YINSON HOLDINGS BERHAD

Insider Trading

POLICY & PROCEDURE

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Revision Details

Rev. No.	Section	Details
01	All	Insider Trading Policy & Procedure created
02	7.1.2	Insertion of general restriction on dealings during share buy-back arrangements
03	Overall 1, 2, 3, 7.1.2, 8 & Appendixes	▪ Adoption of new template ▪ New insertion of scope, ownership, abbreviations & definitions ▪ Insertion of definition of "outside closed period" or "trading window period" under general restriction on dealings ▪ Amendments to procedure for dealing in securities by Affected Persons ▪ New insertion of guidance on trading window period for Affected Persons who are Directors and/or Principal Officers ▪ Insertion of Appendixes

1 OBJECTIVE

1.1 The Insider Trading Policy & Procedure ("ITPP") is formulated to provide guidelines to all directors, officers and employees of Yinson Holdings Berhad ("Company") and its subsidiaries ("Group") ["Affected Person(s)"] in relation to dealings in securities of the Company/other listed companies, including shares, stocks, debentures or any right, option or interest in respect thereof, for compliance to the applicable laws and regulations.

1.2 This ITPP is guided by the provisions in the Companies Act 2016 ("Act"), Bursa Malaysia Securities Berhad ("Bursa Securities") Main Market Listing Requirements ("MMLR"), Capital Markets and Services Act 2007 ("CMSA") and other statutory and regulatory requirements.

1.3 Insider trading is generally defined as the dealing of securities on the stock exchange to one's own advantage through having access to material non-public price-sensitive information ("Material Non-Public Information"). All forms of insider trading are illegal, restricted or prohibited under the laws and regulations.

1.4 Scope

The scope of the ITPP covers all Yinson directors, officers and employees who are dealing with securities involving Yinson or other listed companies.

2 OWNERSHIP

2.1 Approver: Board of Directors, Yinson Holdings Berhad.

2.2 Checker: Corporate Secretary

3 ABBREVIATIONS & DEFINITIONS

3.1 The Definitions below are relevant for this document.

"Act" refers to Companies Act 2016

"Bursa Securities" refers to Bursa Malaysia Securities Berhad

"CMSA" refers to Capital Market and Services Act 2007

"ITPP" refers to Insider Trading Policy & Procedure

"MMLR" refers to Main Market Listing Requirements

"Yinson" or **"Company"** refers to Yinson Holdings Berhad

4 DEFINITION OF INSIDER(S)

4.1 Pursuant to Section 188 of the CMSA, a person is an "Insider" if that person possesses information that is not publicly available which, on becoming publicly available, a reasonable person would expect it to have material effect on the price or the value of securities; and knows or reasonably ought to know that the information is not publicly available.

4.2 The following Affected Persons will be regarded as "Insiders" of the Group and shall be prohibited from entering into any transaction in the listed securities while they are in possession of Material Non-Public Information relating to such securities:

4.2.1 Directors and their respective family members and members of their households;

4.2.2 Senior management officers/employees by virtue of their position within the Group and their possible access to material information; and

4.2.3 Any individual/employees in whatever capacity, who have access to price-sensitive and material information in the course of their duties.

5 DEFINITION OF INFORMATION

5.1 The definition of 'information' pursuant to Section 183 of the CMSA includes:

5.1.1 matters of supposition and other matters that are insufficiently definite to warrant being made known to the public;

5.1.2 matters relating to the intentions or likely intentions of a person;

5.1.3 matters relating to negotiations or proposals with respect to commercial dealings; or dealing in securities;

5.1.4 information relating to the financial performance of a corporation;

5.1.5 information that a person proposes to enter into, or has previously entered into one or more transactions or agreements in relation to securities or has prepared or proposes to issue a statement relating to such securities; and

5.1.6 matters relating to the future.

5.2 Information is considered material to a listed company, if it is reasonably expected to have material effect on the price, value or market activity of any of the listed company's securities; or the decision of a holder of listed company's securities or an investor in determining his or her choice of action. Material information may include information which concerns such company's assets and liabilities, business, financial conditions or prospects; relates to dealings with employees, suppliers, customers and others; relates to any event affecting the present or potential dilution of the rights or interests of the listed company's securities; or relates to an event materially affecting the size of the public holding of the listed company's securities.

5.3 Price-sensitive information shall mean information that would or would tend to, on becoming generally available, influence reasonable persons who invest in securities in deciding whether or not to acquire or dispose of such listed company's securities, or enter into an agreement with a view to acquire or dispose of such listed company's securities.

5.4 The following are some examples of events (non-exhaustive) which may be classified as price-sensitive information:

5.4.1 the entry into a joint venture agreement or merger;

5.4.2 the acquisition or loss of a contract, franchise or distributorship right;

5.4.3 a change in management;

5.4.4 the commencement of arbitration proceeding or proceedings involving alternative dispute resolution methods and any material development arising from such proceedings;

5.4.5 any proposed material acquisition or sale of a company, business or assets;

5.4.6 quarterly results or audited financial results;

5.4.7 proposed declaration of dividend or any other distribution (whether from profits or capital) or not to pay any dividend;

5.4.8 any change or diversification on nature of business;

5.4.9 any proposed material borrowing or funding arrangements; or

5.4.10 the entry into future material contracts.

6 DEALINGS IN SECURITIES

6.1 Dealings in securities contained in this ITPP includes any one or more of the following actions, whether undertaken as principal or as agent:

6.1.1 acquiring, disposing (including transfer) of securities or any interest in securities;

6.1.2 subscribing for or underwriting securities;

6.1.3 making or offering to make with any person, or inducing or attempting to induce any person to enter into or to offer to enter into:

6.1.3.1 any agreement for or with a view to acquiring, disposing of securities or any interest in securities;

6.1.3.2 any agreement for or with a view to subscribing for or underwriting securities; or

6.1.3.3 any agreement the purpose or avowed purpose of which is to secure a profit to any of the parties from the yield of securities or by reference to fluctuations in the value of securities; and

6.1.4 granting, accepting, acquiring, disposing of, exercising or discharging an option (whether for the call or put or both) or any other right or obligation, present or future, conditional or unconditional, to acquire or dispose of securities or any interest in securities.

7 GENERAL POLICY

7.1 It is the policy of the Company to oppose unauthorized disclosure of any non-public information acquired in the workplace and misuse of Material Non-Public Information in securities dealings.

7.1.1 General prohibited activities

7.1.1.1 Dealing on Material Non-Public Information

All Insiders shall not, whether as principal or agent, engage in any transaction to acquire or dispose of, or enter into an agreement for or with a view to the acquisition or disposal of such securities; or procure, directly or indirectly, an acquisition or disposal of, or the entering into an agreement for or with a view to the acquisition or disposal of such securities, while in possession of Material Non-Public Information in relation thereto.

7.1.1.2 Tipping / Giving trading advise

No Insider shall disclose/tip Material Non-Public Information to any other person (including family members) where such information may be used by such person to his or her profit by trading in the securities of companies to which such information relates, nor shall such Insider give advice, make recommendations or express opinions on the basis of Material Non-Public Information as to trading in the listed company's securities.

7.1.1.3 Engaging in short sales

No Insider may engage in short sales of any securities of listed companies i.e. sale of securities that he does not own at the time of the trading.

7.1.1.4 Engaging in derivative transactions

No Insider may engage in transactions in put, call or other derivative instruments that relate to/involving securities of listed companies. Such transactions are, in effect, bets on short-term movements in such securities price and therefore create the appearance that they are transacted based on non-public information.

7.1.1.5 Hedging

No Insider may engage in hedging transactions involving securities of listed companies, including forward sale or purchase contracts, equity swaps, collars or exchange funds. Such transactions are speculative in nature and therefore create the appearance that the transactions are based on non-public information.

7.1.1.6 Trading in other quoted securities

No Insider may, while in possession of Material Non-Public Information about any other public listed company gained in the course of employment with the Group, (a) trade in the securities of that company, (b) disclose/tip such Material Non-Public Information concerning that company to anyone, or (c) give trading advice of any kind to anyone concerning that company.

7.1.2 General restriction on dealings

An Affected Person shall not engage in dealings with securities of the Company/other listed companies while he or she is in possession of Material Non-Public Information relating to the securities of the Company/other listed companies.

During the period the Company undertakes share buy-back transactions, an Affected Person who involves in the Company's share buy-back arrangements shall not engage in dealings with securities of the Company unless:

7.1.2.1 the transacted price is set higher than the share buy-back price in which the transacted price is driven by market instead of share buy-back effect; or

7.1.2.2 he has set up a 'blind' trading programme on a schedule basis i.e. instructed for an automatic buying/selling of shares if the market price hit the pre-set price.

For Affected Person who is a Director or Principal Officer of the Company must comply with the procedures for dealing during a closed period or outside a close period as set out in paragraphs 14.08 and 14.09 of the MMLR.

In this context, "**close period**" means any of the period commencing from 30 calendar days before the targeted date of announcement to Bursa Securities of the quarterly results, up to 1 full market day after the announcement of the Company's results for the financial quarter and "**outside closed period**" or "**trading window period**" means any of the period commencing from the next market day following the release of the quarterly results till 30 calendar days prior to the tentative next quarterly results release date.

7.1.3 Exceptions / Exemptions

The following categories of dealings are exempted from the restrictions or requirements of dealings in listed securities:

7.1.3.1 the acceptance or exercise of options or rights under a share issuance scheme or share option scheme;

7.1.3.2 the exercise of warrants;

7.1.3.3 the conversion of convertible securities;

7.1.3.4 the acceptance of entitlements under an issue or offer of securities, where such issue or offer is made available to all holders of a listed issuer's securities or to all holders of a relevant class of its securities, on the same terms;

7.1.3.5 the undertaking to accept, or the acceptance of a takeover offer; and

7.1.3.6 the undertaking to accept, or the acceptance of securities as part of a merger by way of a scheme of arrangement.

For avoidance of doubt, subsequent dealings in any securities obtained as a result of the dealings stated in the Exceptions/Exemptions above are not exempted from the restrictions or requirements of dealings in listed securities.

8 PROCEDURE FOR DEALINGS IN THE SECURITIES

8.1 **Procedure for dealings in securities of the Company by Affected Persons who are Non-Directors and/or Non-Principal Officers**

An Affected Person who is not in possession of Material Non-Public Information relating to the Company's securities may engage in dealings in such securities provided he/she complies with the following procedures:

8.1.1 Before the proposed dealing, the Affected Person shall exercise his or her own discretion to ensure that he or she does not possess any Material Non-Public Information relating to the Company's securities prior to entering any dealings in such securities; and

8.1.2 After dealing in the securities of the Company, the following steps are needed to be taken by the Affected Person:

8.1.2.1 Shall within 3 market days, give notice of the said transaction.

8.1.2.2 Provide the written notice via filling up of the Notice of Dealings form in **Appendix 1** on the details of the securities dealt and declare that the dealings were not executed based on Material Non-Public Information.

8.1.2.3 Send the signed Notice of Dealings form to sharedealings@yinson.com.

8.1.3 The Notice of Dealings of Affected Person who are non-Directors and non-Principal Officers will be compiled for records purposes.

8.2 **Procedure for dealings in securities of the Company by Affected Persons who are Directors and/or Principal Officers**

Pursuant to Chapter 14 of the MMLR, an Affected Person who is a Director or Principal Officer of the Company may engage in dealings in such securities either during a closed period or outside a closed period provided he or she complies with the following procedures and he or she is not in possession of Material Non-Public Information relating to such securities:

8.2.1 **Procedure for dealings during closed period** *(Paragraph 14.08 of the MMLR)*

8.2.1.1 Before the proposed dealing, the Affected Person must give notice of intention to deal in writing to the Company Secretary in **Appendix 2**.

8.2.1.2 Upon receipt of such notice, the Company must immediately announce to Bursa Securities, the Affected Person's current holdings of securities in the Company and his or her intention to deal in the securities of the Company during a closed period.

8.2.1.3 The proposed dealing can only be effected after 1 full market day from the date of announcement made pursuant to subparagraph 8.2.1.1 above.

8.2.1.4 The Affected Person must give notice of the dealing in writing to the Company Secretary within 1 full market day after the dealing has occurred in **Appendix 3** and the Company must immediately announce such notice to Bursa Securities. The Company must include the following information in the notice and announcement as set out in paragraph 14.08(d) of the MMLR:

8.2.1.4.1 the date on which the dealing occurred;

8.2.1.4.2 the consideration for the dealing; and

8.2.1.4.3 the number of securities involved in the dealing, both in absolute terms and as a percentage of all issued securities of that class in the Company.

8.2.1.5 The Company must maintain a proper record of all notices received by it pursuant to subparagraph 8.2.1.4 above; and

8.2.1.6 Thereafter, the Company Secretary must, at each meeting of the board of directors of the Company ("**Board**"), table a summary of dealings notified to the Company since the last Board meeting.

8.2.2 **Procedure for dealings outside closed period** *(Paragraph 14.09 of the MMLR)*

8.2.2.1 The Affected Persons must, within 3 market days after the dealing has occurred, give notice of the dealing in writing to the Company Secretary in **Appendix 3** and the Company must immediately announce such notice to Bursa Securities which must include the information set out in paragraph 14.08(d) of the MMLR.

8.2.2.2 The Company must maintain a proper record of all notices received by it pursuant to subparagraph 8.2.2.1 above; and

8.2.2.3 Thereafter, the Company Secretary must, at each Board meeting, table a summary of dealings notified to the Company since the last Board meeting.

8.3 Guidance on Trading Window Period for Affected Persons who are Directors and/or Principal Officers

8.3.1 Subject always to the general restriction on dealings i.e. an Affected Person shall not engage in dealings with any securities while he or she is in possession of Material Non-Public Information relating to such securities, an Affected Person who is a Director or Principal Officer of the Company is encouraged to deal in securities during trading window period or outside closed period.

8.3.2 A schedule detailing the trading window periods for the year shall be prepared by the Company Secretary and submitted to all Directors and Principal Officers of the Company together with the schedule of Board meetings for the year at the beginning of each year.

8.3.3 A sample of the trading window schedule is as given below:

Quarter	Trading Window	
	Start Date	End Date
First		
Second		
Third		
Fourth		

9 RESPONSIBILITY OF THE AFFECTED PERSON(S)

9.1 Affected Person(s) or Insider(s) has the individual responsibility to comply with this ITPP. An Insider may, from time to time, have to forgo a proposed transaction in the Company's securities even if he or she planned to make the transaction before learning of the Material Non-Public Information and even though the Insider believes he or she may suffer an economic loss or forego anticipated profit by waiting.

10 DISTRIBUTION AND ENFORCEMENT OF ITPP

10.1 This ITPP shall be available to all persons to which it applies. The Company shall endeavor to ensure that all employees are aware of the existence of this ITPP, its importance and the Company's expectation that employees shall comply strictly to this ITPP.

10.2 An Affected Person who violates this ITPP may subject to disciplinary action including dismissal. The violation of this ITPP may also constitute violation to the Act, MMLR, CMSA and/or other statutory and regulatory requirements which could lead to penalties, fines and/or imprisonment.

11 GOVERNANCE ON ITPP

11.1 This ITPP shall be held in the custody of the Corporate Secretary and shall be reviewed periodically or as and when required and recommendation be made to the Board for approval on any revision and uploaded in the Company's corporate website or other channels, as appropriate.

APPENDIX

Appendix 1

NOTICE OF DEALINGS

To:

Yinson Holdings Berhad
[Registered Office Address]

Dear Sir/Madam,

NOTICE OF DEALINGS IN SECURITIES OF YINSON HOLDINGS BERHAD

Reference is made to the Insider Trading Policy & Procedure ("ITPP") adopted by Yinson Holdings Berhad and its subsidiaries.

I, the undersigned, hereby give you my notice of dealings in securities of Yinson Holdings Berhad in accordance with the Procedure for dealings in the securities of the Company by Affected Persons as stipulated in the ITPP and **declare that I did not possess any Material Non-Public Information as while the dealing(s) was executed**.

The details of the security/securities dealt is/are as set out hereunder:

Date Transacted	No of Securities Transacted	Percentage (%) of Securities Transacted #	Transacted Price Per Share (RM)	Remarks*

Yours faithfully,

_____
Name:
NRIC/Passport No.:

Net of treasury shares
* Please indicate the type of transaction, such as:
1. Exercised of Options under the Employees' Share Scheme
2. Acquisition / Disposal of shares / interest in shares
3. Transferred of shares to / from the transacted party

Note: Please email the duly signed Notice of Dealings to sharedealings@yinson.com

Appendix 2

NAME OF DIRECTOR/PRINCIPAL OFFICER
Residential Address

Date:

The Company Secretary
YINSON HOLDINGS BERHAD
Registered Office Address

Dear Sir,

YINSON HOLDINGS BERHAD ("COMPANY")
NOTICE OF INTENTION TO DEAL IN THE SECURITIES OF YINSON HOLDINGS BERHAD DURING CLOSED PERIOD

I, [*Name*], being the *Director/*Principal Officer of the Company, hereby give notice that I intend to deal in the securities of the Company during the closed period pending the announcement by the Company of its quarterly results for the *first/*second/*third/*fourth quarter ended [*closing date of financial quarter*].

As at the date of this letter, my current interest in the securities of the Company are as follows:-

Type of Securities	No. of Securities Held	Percentage (%) of Securities Held #	Nature of Interest
			*Direct / *Indirect

Kindly make the necessary announcement in respect of my intention to deal in the securities of the Company to Bursa Malaysia Securities Berhad and advise the Board of Directors of the Company accordingly.

Yours faithfully,

_____

NAME
DESIGNATION

Note:
Net of Treasury Shares
* Delete whichever inapplicable

Appendix 3

NAME OF DIRECTOR/PRINCIPAL OFFICER
Residential Address

Date:

The Company Secretary
YINSON HOLDINGS BERHAD
Registered Office Address

Dear Sir,

YINSON HOLDINGS BERHAD ("COMPANY")
NOTIFICATION OF DEALINGS BY [*DIRECTOR / *PRINCIPAL OFFICER] PURSUANT TO PARAGRAPH [*14.08 / *14.09 / *AND THE EXEMPTIONS UNDER PARAGRAPH 14.06(A)] OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

Pursuant to Paragraph [*14.08 / *14.09 / *and the Exemptions under Paragraph 14.06(a)] of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, please be informed of my dealings in the securities of the Company in relation to the change in my interest of shares as set out in the table hereunder:-

Date Transacted	Nature of Interest	No. of Securities Transacted	Percentage (%) of Securities Transacted #	Transacted Price Per Share (RM)	Remarks
	*Direct / *Indirect				

I hereby declare that I did not possess any Material Non-Public Information while the aforesaid dealing(s) was executed.

Yours faithfully,

_____

NAME
DESIGNATION

Note:
Net of Treasury Shares
* Delete whichever inapplicable