

ANCOM BERHAD
[Registration No.: 196901000122 (8440-M)]
(Incorporated in Malaysia)

CODE OF CONDUCT AND ETHICS

1. PURPOSE

This Code of Conduct and Ethics (“Code”) is formulated to enhance the standard of corporate governance and corporate behaviour with the intention of achieving the following aims:

- (a) To establish a standard of ethical behaviour for Directors based on trustworthiness and values that can be accepted and upheld by any one person.
- (b) To uphold the spirit of responsibility and social responsibility in line with the Company’s legislation, regulations and administrative guidelines.
- (c) To manage conflicts of interest, and prevent the abuse of power, corruption, insider trading and money laundering.

2. SCOPE

This Code applies to all Directors of Ancom Berhad (“Ancom” or “the Company”) and its subsidiaries (“Group”) and the Board of Directors (collectively “Board” and individually “Director”) of the Group. This Code does not apply to the Company’s listed subsidiaries as these companies already have (or may in the future adopt) their own Code of Conduct and Ethics.

3. DIRECTORS’ CODE

According to the Code, the Directors should:

- 3.1. Have a clear understanding of the aims and purpose, capabilities and capacity of the Company;
- 3.2. Devote time and effort to attend meetings and to know what is required of the Board and each of its Directors, and to discharge those functions;
- 3.3. Ensure at all times that the Company is properly managed and effectively controlled;
- 3.4. Stay abreast of the Company’s affairs and be kept informed of the Company’s compliance with the relevant legislation and contractual requirements;
- 3.5. Insist on being kept informed of all matters of importance to the Company in order to be effective in corporate management;
- 3.6. Limit their directorship of companies to a number they can manage, with each Director judging his own ability to carry out his/her duties effectively in the companies in which he/she holds directorship;
- 3.7. Have access to the advice and services of the Company Secretary, who is responsible to the Board to ensure that proper procedures, rules and regulations are complied with;
- 3.8. At all times exercise their powers for the purposes they were conferred, for the benefit and prosperity of the Company;

- 3.9. Disclose immediately all contractual interests whether directly or indirectly with the Company;
- 3.10. Neither divert to his/her own advantage any business opportunity that the Company is pursuing, nor use confidential information obtained by reason of his/her office for his/her own advantage or that of others;
- 3.11. At all times act with the utmost good faith towards the Company in any transaction and exercise his/her powers honestly and responsibly in discharging his/her duties; and
- 3.12. Be willing to exercise independent judgment and, if necessary, openly oppose proposals that jeopardise the vital interests of the Company;

4. RELATIONSHIP WITH SHAREHOLDERS, EMPLOYEES, CREDITORS AND CUSTOMERS

Directors should:

- Be conscious of the interest of shareholders, employees, creditors and customers of the Company;
- At all times promote professionalism and improve the competency of the Group's management and employees; and
- Ensure adequate safety measures and provide proper protection to the Group's workers and employees at the workplace.

5. SOCIAL RESPONSIBILITIES AND THE ENVIRONMENT

Directors should:

- Ensure that necessary steps are taken in accordance with the law to properly wind up or strike off the Company Register if the Company has not commenced business or has ceased to carry on business and is not likely to commence business in the future or resume business as the case may be;
- Adopt an objective and positive attitude and give the utmost co-operation for the common good when dealing with government authorities or regulatory bodies;
- Ensure the effective use of natural resources, and improve quality of life by promoting corporate social responsibilities;
- Be more proactive to the needs of the community and assist in society-related programmes in line with the aspirations of the concept of 'Caring Society' in Vision 2020; and
- Ensure that the activities and the operations of the Company do not harm the interest and well-being of society at large.

6. ANTI-CORRUPTION PRACTICES

The combination of sound corporate governance and ethical business conduct is fundamental to the achievement of the Group's objectives to grow its business sustainably and enhance stakeholder value. The Directors therefore have a responsibility to strive to uphold the Group's international reputation for integrity in every sphere of its operations. It is the Group's policy to conduct its business in a fair, honest and transparent manner. The Directors have a zero tolerance for corrupt practices or acts of bribery to obtain an unfair advantage for the Group or for the Directors.

7. INSIDER TRADING

Insider trading, illegal by law, can take many forms. This includes the use of or disclosure of price sensitive information for personal benefit or for the benefit of others. Directors who have access to price sensitive information should observe the rules and regulations of the Securities Commission and Bursa Malaysia Securities Berhad, and other applicable laws in respect of trading in securities of the Company.

8. CONFLICT OF INTEREST

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

If a Director at any time thinks that he/she may have a potential or actual conflict of interest, he/she is obliged to disclose the conflict promptly to the Chairman of the Board to determine if indeed there is a conflict of interest and how serious it is.

9. COMPLIANCE WITH LAWS

The Group is committed to doing business the right way, by acting ethically and consistently with this Code, its policies and all applicable laws, rules and regulations. The Directors have a continuing obligation to familiarise themselves with applicable laws relating to their job responsibilities in discharging their fiduciary duties toward the Company.

This Code of Conduct and Ethics was reviewed by the Board of Directors on 29 July 2020.