



CORPORATE CODE OF BUSINESS CONDUCT AND WORK ETHICS POLICY FOR DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

1. INTRODUCTION

In line with Malaysia Code of Corporate Governance (“MCCG”) 2017, the Corporate Code of Business Conduct and Business Ethics Policy, an ethical business standards formalised by CB Industrial Product Holding Berhad (“CBIP”) as an ultimate holding company and its subsidiaries (“the Member”).

CBIP’s board of directors (“the Board”), the Member’s directors (“the Director”), Senior Management and all employees (“all staff”) in any rank shall comply with the Corporate Code of Business Conduct and Work Ethics Policy (“the Code”) as set out below.

Collectively, person under the payroll of the Company are referred as the Directors, Senior Management and all staff (“all Employees”)

In tandem with good corporate governance, all Employees in any rank either on full-time, part-time or contractual are committed to ensure the Code is maintained at the highest standards of integrity and professionalism while performing their duties.

The violation of the code could result to disciplinary action including termination of service.

2. DUE CARE IN PERFORMANCE

All Employees are to ensure they are:

- honesty with integrity,
- to observe and comply to all applicable laws,
- not pursuing personal gain at the expense of the group/other staff,
- zero tolerance on bribery and money laundering,
- avoiding any conflict of interest,
- to treat with respect to all including colleague.
- not misuse and abuse the group’s name, time, information and assets,
- not alter, falsify and mistreat of record and report,
- to observe a safe, ethical and professional workplace,
- to promote support and charitable for local communities,
- a responsible whistleblower.



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3. COMPLIANCE WITH APPLICABLE LAWS

Other than the code, all Employees must observe, make good judgment and comply with domestic or oversea (if foreign country placement) laws, rules and regulations that govern the conduct of business of the group.

It is prerogative for all Employee to ask for guidance from an appropriate professional in case of unclear issues.

4. ENTRUSTED DUTY AND CONFLICT OF INTEREST

All Employees must distinguish between their private/personal interest and entrusted duty. Normally, there is high possibility of employee's duty performance tend to be impaired while having private/personal interest that cause difficulty in making decision to best interest of the group. All Employees are to act in the best interest of the Company and its Members while performing his/her duties at all times.

Below are few on how and what has been practice by the Company and the Member to prevent conflict of interest.

i. For the Board and the Directors:

- To sign declarations under the requirements stated in the Policy for Related Party Transactions and Recurrent Related Party Transaction as stipulated under Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa's Listing Requirements").
- Restrain from any decision making and approval process if have direct/indirect influence at the other party.
- To discharge their fiduciary duties as stipulated in the relevant acts and laws.
- Informing the Board when offered gift by ensuring "No Gift Policy" (refer to No. 5 below) is to be strictly adhered with an exception of approval was obtained from the Board.

ii. For any level of employees other than the Board and the Director:

- Inform the Board or Directors when there is a personal interest or related issues with the clients, suppliers or any situation that would impair his/her judgment while performing assigned duties.
- Restrain from any decision making and approval process if have direct/indirect influence at the other party.



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- Informing the Board when offered gift by ensuring “No Gift Policy” (refer to No. 5 below) is to be strictly adhered with an exception of approval was obtained from the Director.

All Employees are also given a choice to directly inform the Independent Directors of the Board through a Whistleblower Policy that has been enforced since 18 August 2015 and accessible at the Company’s corporate website.

5. GIFT AND ENTERTAINMENT

5.1 On Gifts

Gift in the form of cash or in any form is prohibited.

The Company maintains a “No Gift Policy” with the exception approved by the Director if the recipient is an employee not up to Director level and if it is the latter, it is the director duty to inform the Company’s Board immediately.

At the point of time if a gift was offered and returning or rejecting it might be seen as to offend the person offering it, then all Employees may receive it first but must report it later.

No reporting to the Senior Management will result to disciplinary action including dismissal if it were to be found out later.

5.2 On Entertainment and Other Benefits

Meals and entertainments in the ordinary course of business are not considered as gift. However, soliciting for commission, donations, meals and entertainments are strictly prohibited.

At the point of time if the above was offered and returning or rejecting it might be seen as to offend the person offering it then all Employees may receive it first but must report it later.

No reporting to the Board or the Director will result to disciplinary action including dismissal if it were to be found out later.

6. OWN BUSINESS AND RELATED REPORTING RESPONSIBILITIES

- i. For the Company and the Member, the Board and the Directors are to declare their own and family related business involvement under related party transaction as required under Bursa’s Listing Requirement.
- ii. All Employees are prohibited from depriving any opportunities and benefits that belong to the Company and the Member.



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- iii. All Employees, with the exception of the Board and the Directors as required under the reporting requirement stated in the Policy for Related Party Transactions and Recurrent Related Party Transaction as stipulated under Bursa's Listing Requirements are to write to the Directors if there is any personal business involvement. No reporting to the Senior Management will result to disciplinary action including dismissal if it were to be found out later.

7. CONFIDENTIALITY

Except beneficial to the Company, all Employees shall maintain confidentiality of information of the Company and refrain from personal gain.

8. FAIR DEALING

All Employees are expected to deal fairly with Customers, Suppliers, Competitors, Contractors, Consultants and Service Providers.

9. PROTECTION AND PROPER USE OF ASSETS

All Employees are expected to ensure the assets are to be protected and used for legitimate business purposes.

10. CORPORATE DISCLOSURE

Material information will be made available to the general public and the Company prohibits discriminatory and selective material information as per reporting required under Bursa's Listing Requirement.

11. AMENDMENT, MODIFICATION AND WAIVER

This Code is to be reviewed by the Board annually subjected to the Bursa's Listing Requirements and any other applicable regulations of other regulatory entities.