

GREATECH TECHNOLOGY BERHAD

(Company No. 1270647-H)

(Incorporated in Malaysia)

CODE OF CONDUCT & ETHICS

INTRODUCTION

Greatech Technology Berhad (“Greatech” or “Company”) and its subsidiaries (“Group”) is committed to observe good corporate governance practices with high standards of ethical and honest culture within the Group.

This Code of Conduct & Ethics (“Code”) sets out the principles and standards of business conduct and ethics of the Group in relation to integrity, responsibility and corporate social responsibility and is to be read in conjunction with the Employee Handbook.

OBJECTIVE

The objectives of this Code are to:

- define ethical standards in the marketplace;
- establish integrity and ethical behaviours among all employees based on trustworthiness and values that can be accepted by general; and
- ensure compliance with the applicable legislation, regulations and rules for administering the Group.

This Code is not intended to be exhaustive, and there may be additional obligations that Directors and employees are expected to behave or conduct when performing their duties.

APPLICABILITY

This Code shall apply to all the key stakeholders such as Employees, Directors, Management and staffs, on full-time or part-time employment with Greatech, with permanent, probationary, trainee, retainer, temporary or contractual appointment (collectively referred to as “Employees”).

STRUCTURE FOR CODE OF CONDUCT & ETHICS

The Board of Directors (“**BOD**”) shall periodically review and ensure the Code is implemented effectively.

GREATECH TECHNOLOGY BERHAD

(Company No. 1270647-H)

(Incorporated in Malaysia)

PRINCIPLES

1. Maintaining Integrity in the Marketplace

1.1 Product Quality and Safety

Our customers are our partners. Our business success is supported by a long-lasting relationship with our customers. The Group is committed to offer only quality and safe products that are meet our customers' expectations.

1.2 Anti-Trust and Competition Practice

The Group competes aggressively in the marketplace and is dedicated to engaging in ethical, fair and vigorous competition, in accordance with antitrust or fair competition laws of any country in which the Group conducts businesses.

2. Maintaining Integrity in Workplace

2.1 Dignity and Respect in the Workplace

All employees and any other parties that have dealing with the Group are to treat with respect regardless of race, religion, gender, age, sexual orientation and national origin in the workplace.

2.2 Abuse of Power at Work

Abuse of power involves misuse of power, trust or authority in the course of performing works. It can occur with external stakeholders and internally among employees, and the effects can be undermining morale, endangering the job or performance of the employees, or in any way interferes with or influences the performance or career of that employees.

This conduct includes verbal, psychological and physical forms of behaviour such as demeaning, belittling, or causes personal humiliation or embarrassment. It may be on a one-time or continuous basis and conducted by one or more persons.

There are many forms of abuse of power. Examples include-:

- Any kinds of verbal or physical attacks on an employee's personal dignity.
- Bullying or harassing behaviours.
- Requesting staffs to do personal errands.
- Withholding information that could be vital in the success of an assignment or project.
- Setting unrealistic goals causing extra stress to the employees.

Version 2
Date: 29 May 2020

GREATECH TECHNOLOGY BERHAD

(Company No. 1270647-H)

(Incorporated in Malaysia)

- Avoiding to provide honest and constructive feedback.
- Pressuring an employee to distort facts or break rules.

The Group does not tolerate any form of abuse of power in the workplace and subscribe to Principle 2.1 Dignity and Respect in the Workplace.

The victims are encouraged to raise concerns about the suspected misconduct to a direct manager, Human Resources & Administration Department or through whistle blowing reporting procedures as soon as possible, and must cooperate with an investigation.

All staff have a duty to report the suspected misconduct to their superior or Human Resources & Administration Department. Managers must look out for signs of abuse, promptly report suspicions of misconduct and take immediate measures to stop any form of abuse of power from occurring.

2.3 Environmental, Health and Safety

The Group provides a healthy and safe workplace for all our employees and strives to reduce the environmental impact of our operations. The Group ensures that all business activities are conducted in a manner that protects the health and safety of our employees, visitors, business partners and communities.

Employee should make every effort to:

- Understand the Safety and Health Manual
- Attend required environmental, safety and health training
- Learn and promote safety awareness and protect environment mindset
- Use all required safety device and protective clothing and equipment
- Understand how to properly handle any hazardous materials in our workplace
- Follow safe work practices and procedures
- Report concerns relating to environment, health and safety even if it is outside the individual area of responsibility

2.4 Discrimination and Harassment

The Group is committed to the prevention and elimination of discrimination and any kind of harassment in the work place. Discrimination against or harassment or slurs or jokes of any employee in regard to race, colour, creed, ethnic background, gender, disability, religion, age, sexual orientation, maternity, as well as other individual attributes or statuses that may be protected by law, will not be tolerated.

Version 2
Date: 29 May 2020

GREATECH TECHNOLOGY BERHAD

(Company No. 1270647-H)

(Incorporated in Malaysia)

Physical, psychological, sexual or verbal harassment in any form or any illegal threats made against or between any employees, is prohibited. This Code also extends to harassment of or by vendors, independent contractors, and other who doing business with us. It also prohibits retaliation of any kind against individuals who file complaints in good faith or who assist in an investigation.

3. Maintaining Integrity at our Group

3.1 Compliance with Laws and Regulations

A variety of laws and regulations apply to the Group and its employees, the violation of which may carry civil or criminal penalties for the Group and the employees.

The Group is committed to comply with all applicable local, national and international laws and regulations governing our business seriously as it is critically important to the success of our Group worldwide. Failing to follow these laws may subject us to prosecution, legal penalties, fines and imprisonments. They may also result in reputational damage to the Group, impact on operations, loss of trust and loss of business.

It is also the responsibility of each employee to be aware of and comply with current applicable laws and regulations. Employees are also required to learn about and to comply with the laws and regulations of countries during their business conducts on behalf of Group.

The Group reserves the right to report any actions or activities suspected of being criminal in nature to the police or other relevant authorities.

3.2 Conflicts of Interest

The Group's reputation and business depends heavily on the conduct and integrity of its employees. A conflict of interest is defined as any circumstances where an individual's interest is inappropriately influence or appears to interfere their business judgement.

Managing conflict of interest is the shared responsibility of Employees. Employees therefore must be free from actual or potential conflicts of interest when dealing with other businesses or individuals on behalf of the Group.

All employees shall take necessary actions to avoid and/or manage themselves from involving in any activities that may create conflicts of interest and/or will undermine the performance of the employee.

GREATECH TECHNOLOGY BERHAD

(Company No. 1270647-H)

(Incorporated in Malaysia)

Employee must make disclosure of interest on an annual basis, or upon any change in directorship or interests using the Declaration of Conflict of Interest Form. In all cases where a perceived, potential or actual conflict of interest arises, the conflict should be transparently declared via the Form to help to protect the integrity and reputation of Greatech and the Employees.

If the employee fails to make the required disclosure on own accord and the Group become aware of an instance of conflict of interest that ought to be disclosed by the employee, the Group shall take a serious view of the matter and consider suitable disciplinary action against the employee.

Refer to **Conflict of Interest Policy** for more detailed information.

3.3 Non-Public Confidential Information

Non-public confidential information provides the Group with an economic benefit that translates into competitive advantage. The unauthorized use or disclosure of confidential information can cause a considerable economic loss for the Group, as well as damaging relationship with customers and breach of trust with co-workers.

Confidential information includes:

- Any information which is not known to the public and is intended to be protected by Greatech from public disclosure.
- Information obtained from a third party under the terms of a confidentiality or non-disclosure agreement.

Any information that is not publicly disseminated through the Group's web-sites, issuance of press release or within the Group's marketing or promotional materials is considered non-public information and must be kept confidential at all times.

Non-public information includes but not limited to:

- Financial records (internal databases, agreements, contracts, statements)
- Business plans (strategies, patent applications)
- Sales and marketing data (new products, market analysis, product plans)
- Employee records (personal and salary data, medical records, performance review)
- Technical information (design/drawings, product specification, engineering/manufacturing know-how, software)

All employees must protect and exercise carefulness to safeguard the Group's non-public confidential information unless the laws or regulations require the employee to disclose such information. Employees who have access to non-public confidential information is not permitted to use or share that information for any other purpose except the conduct of the Group's business.

Version 2
Date: 29 May 2020

GREATECH TECHNOLOGY BERHAD

(Company No. 1270647-H)

(Incorporated in Malaysia)

All employees shall not trade on the basis of any material information that has neither been disclosed to the public nor may they pass on that information to help another person deal in Greatech's securities.

Secrecy obligations are part of the employment contracts and will continue in full force after the employment with the Group terminates. Without prior written authorization from the Group, employees are prohibited from disclosing or using the non-public confidential information.

3.4 Proper Use of Greatech Assets and Assets owned by Others

The Groups' assets, including both tangible and intangible such as products, work materials, IT equipment or intellectual property are critical to the day-to-day operations of the Group.

All employees must ensure safe, appropriate use and care of the Group tangible and intangible assets and any asset entrusted by customers or vendors with at least the same degree of the care that the employee uses to protect its own assets.

The Groups' assets are to be used primarily for their intended business purpose and not for, improper, illegal or other unauthorized purposes.

3.5 Anti-Bribery and Anti-Corruption

Greatech takes zero-tolerance approach towards any form of bribery and corruption. All employees are prohibited from, in any circumstance, directly or indirectly, accept or obtain, or agree to accept or attempt to obtain, from any party, for themselves or for any other party (including their family members), any form of bribery or gratification as an incentive or a reward for doing or forbearing to do, or for having done or forborne to do, any act in relation to the Group's affairs or business, or for showing or forbearing to show favour or disfavour to any party in relation to the Group's affairs or businesses.

A "bribe" or a "gratification" as defined in Malaysian Anti-Corruption Commission Act 2009 is:

- money, donation, gift, loan, fee, reward, valuable security, property or interest in property being property of any description whether movable or immovable, financial benefit, or any other similar advantage;
- any office, dignity, employment, contract of employment or services, and agreement to give employment or render services in any capacity;
- any payment, release, discharge or liquidation of any loan, obligation or other liability, whether in whole or in part;
- any valuable consideration of any kind, any discount, commission, rebate, bonus, deduction or percentage;

Version 2

Date: 29 May 2020

GREATECH TECHNOLOGY BERHAD

(Company No. 1270647-H)

(Incorporated in Malaysia)

- any forbearance to demand any money or money's worth or valuable thing;
- any other service or favour of any description, including protection from any penalty or disability incurred or apprehended or from any action or proceedings of a disciplinary, civil or criminal nature, whether or not already instituted, and including the exercise or the forbearance from the exercise of any right or any official power or duty; and
- any offer, undertaking or promise, whether conditional or unconditional, of any gratification within the meaning of any of the preceding paragraphs as above.

Employees shall maintain a straightforward and clear-cut relationship with suppliers and/ or business partners and abide by all reasonable contractual agreements and obligations.

Corruption is abuse of entrusted power for acquiring illicit benefits. The Group deal with any instance of suspected corruption seriously. Any form of corruption, whether direct or indirect including through other intermediaries will not be tolerated by the Group. Any employees found violate this rule will face disciplinary actions, up to termination of the employment and the initiation of criminal proceedings.

Refer to **Anti-Bribery and Anti-Corruption Policy** for more detailed information.

3.6 Facilitation payments and kickbacks

The Group prohibits making or accepting, facilitation payments or kickbacks of any kind, either directly or indirectly.

If Employees encounter a demand for facilitation payment, they should report the situation to their manager without delay, who will then ensure that the Chief Executive Officer ("CEO") is informed at the earliest possible opportunity.

Refer to **Anti-Bribery and Anti-Corruption Policy** for more detailed information.

3.7 Anti-Fraud

Greatech have zero-tolerance towards fraud in any of its business conducts. Therefore, Greatech finds it imperative to implement a formal policy for all reporting and investigation of fraud and has established it in the Whistleblowing Policy.

Employees shall act honestly and use reasonable diligence in the discharge of the duties of his/ her office.

Employees have equal responsibilities to report any concern or information regarding fraudulent activities in Greatech's affairs.

Refer to **Anti-Fraud Policy** for more detailed information.

GREATECH TECHNOLOGY BERHAD

(Company No. 1270647-H)

(Incorporated in Malaysia)

3.8 Gifts, Entertainment and Hospitality

All personal gifts and entertainment in cash or kind that may influence the business decisions and judgements are prohibited except for gifts during festival seasons and gifts from attending social functions on behalf of the Group. All employees shall not use their positions or employment to gain any personal advantage.

Gifts that are below RM100.00 is generally acceptable. Employees are expected to record all gifts received in the Gifts Register (“Register”) or any other form as provided by Human Resource & Admin Department (“HRA”). The Register is a document maintained by HRA that provides information about all gifts given or received by Employees and Business Partners. For acceptance of gifts, HRA to decide whether retain by individual dept or surrender to Greatech.

Employees must always seek prior approval from their section/function heads before accepting or offering:

Category	Threshold	Greatech Malaysia	Subsidiaries not operating in Malaysia
Gift	Above RM100	If accept or offer, need to record in the gift register as provided by HRA dept. For acceptance of gifts, HRA to decide whether retain by individual dept or surrender to Greatech	If accept or offer, need to record in the gift register as provided by HRA dept. For acceptance of gifts, HRA to decide whether retain by individual dept or surrender to Greatech
Entertainment/hospitality	Above RM200 per individual	Approval by CEO	Approval by CEO

Refer to **Anti-Bribery and Anti-Corruption Policy** for more detailed information.

3.9 Travel and Sponsored Travel

Employees may accept lodging and other expenses (e.g. food, transportation) provided by Counterparties, Business Partners or other stakeholders within the host country if the trip is for business purposes and prior approval has been obtained from CEO. The cost of travelling to the host country must be borne by Greatech itself.

GREATECH TECHNOLOGY BERHAD

(Company No. 1270647-H)

(Incorporated in Malaysia)

Unless prohibited by law or the policy of the recipient organisation, Greatech may bear the costs of transportation and lodging for Counterparties, Business Partners or other stakeholders in connection with a visit to Greatech's facility. The visit must be for a legitimate business purpose e.g. on-site examination of equipment, contract negotiations or training. Prior approval from CEO must be obtained.

Greatech allows the sponsorship traveling expenses to individuals who are not Greatech Employees or representatives. On some occasions, Employee may invite a third party for visit to Greatech facilities for promotion and demonstration of Greatech products and services. Payment or reimbursement of bona fide expenditures such as travel and hotel expenses, incurred by or on behalf of the third party for such a visit is permissible provided that:

- such expenses are legitimate business purpose;
- such expenses are modest and reasonable; and
- it is in accordance with all applicable laws and regulations, including recipient's own rules.

Employees must disclose and obtain prior approval from the CEO before the travel expenses are incurred.

Refer to **Anti-Bribery and Anti-Corruption Policy** for more detailed information.

3.10 Charitable Donation and Sponsorship

Company donations and sponsorships are part of the Greatech's commitment to society and a way of contributing to worthy causes. Unfortunately, even legitimate donations and sponsorships sometimes have the risk of creating the appearance of bribery and corruption.

Any donations and sponsorship on behalf of Greatech must be transparent and for legitimate purpose, given through legal and proper channel. Care should be taken to ensure that recipient charity or sponsored organisations on receiving end are bona fide bodies, able to manage the funds properly and any funds are not diverted to other beneficiaries.

All employee shall avoid situations where conflicts of interests could arise from making donations or sponsorships. Beware of making contributions to charities or sponsored organisations that may have links to government officials or their families, as this could be seen as an act to influence the official's decision in gaining benefit to Greatech.

Refer to **Anti-Bribery and Anti-Corruption Policy** for more detailed information.

GREATECH TECHNOLOGY BERHAD

(Company No. 1270647-H)

(Incorporated in Malaysia)

3.11 Insider Trading

“Insider Information” refers to any price sensitive non-public information that a reasonable investor would consider important in deciding whether to buy, sell, or hold securities.

Through the work, Directors, Management or employees of the Group may possess or access to insider information about the Group or the Group’s existing or potential customers. Trading within the Group, competitor, customer or third party’s securities while in possession of insider information is considered “insider trading” and illegal.

Passing such insider information on to someone including family, friends or third party who may buy or sell the Group’s securities, which is known as “tipping” is also deemed to be illegal.

These prohibitions applied to ordinary shares, options, warrants or any other securities of the Group as well as other publicly-held companies.

Example of insider information can include:

- Known/ projected financial earnings or losses
- Unannounced potential business deals
- Changes in the Group’s senior management, auditors or board of directors
- New products or projects
- Any other information which is likely to have a significant impact on the Group’s financial results or securities price.

An employee must not make illegal use to gain, directly or indirectly, an advantage for himself/ herself or any other any other person related to him/her of specific confidential information acquired by virtue of his/her position as an employee of the Group which if generally known might reasonably be expected to affect materially the price of Greatech’s shares dealings in the stock exchange.

Violation of insider trading or tip insider information could result in civil and criminal fines and face the possibility of a jail sentence.

4. Maintaining integrity in our Communities

4.1 Anti-Money Laundering and Terrorist-Related Activities

We are committed not to engage or conduct any transaction directly or indirectly that support money laundering or providing financial assistance to aid terrorism or terrorist related activities.

Version 2
Date: 29 May 2020

GREATECH TECHNOLOGY BERHAD

(Company No. 1270647-H)

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4.2 Forced or Child Labour

Any form of forced or child labour is strictly prohibited.

In accordance with the International Labour Organisation (“**ILO**”) convention, forced labour shall mean all work or service which is exacted from any person under the menace of any penalty and for which the said person has not offered himself voluntarily.

The minimum age for employment shall be in accordance with the ILO convention or the age specified by local legislation, if higher.

REPORTING OF VIOLATIONS OF THE CODE

All employees have obligation and right to report of any suspects or knows violation of the Code, relevant laws and regulations through the Whistle Blowing Policy.

REVIEW AND AMENDMENT TO THE CODE

The provisions of the Code are subject to periodically review and may be modified by the Board of Greatech from time to time to ensure it remains appropriate and consistent with the BOD’s objectives and compliance with other regulatory requirements.

GREATECH TECHNOLOGY BERHAD

(Company No. 1270647-H)

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History of Code of Conduct & Ethics

Date	Description
26 Aug 2019	Approval of the Code
29 May 2020	Updates on the Code in accordance with MACC Act

Version 2
Date: 29 May 2020