified in writing.



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1.0 OUR BUSINESS

1.1 Ethical Business Practices

- The Company's business practices have been governed by the principles of good conduct, professionalism, integrity and compliance with all applicable laws, rules, regulations and guidelines which are crucial to the Company's continued success.
- The respectability of our conduct is of utmost importance in wherever we conduct our business. All employees are expected to conduct all business on behalf of the Company in a manner consistent with the highest ethical standards. Ignorance of appropriate standards and/or improper behaviour is not acceptable under any circumstances. Managers at all levels are responsible for communicating legitimate ethical conduct/behavior to employees. Employees are to report any unlawful or any unethical behavior to their superiors.
- The Company will neither seek nor accept any business advantage that involves unethical conduct.
- All employees must comply with all laws, rules, regulations and guidelines applicable to the business of the Company. Accordingly, employees must ensure that their actions cannot be interpreted as being, in any way, in contravention of the laws, rules, regulations and guidelines governing the Company's operations.
- The Company will not condone the activities of employees who achieve results through violation of the law or unethical business dealings. This includes any payments for illegal acts, indirect contributions, rebates and bribery.
- Employees uncertain about the application or interpretation of any legal requirements should refer the matter to their superior, who, if necessary, should seek appropriate legal advice.



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1.2 Fair Dealing

- Each employee of the Company shall endeavor to act fairly and in good faith with the Company's customers, suppliers, competitors and employees and all other relevant parties. Employees must not take unfair advantage of anyone through manipulation, concealment or abuse of privileged information, misrepresentation of material facts, fraudulent act or behaviour or any other unfair dealing practices.
- Additionally, the Company expects the same level of fair dealing and ethical conduct from the businesses and individuals who supply products or services to the Company.
- The Company requires all such suppliers to operate in compliance with all applicable laws, rules and regulations including, but not limited to, the Employment Act 1955 and all its amendments. Subject to the terms of contract with supplier, the Company reserves the right to suspend, discontinue or terminate its relationship with any supplier for its failure to comply with applicable legislations and requirements or standards.

1.3 Local Legal Requirements

- Company employees must at all material times, comply with all applicable laws of Malaysia while complying with this Code of Conduct.

1.4 International Legal Requirements

- Company employees must also comply with all applicable laws in the countries where we do business, while complying with this Code of Conduct.



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1.5 Confidential Information and Other Company Property

i) Confidentiality

- The employee undertakes to exercise due care and diligence in the discharge of his or her duties without causing any detriment to the interest of the Company. The employee shall not, except as authorised or required by his or her duties, reveal to any person or persons or banks or companies any of the trade secrets, secret or confidential operation, processes or finances, transactions, affairs or proprietary information of the Company or any of its customers of which he or she shall have possession during his or her employment. The employee shall keep with complete secrecy all confidential information entrusted to him or her and shall not use or attempt to use any such information in any manner which may injure or cause losses either directly or indirectly to the Company or its business or may be likely to do so.
- This restriction shall continue to apply after the termination of employment without limit in point of time but shall cease to apply to information or knowledge which has come into public domain.

ii) Notes During Employment

- The employee shall not during the employ of the Company make, otherwise than for the benefit of the Company, any notes or memorandum relating to any matter within the scope of the business of the Company or concerning any of its dealings or affairs nor shall the employee, either during the employ of the Company or afterwards, use or permit to be used any such notes or memorandum otherwise than for the benefit of the Company, it being the intention of the parties hereto that all such notes or memorandum made by the employee shall be the property of the Company and shall be delivered by the employee to the Company upon the termination of the employee's employment.



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1.5 Confidential Information and Other Company Property – (Cont'd)

iii) **Protecting Company's Intellectual Property (IP) and Assets**

- Employees are to take necessary measures to protect the Company's Intellectual Property (IP) which includes trademarks, copyrights, trade secrets and patents of the Company. The Company's IP also include employees' work product created during the course of employment with the Company, such as reports, inventions, ideas, discoveries, improvements, artwork, processes, designs, software, web pages, etc. Such IP is regarded as the confidential information and trade secret of the Company. Employees are subject to the Company's Confidentiality, Non-Compete and Non-Solicitation Agreement, or similar agreement to disclose and waive all rights in respect of those works in favour of the Company.
- It is the duty of all employees to ensure proper use and to safeguard the Company's assets to avoid any loss, damage, misuse or theft. Company assets include not only confidential information, funds, equipment and products, but also the Company's resources, time and facilities.

iv) **Cameras and Recording Devices**

- Employees are not allowed to use sound or image recording devices of any kind (including, but not limited to, tape recorders, video recorders, cameras, and cell phone cameras) to record or create images of Company records, the Company's facilities, any other Company assets, and conversations that take place at Company's premise or that involve the Company's business, unless with prior approval by the Company.

v) **Trading of Company Products**

- The sale, purchase or trading of Company products and/or promotional items by employees and or members of their immediate families to, from, or with third parties without Company approval ("diversion") is prohibited.
- Employees and/or members of their immediate families are prohibited to:-



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1.5 Confidential Information and Other Company Property – (Cont'd)

- (a) Sell the Company's products obtained on a complimentary or discounted basis without Company approval, and
- (b) Sell the Company's products on any Internet website.

Such activity may result in disciplinary action, including dismissal.

1.6 Conflicts of Interest

- All employees must avoid and/or declare any situations, activities or relationships which might conflict with the legitimate business interests of the Company. Such a conflict will exist where an employee compromises his or her ability to act with total objectivity with regard to the Company's business interests.
- For example, an employee shall be considered to have a conflict of interest when his/her personal interests or activities:-
 - a) influence his/her judgment when acting on behalf of the Company;
 - b) hinders or interferes the performance of the employee;
 - c) result in the employee obtaining personal gain by using his/her position in Company or the Company's information or assets;
 - d) result in the employee obtaining personal gain by conducting the Company's business with family members;
 - e) jeopardise the Company's reputation; or
 - f) result in the employee competing with the Company's business or diverting business from the Company.
- Employee should avoid conflicts of interest whenever possible. If any employee has any doubt about whether an activity may create a conflict of interest, the employee is required to report that activity to his or her direct supervisor.
- Whilst it is impossible to specify all situations where a conflict of interest may arise, the following guidelines apply:-



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1.6 Conflicts of Interest – (Cont'd)

i) **Work or Employment Outside the Company**

- The employee shall not, without the prior expressed written consent of the Company which consent shall not be unreasonably withheld, either directly or indirectly during the duration of his or her employment with the Company, be engaged in any capacity in any trade, business or occupation whatsoever other than being in the employ of the Company. In this Clause, the expression "occupation" shall include membership of parliament or state assemblies or any other public or private work which in the opinion of the Company may hinder or otherwise interfere with the performance by the employee of his or her duties whilst in the employment of the Company.

ii) **Conflicts Arising from Ownership or Investments**

- An employee or relative of an employee must not have any direct or an indirect ownership or other interest in any supplier of goods or services to the Company, any customer of the Company, or any competitor of the Company, unless it has been disclosed and written consent has been obtained from the Head of Operating Company/Supervising Director. All such relationships are subject to the relevant disclosures and written consent on a case by case basis.

iii) **Business Opportunities**

- If any employee becomes aware of a business opportunity that might fall within the Company's business purpose and practice, the employee must not take advantage of this opportunity for personal gain and must inform his/her manager or Head of Operating Company of the said business opportunity.

iv) **Community, Charitable and Other Outside Activities**

- Employees are to avoid participating in any community, charitable or other outside activities that would interfere their obligations to the Company; compete with the Company's business; and/or affect the Company's reputation.



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1.7 Improper Gifts or Payments

i) **Bribery**

- The actual or attempted use of any form of bribery either directly or indirectly on the Company's behalf to advance personal or business interests is strictly prohibited. A bribe may be in the form of cash, gifts, entertainment, hospitality, travel perks or special favours or privileges.
- Employees must not give, offer, promise, accept, request or authorize a bribe whether directly or indirectly, on behalf of, or for the benefit of the Company.
- Any employee who is aware or has any knowledge of any form(s) of bribery activity is required to report such information to their superior or bring the matter to the attention of the Head of Human Resource Division. An employee who is involved in a bribery activity shall be subjected to disciplinary action, including dismissal.

ii) **Receiving Gifts**

- To protect against undue obligations of the employee to any outside parties, the employee shall declare to the Company any gifts, other than gifts which are an exchange of corporate souvenirs, food hampers, flowers or vouchers and tokens of insubstantial value, made to himself or herself or any member of his or her immediate family by principals, agents, dealers and any parties who have business dealings with the Company. The Company shall decide how the gift shall be disposed of.

iii) **Offering Gifts or Entertainment**

- The Company expects its employees to compete fairly and ethically for all business opportunities. Employees may provide meals, refreshments or entertainment to customers, contractors or suppliers provided that is done with approval, in the ordinary and proper course of business and could not reasonably be seen as bribes or improper encouragement. All such expenditures must be properly recorded in the books and records of the Company.
- Employees must not offer gifts, commissions, gratuities, or other payments to prospective or existing customers, contractors or suppliers without the prior written approval of the Company.



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1.8 Communications with Third Parties

- Sports Toto Berhad is currently listed on the Main Market of Bursa Securities Malaysia Berhad (“Bursa Malaysia”). Hence, the Company is required to comply with the Listing Requirements of Bursa Malaysia regarding the timing, content and manner of disclosure of information relating to the Company, to Bursa Malaysia.
- The policies and procedures stated below apply to all employees and the Directors of the Company.

i) **Communicating with the Media**

- Requests from members of the media, journalists, authors, public relations agencies, and other organisations, for interviews, photographs, films, videotapes gifts, and/or requests for information regarding the Company and its products, should immediately be directed to the respective Company’s Communications Division or to the Corporate Communications & Investor Relations Division before any action is taken.
- The Corporate Communications & Investor Relations Division will seek any necessary approvals from Supervising Directors, Heads of Operating Companies or Head of Legal Department and, where necessary, coordinate responses to avoid contradictions.
- Any requests for visits to or tours of the Company’s headquarters or facilities should also be coordinated through the Corporate Communications & Investor Relations Division.

ii) **Communicating with Investors and Analysts**

- Only designated company spokespersons are empowered and authorized to speak to analysts, financial or investment professionals or shareholders. The designated spokespersons for the Company are the Chief Executive Officer, Executive Directors, Chief Financial Officers and the Head of Corporate Communications & Investor Relations Division. Certain other individuals may also be authorized to speak on behalf of the Company.



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1.8 Communication with Third Parties – (Cont'd)

iii) **Communicating About Company's Products**

- When communicating about the Company's products, employees shall endeavor to communicate information accurately, effectively and in a proper manner and/or to promote the Company's products in an ethical, fair and balanced manner.
- Company employees should not engage in false or misleading advertising or promotion regarding the Company's products in any forum.
- Further, Company employees should not provide any information or make any claims which may not reflect approved communications about Company products as this may be considered false or misleading.

iv) **Inquiries from Regulators**

- It is the Company's general policy to cooperate fully with any government or regulatory bodies' inquiry or investigation. Such inquiries may come in many forms, including phone, mail, e-mail or on-site visits. You should immediately contact the Legal Department upon receipt of any such inquiry or investigation and should not respond to any such inquiry or investigation before consulting with the Legal Department to ensure that you and the Company comply with all applicable laws and answer all questions accurately and completely.

v) **Legal Inquiries**

- No employee, other than specifically designated employees, should have any communications on behalf of the Company with any outside attorney or representative of a government entity or regulatory body regarding any actual or potential legal or regulatory matter involving the Company without prior clearance from the Legal Department. Any legal inquiries by any of the above party should be directed to the Legal Department for onward instructions. An employee should never answer any questions, submit to any interviews, produce any documents or data or hold any discussions without first consulting with the Legal Department.



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1.8 Communication with Third Parties – (Cont'd)

vi) **Receiving Legal Process**

- The Company and individual employees may receive legal process by mail, by e-mail, by delivery to an office of the Company or by facsimile transmission. Legal process includes subpoenas, summonses, complaints, notices of attachment and garnishment, notices of litigation, and other similar documents.
- All notices of legal proceedings involving the Company received by mail, e-mail or facsimile should be sent immediately to the Legal Department with the date and time the document was received and delivery envelope, if any.

1.9 Securities Law Compliance and Inside Information

- The Company's employees and Directors must maintain the confidentiality of any material non-public information obtained in the course of the performance of their duties on behalf of the Company, except when disclosure is authorized or legally mandated.
- Buying or selling securities while in possession of material non-public information (insider trading) or improperly disclosing such information (tipping) may violate the securities laws. Severe punishments will be imposed for such violations.

i) **No Trading on Material Non-Public Information**

- The Company's employees or directors are not permitted to trade in the securities of the Company or any other company (for their own or related accounts) at any time while in possession of material non-public information (insider trading) relating to the Company or any other company.

ii) **Disclosure of Non-Public Information (Tipping) is Prohibited**

- The Company's employees and Directors are prohibited from disclosing to anyone inside or outside the Company any material non-public information obtained at or through the Company, except to persons who need to know such information in order for the Company to properly and effectively carry out its business.



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1.10 Anti-Money Laundering

- Under the Malaysian anti money-laundering law, money laundering is deemed, inter alia, as “act of a person who engages directly or indirectly in a transaction that involves proceeds of an unlawful activity.” The Company shall apply such similar definition in all its operations whether locally or otherwise.
- All employees are strictly prohibited and shall not at any time during the employment with the Company assist, abet, involve whether directly or indirectly in any activity in connection to money laundering.
- The Company is committed to adhere to all anti-money laundering laws and shall conduct business only with reputable customers and suppliers involved in legitimate business activities, with funds from legitimate sources. As such, all employees are expected to exercise high level of due diligence in all business transactions and when entering into business relationship to prevent and detect possible money laundering activities. Employees must be aware of and escalate any unusual and suspicious activities to their respective Head of Operating Company/Supervising Director who will then take necessary action to investigate further.
- Examples of unusual or suspicious activities by customers or suppliers are as follows:-
 - Reluctant to provide complete information and/or provide insufficient, false or suspicious information.
 - Request to make payments in cash or cash equivalent.
 - Request to make payments to or accept payments from third parties.
 - Orders or purchases that are inconsistent with the normal business dealing.
 - Express concern about, or want to avoid, reporting or record keeping requirements.
 - Appear to be acting as an agent for another company or individual, but decline or reluctant to provide information regarding that company or individual.
- An employee who is involved and/or commits a money laundering activity will result in disciplinary action being taken against him/her, including the punishment of dismissal.



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1.11 Company Records and Financial Reporting

i) **Accurate Business Records and Financial Reports**

- Corresponding to the Company's internal control against fraud and corruption, employees shall maintain accurate, complete and timely records so that the Company's books and records accurately reflect all the Company's business transactions and dispositions of its assets. Employees are strictly prohibited from making any misleading entries in the books and records of the Company. Any doubts or suspicions of fraudulent financial reporting or misappropriation of Company assets for personal gain should be reported immediately in accordance with this Code of Conduct.
- All employees and Directors of the Company shall take steps to ensure the full, accurate and timely disclosure of information that the Company files with, or submits to, Bursa Malaysia or any other regulatory authorities or otherwise makes public.

ii) **Proper Maintenance of Records**

- The Company's financial books, records and statements must properly document all assets and liabilities, accurately reflect all transactions of the Company, and be kept in accordance with all applicable laws and regulations.
- The Company is subject to extensive and complex accounting requirements. All of the Company's books, records, accounts and financial statements are to be maintained in reasonable detail, accurately reflecting the Company's transactions and are to conform both to applicable financial accounting standards and/or legal requirements and to the Company's system of internal controls.

iii) **Dealing with Independent Auditors**

- All employees are expected to cooperate with the Company's internal and independent auditors in conforming to the Company's accounting and internal control practices.



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1.11 Company Records and Financial Reporting – (Cont'd)

- Employees must not knowingly misrepresent facts or knowingly fail to disclose material facts in connection with an audit of the Company or any filing with Bursa Malaysia, Companies Commission of Malaysia or any other regulatory authorities, where applicable. Employees must respond to specific inquiries and requests by the Company's independent auditors accordingly.
- Employees shall refrain from any inappropriate or undue influence of any kind in all dealings with independent auditors and must not coerce, manipulate or mislead the auditors in the performance of an audit or review of the Company's financial statements.
- Employees or Directors of the Company, including but not limited to the Chief Executive Officer and senior financial officers of the Company, are prohibited from engaging the Company's independent auditors to perform services for such individuals in their individual capacities.

1.12 Fraud / Fraudulent Activities

- Employees must not enter into fraudulent activities. Fraud is an intentional act or omission designed to deceive another or the Company to achieve a personal gain.
- Engaging in any act that involves fraud, theft, embezzlement or misappropriation of any property, including that of the Company, or any of its employees, suppliers or customers is strictly prohibited. Some examples of fraudulent conduct/activities are:
 - Falsification or manipulation of accounting records or documents;
 - Misappropriation of company assets for personal gain;
 - Embezzlement;
 - Acceptance or payment of bribes or kickbacks.



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1.12 Fraud / Fraudulent Activities – (Cont'd)

- All employees play an important role in the prevention and detection of fraudulent activities. It is the Company's policy to ensure that incidents of fraud are promptly investigated, reported and, where appropriate and authorized by applicable law, prosecuted. If an employee suspects that a fraud or fraudulent activity is being committed, the employee should report his/her suspicions to any of the following:
 - Head of Operating Company/Group Function;
 - Supervising Director;
 - Head of Human Resource Division;
 - Head of Group Internal Audit Division; or
 - Head of Group Human Resource & Admin. Division.



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2.0 OUR WORKPLACE

A Safe and Fair Workplace

We strive to provide a safe and equitable workplace to ensure all employees can perform to the best of their ability.

2.1 Equal Employment Opportunity

- As an established business conglomerate locally and internationally, the Company strives to hold a reputable employer image in line with the nature of its core businesses. It is the policy and practice of the Company to provide all employees and applicants for employment with fair and equal employment opportunities without regard to race, colour, ethnicity, national origin, religion, age, sexual orientation, gender or gender identity, disability and any other legally protected status. This policy applies to all Company activities, including, but not limited to, recruitment, hiring, compensation, benefits, secondment or transfer, training, promotion, discipline and discharge.
- Employees must, at all times, treat all colleagues, customers, suppliers, contractors, or other persons with whom they deal in the course of their employment in a fair and non-discriminatory manner.

2.2 Prohibition Against Harassment

- The Company strives to maintain a working environment in which all employees treat each other with respect. We strictly prohibit any act or conduct that constitutes or that could lead or contribute to harassment based on gender (whether or not of a sexual nature), race, colour, ethnicity, national origin, religion, age, sexual orientation, gender identity, disability and any other legally protected status.
- Harassment is an act or conduct that creates unwelcome and uncomfortable situation or environment regardless of the intention of the person who commit the act or conduct. Thus, inappropriate act or conduct meant as a joke, a prank, or even a compliment can lead, contribute and/or tantamount to harassment.



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2.2 Prohibition Against Harassment – (Cont'd)

- Harassment may consist of verbal, visual or physical conduct that is unwelcome or that makes someone uncomfortable, such as:-
 - explicit or degrading comments about appearance or dressing;
 - advances or request for inappropriate favours;
 - unwelcome demands for meals or dates;
 - unwelcome conversation, emails, messaging or telephone calls;
 - racial or ethnic slurs;
 - threatening or intimidating acts directed at an individual because of his or her gender or sexual orientation;
 - display, posting or distribution of hostile written or graphic materials aimed at a particular sex or religion; or
 - the use of computers or any portable devices to view or distribute racially or sexually offensive communications.

2.3 Sexual Harassment Policy

- The Company has always been committed to provide, promote and ensure a workplace that is safe and free from any form of harassment, humiliation and intimidation of a sexual nature.
- No employee, either male or female, should be subjected to any form of sexual harassment. The Company views sexual harassment of employees occurring in the workplace or in other setting related to their employment as a serious misconduct and will not be tolerated. Any employee found guilty of such misconduct will be liable to dismissal without notice by the Company.
- Definition of Sexual Harassment as specified in the Code of Practice On The Prevention and Eradication of Sexual Harassment In The Workplace issued by The Ministry of Human Resources:

Any unwanted conduct of a sexual nature having the effect of verbal, non-verbal, visual, psychological or physical harassment:-

- i) that might, on reasonable grounds, be perceived by the recipient as placing a condition of a sexual nature on her/his employment; or
- ii) that might, on reasonable grounds, be perceived by the recipient as an offence or humiliation, or a threat to her/his well-being, but has no direct link to her/his employment.



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2.3 Sexual Harassment Policy – (Cont'd)

- Forms of Sexual Harassment:

Sexual harassment encompasses various conducts of a sexual nature which can manifest themselves in five possible forms, namely:

- i) Verbal harassment
E.g. offensive or suggestive remarks, comments, jokes, jesting, kidding, sounds, questioning.
 - ii) Non-verbal/gesture harassment
E.g. leering or ogling with suggestive overtones, licking lips or holding or eating food provocatively, hand signal or sign language denoting sexual activity; persistent flirting.
 - iii) Visual harassment
E.g. showing pornographic materials, drawing sex-based sketches, writing sex-based letters, sexual exposure or email depicting sexual content or harassment that is unsolicited.
 - iv) Psychological harassment
E.g. repeated unwanted social invitations, relentless proposals for dates or physical intimacy.
 - v) Physical harassment
E.g. inappropriate touching, patting, pinching, stroking, brushing up against the body, hugging, kissing, fondling, sexual assault.
- All employees are strictly prohibited from engaging in any form of sexual harassment with other employees or external parties under such employment-related setting that includes, but not limited to:
 - At work-related social functions;
 - In the course of work assignment outside the workplace;
 - At work-related conferences or training sessions;
 - During work-related travel;
 - Over-the-phone; and
 - Through electronic media
 - All employees should take special note that, retaliation against an individual who has complained about sexual harassment, and retaliation against individuals for cooperating with an investigation of a sexual harassment complaint is unlawful and will not be tolerated by the Company.



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2.3 Sexual Harassment Policy – (Cont'd)

- Complaints Procedure:

Where an employee feels that he or she has been subjected to any unwanted conduct of a sexual nature or sexually harassed, the following procedure will apply:

- i) Employee raises complaint with his or her immediate superior or those in higher authority who will forward his or her case to Human Resource Division.
 - ii) Human Resource Division will then proceed to investigate the complaint discreetly.
 - iii) The investigation may lead to a domestic inquiry that can result in the dismissal of the employee found guilty of such misconduct.
- Employees shall be protected from intimidation, victimization or discrimination for filing a complaint or assisting in an investigation. Retaliating against an employee for filing a complaint on sexual harassment is a serious disciplinary offence which shall be subjected to serious disciplinary action including the penalty of dismissal.
 - Any false and fabricated accusation against innocent persons will not be tolerated. Any employee who knowingly makes a false accusation shall be subjected to serious disciplinary action including the penalty of dismissal.

2.4 Personal Information and Privacy

- Every employee's personal information is important to us and when we collect, process, use and disclose personal information in accordance to our Privacy Policy, we must ensure it is the minimum necessary, for our business needs, such as to meet specific human resources or legal purposes.
- All personal information obtained during the course of your employment is deemed to be confidential information and sharing of any of such information to third parties, including employees, are strictly prohibited.
- All employees must respect other employees' privacy. Employees must not divulge, disseminate or share any personal information and/or sensitive information of other employees, business associates or customers to unauthorized persons in or outside the Company.



CODE OF CONDUCT

2.4 Personal Information and Privacy – (Cont'd)

- In addition to the above, each employee has a responsibility to ensure that personal information provided to the Company should only be accessed if the employee is authorized to do so and should never be provided to unauthorized person in or outside the Company without the necessary written consent and confidentiality or non-disclosure agreement.

2.5 Computers and Electronic Communications

- All Company's computer systems, network, equipment (including portable equipment and mobile facilities), software, data network, electronic and digital storage as well as data and information contained therein shall be the property of the Company.
- The primary usage of Company's computer system, email and internet is for business purposes only. Although the Company permits the occasional personal use of the computer system, employees are expected to limit such usage within a reasonable purposes and it should not interfere with the execution of their job functions. The Company will retain the right to access its computer system (including all back-up Company data using external storage) and emails.
- The Company may search and monitor employees' emails and internet usage, conducted through the IT department. Any communications sent and received by an employee using the Company' computer or any communication devices should not be deemed to be private and confidential.
- The Company monitors its computer system and network to prevent improper usage and/or security violation. Under no circumstances should an employee modify the Company's computer system or equipment, whether by installation of hardware, software, or any other means, without the express written approval by the Company's IT department.
- Employees should not use the Company's computer system, email or network to access, view, create, transmit, retrieve or store any improper material that is discriminatory, derogatory to any persons, defamatory, harassing, obscene, threatening or any illegal materials, regardless of its format.



CODE OF CONDUCT

2.5 Computers and Electronic Communications (Cont'd)

- Employee should not send or receive copyrighted materials, trade secrets, proprietary financial information or similar information and/or material without the authorization of the Company.
- Employees are prohibited to use Company's computer system, email or any IT resources for personal financial gain (monetary or non-monetary), to solicit for money or gifts, send chain letters, for religious or political causes, charitable contributions, outside organizations or other purposes not related to the Company's business.
- Employees must be alert at all times for phishing emails, online scams and other suspicious emails. Employees are required to do proper validation and verification before reply or perform any action requested from a sender using suspicious emails address. Employees should not open any suspicious emails or any attachment or links contained therein.
- If you receive material or email that violates this policy from any persons outside the Company or from an internal sender but with suspicious email address through the Company's computer system, you should promptly delete the offending material or email and escalate the case to the IT department.
- If you know the sender or if the transmission represents a repeated instance of inappropriate communications from the same source, either advise the sender that receipt of such material is against Company policy and ask that he or she not send you such material in the future or bring the matter to the attention of your Human Resource Division.
- If you are aware of any conduct by other Company personnel that you believe is in violation of this policy, you are encouraged and expected to report it immediately to your Human Resource Division. Individuals making such reports in good faith will be protected from any retaliatory action against them. Such reports received will be kept as confidential as possible.
- Use of the Company's computer systems and networks in violation of this policy will result in disciplinary action, up to and including the penalty of dismissal.



CODE OF CONDUCT

2.6 Environment, Health and Safety

- The Company is committed to improve health and safety, prevent workplace injuries and illnesses, safeguard the environment and promote sustainability awareness and practices. To achieve this, we will strive through a process of continuous improvement to fully integrate health, safety and environment sustainability in all aspect of our operations through:
 - Implementing and maintaining a framework that ensures the systematic management of safety, occupational health and environment sustainability through compliance with legal requirements.
 - Setting, communicating and achieving measurable objectives and targets aimed at managing risk, awareness of health and safety, management of environmental aspects and impacts, reducing the use of natural resources, minimizing and preventing adverse environmental impacts.
 - Ensuring continual improvement in achieving the set objectives through integration of best practices in our activities.
 - Incorporating environmental sustainability principles, awareness and understanding into our activities and community engagement.
 - Promoting responsible environmental and safety practices, enhancing awareness among our employees through prevention and training programs and any other measures needed to reduce the risk of illness and accidents.
- All employees are required to comply with the safety and health regulations and instructions and fire prevention and fire fighting regulations issued by the Company from time to time. Any employee who fails to comply with the regulations and instructions will render himself liable for disciplinary action.
- Any injury suffered in an accident at work must be reported to the Head of Operating Company/Group Function immediately for necessary action.



CODE OF CONDUCT

3.0 EMPLOYEE PERSONAL CONDUCT

3.1 Personal Conduct

- The Company expects its employees to conduct themselves professionally. Employees should not conduct themselves in a manner that has an adverse impact on the work environment, including at Company sponsored functions. Smoking, gambling, fighting and similar unprofessional activities are strictly prohibited while on the job and are not encouraged at all times.
- Employees should also refrain from borrowing monies from other employees, business associates and/or customers.
- Employees must treat other employees, business associates, customers and others with courtesy and respect.
- Employees must obey and comply with all orders and direction given by the Company and faithfully observe all the rules, regulations, procedures, practices and arrangements of the Company for the time being in force.
- The Company does not tolerate any form of harassment, discrimination or other behaviour that colleagues or business associates may regard as threatening or degrading.

3.2 Job Performance

- All employees must, at all times, perform their duties competently, diligently, to be accountable for their own actions and at all times to endeavor to the utmost of the employees' ability to promote and advance the interest of the Company.
- Every employee must perform his or her duties in a manner consistent with the Company's expectations.
- Every employee must comply with the instructions of his or her superiors.
- Every employee must act respectfully, loyally and honestly and must refrain from any action that could jeopardise the Company's legitimate interests.



CODE OF CONDUCT

3.3 Compliance with Approval Authority Policy and Guidelines

- Employees must ensure that the appropriate approval(s) is/are obtained prior to procurement of goods and services, and in no event shall an order and payment for goods or services be made prior to receiving such approval.
- The originator of the requisition for payment for any goods or services is responsible for obtaining all authorised signatures, and must ensure that the proper documentation is adequately detailed and complete prior to requesting for payment.
- Employees who are authorised to sign and/or approve any purchase, payment or transaction must comply strictly with their approval limits as set out in the Company's Approval Authority Policy and Guidelines.
- Should an employee be in doubt as to his/her approval limits or whether he/she is authorised to enter into an agreement, make any purchase or perform any transaction, he/she must seek advice and obtain prior written approval from his/her Head of Company/Department and Supervising Director.
- An employee is strictly prohibited from committing or performing any action that violates the Company's Approval Authority Policy and Guidelines, which includes but is not limited to the following:-
 - (a) approving any transaction which is beyond his/her approval limits;
 - (b) approving transactions which directly benefits himself/herself, for example, own expense claims, purchase of items for own use, etc. His/her immediate supervisor must approve such transaction;
 - (c) splitting of Purchase Order/Purchase Requisition/Capital Expense Requisition or an expense item, or requesting vendors or suppliers to split their invoices for the purpose of circumventing the approval limit;
 - (d) making part payments on an invoice or an expense item for the purpose of circumventing the cheque signatory limit; and
 - (e) submitting false or misleading claims.



CODE OF CONDUCT

3.3 Compliance with Approval Authority Policy and Guidelines – (Cont'd)

An employee who violates any provision of the Company's Approval Authority Policy and Guidelines shall be subject to disciplinary action, including the penalty of summary dismissal, and in appropriate cases, the Company shall lodge a report with the relevant authority including Polis Diraja Malaysia (PDRM) and Malaysian Anti-Corruption Commission (MACC) for further action. The Company also reserves the right to seek reimbursement or compensation of costs, expenses or losses from the delinquent employee concerned and in such case may withhold payment of the delinquent employee's salary and other emoluments until such reimbursement or compensation is met. Legal action may also be instituted by the Company to recover such reimbursement or compensation.

3.4 Responsibility on Company's Property

- Employees must take proper care of Company's equipment, tools or property which are under the care of the employees and must not neglect, abuse, use the equipment in an unauthorized manner or steal property that belongs to Company.
- All employees shall bear in mind that all Company's equipment such as, photocopy machine, telephone, computer, printer, fax machine, etc, and stationery including all papers and envelopes are Company's property and should not be misused for personal usage unless with approval.

3.5 Activities Out Of Working Hours

- As an employee of the Company, you will represent the Company anytime and anywhere you go. Hence, employees are advised to act courteously and refrain from any acts that will create negative image on the Company whether during or out of working hours, especially employees who are wearing the Company uniform and/or carrying any items with the Company's logo that represent the Company's brand name.

3.6 Attendance and Punctuality

- Every employee is expected to maintain a good work attendance and to be punctual when reporting for work daily. Good attendance is important for the job requirement and failure to observe this requirement, without reasonable cause shall result in disciplinary action.



CODE OF CONDUCT

3.6 Attendance and Punctuality – (Cont'd)

- An employee who has been absent from work for more than 2 consecutive working days or more without prior leave or without informing or attempting to inform the Company of the reason for the absence prior to or at the earlier opportunity during the absence shall be deemed to have abandoned his/her employment and will be liable to be terminated by the Company.
- Consequently, in accordance to Section 15(2) of the Employment Act 1955, an employee shall be deemed to have broken his contract of service with the employer if he commits the above offence. The Company can terminate the contract of the employee in accordance to Section 13(2) of the Employment Act 1955.

3.7 Working with Office Colleagues

- It is in the interest of both employer and employees that all employees should work in harmony and close cooperation with each other. No employee or department can consider himself/itself as being independent or more important than the others. Objectivity rather than personal attitudes and differences should be the basis on which decisions are made and actions taken in respect of all matters related to work.
- Use of abusive and/or offensive language or degrading term towards colleague or business associates during the office hours will not be acceptable by the Company.

3.8 Use of Social Media

- Employees are to exercise good judgement and personal responsibility whenever using personal social media sites and tools.
- You are expected to be respectful and professional when using a personal site or account that may identify you as an employee of the Company.
- You are strictly prohibited from disclosing the Company's non-public or confidential information and/or engaging in rumours or speculations about the Company in your personal social media activities.



CODE OF CONDUCT

3.9 Misuse of Substance (Alcohol and Drugs)

- Employees are not allowed to consume alcoholic beverages within the Company's premise and are strictly prohibited to work under the influence of alcohol.
- Consumption, possession or distribution of any illegal substance, i.e. drugs or any kind of beverage that contained illegal substances is against the Company's policy.
- Employees who are found to work under the influence of illegal substance or have unauthorized possession of such illegal substances within the Company's premise are deemed to have committed an act of misconduct which may render them to strict disciplinary action, including dismissal.

3.10 Violence and Weapon

- No employee shall threaten or use violence to restrain, coerce or intimidate any persons in or outside the Company.
- It is the Company's policy to prohibit the possession of weapons or dangerous goods that potentially caused harm to other person on all Company premises, worksites and at all functions sponsored by the Company except designated personnel authorized by the Police Department to carry firearms.

3.11 Workplace Housekeeping

- Every employee is responsible to keep their work area clean and tidy. An effective housekeeping can improve employee's morale and gives a pleasant working atmosphere and most importantly, it helps to eliminate the cause of workplace accidents and also greatly minimize the fire hazards at workplace.

3.12 Dress Code

- All employees are required to maintain an appropriate degree of formality in their personal appearance and dressing at all times during office hours, whether inside or outside the office. Employees are required to manage their image and be appropriately groomed to a professional corporate image which includes the clothes worn besides maintaining a neat, clean and tidy appearance.



CODE OF CONDUCT

3.12 Dress Code – (Cont'd)

- Guidelines on Dress Code:

MALE	
Acceptable Business Attire	Unacceptable Business Attire
<ul style="list-style-type: none"> • Formal & decent business shirt or suit, preferably with tie for executives and management employees 	<ul style="list-style-type: none"> • T-shirts, clothing with offensive / inappropriate words or pictures • Torn, dirty, scuffed or frayed clothing • Gym clothes or athletic wear
<ul style="list-style-type: none"> • Tailored pants 	<ul style="list-style-type: none"> • Jeans, shorts, three quarter pants, half pants, sweatpants, exercise pants or Bermuda shorts
<ul style="list-style-type: none"> • Closed toe shoe with appropriate socks length 	<ul style="list-style-type: none"> • Slippers, flip-flops • Clog shoes

FEMALE	
Acceptable Business Attire	Unacceptable Business Attire
<ul style="list-style-type: none"> • Formal & decent blouse or suit 	<ul style="list-style-type: none"> • T-shirts, clothing with offensive / inappropriate words or pictures • Torn, dirty, scuffed or frayed clothing • Gym clothes or athletic wear • Inappropriate, revealing / clingy clothes / dresses – plunging necklines, halter-neck, spaghetti straps, see-through or gaping clothes, mini dresses
<ul style="list-style-type: none"> • Professional / Business / Decent working attire • Tailored pants • Appropriate & decent skirts & dresses 	<ul style="list-style-type: none"> • Jeans, shorts, three quarter pants, half pants, tights, sweatpants, exercise pants or Bermuda shorts • Thin layer, skin-tight stretchy or see-through material:- skirt / legging / jegging / tights • Leather tight skirts or pants • Short skirts / mini skirts
<ul style="list-style-type: none"> • Court shoes if possible, if not strapped sandals 	<ul style="list-style-type: none"> • Slippers, flip-flops • Clog shoes



Code of Conduct Certification of Compliance

I hereby acknowledge that I have received a copy of the Code of Conduct (revised as of 18 June 2018) and understand that I am obligated to read the Code of Conduct and agree, as a condition of my continued employment, to comply with its provisions as amended from time to time.

Except to the extent noted below, I am and shall at all times be in compliance with the Code of Conduct.

Signature

Full Name :
Job Title :
Payroll Company Name :
NRIC No :
Date :

Please return the duly signed duplicate copy of this Certification of Compliance to Human Resource Division within 14 days of receiving this Code of Conduct. Failure to do so will not affect the applicability of this Code of Conduct or any of its provisions.

EXCEPTIONS TO THE CODE OF CONDUCT

- NIL -