

## **CODE OF CONDUCT AND ETHICS**

### **1. INTRODUCTION**

In line with good corporate governance practices, the Board, the Management and employees of **Kumpulan Kitacon Berhad** ("the **Company**") and its subsidiary (collectively referred to as the "**Group**") have made a commitment to create a corporate culture within the Group to operate the businesses of the Group in an ethical manner and to uphold the highest standards of professionalism and exemplary corporate conduct. This Code of Conduct and Ethics (the "**Code**") sets out the principles and standards of business ethics and conduct of the Group.

### **2. OBJECTIVES**

The objective of the Code is to assist the Directors and Employees (as defined under Clause 3 of the Code) in defining ethical standards and conduct at work. The 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.

For all intents and purposes, all Directors and Employees shall always observe and ensure compliance with all applicable laws, rules and regulations to which they are bound to observe in the performance of their duties.

### **3. SCOPE OF THE POLICY**

The Code is applicable to all Directors and Employees (including full time, probationary, contract and temporary staff) of the Group in exercising and/or discharging their powers or duties.

### **4. PRINCIPLES**

This Code comprises the following main principles:

- a) To avoid conflict of interest;
- b) To avoid misuse and/or abuse of position;
- c) To ensure the protection of the Group's assets and interest, confidentiality of information and to prevent misuse of information gained through the Group's operations, either for personal gain or for any purpose other than that intended by the Group;
- d) To encourage reporting of unlawful or unethical behaviour; and
- e) To ensure compliance with laws, rules and regulations.

## **5. CORE AREAS OF CONDUCT**

### **5.1 Conflicts of Interest**

Directors and Employees must avoid involving themselves in situations where there is real or apparent conflict of interest between them as individuals and the interest of the Group. Directors and Employees must not use their positions or knowledge gained directly or indirectly in the course of their duties or employment for private or personal advantage (directly or indirectly).

Should there be an actual or potential conflict of interest arises, or may arise, the affected Directors and Employees shall declare and make full disclosure to the Board or to the Superior, where applicable, the nature and extent of such conflict.

The affected individuals shall abstain from making material decision with respect to any transaction, contract or proposed contract or arrangement in which they are interested, directly or indirectly.

In addition, a Director or an Employee shall avoid any situation in which the Director or Employee has an interest in any entity or matter that may influence the Director or Employee's judgment in the discharge of responsibilities.

### **5.2 Corruption, Acceptance and Provision of Gifts**

Directors and Employees should never use improper means or provide gift, bribe and/or benefit to influence other stakeholders to obtain and retain business or secure an unfair advantage in any business transaction. No Director and Employee shall solicit gifts from persons or entities who deal with the Group in connection with their official duties. Gifts that are offered should not be accepted if this would create or give rise to the appearance of impropriety or bias that would damage the reputation of the Group.

For the avoidance of doubt, normal business courtesies such as meals and entertainment, occasional token gifts and customary gifts during festivals, special occasions or social events are permissible, up to an amount of RM500.00.

In addition, infrequent and moderate business meals and entertainment with clients and infrequent invitations to attend local social events and celebratory meals with clients can be appropriate aspects of promoting good business relationships, if they are not excessive and do not create the appearance of impropriety.

The Group adopts an Anti-bribery and Anti-corruption Policy which is available on the Company's website.

### **5.3 Confidential Information**

It is pertinent that all Directors and Employees exercise caution and due care to safeguard any information of a confidential and sensitive nature relating to the

Group, which is acquired in the course of their employment, and are strictly prohibited to disclose to any person, unless the disclosure is duly authorised or legally mandated.

In the event that a Director or an Employee knows of material information affecting the Group which has not yet been publicly released, the material information must be held in the strictest confidence by the Director or Employee involved until it is publicly released.

#### **5.4 Inside Information and Securities Trading**

No Director or Employee shall use price sensitive non-public information, which can affect the prices of the securities of the Company and/or related listed companies when it becomes publicly known ("Inside Information"), for personal benefit. Directors and Employees are prohibited to trade in securities or to provide information to others to trade in securities of the Company until the Inside Information is publicly released. Directors or Employees shall also not trade in securities in any other companies where they have Inside Information which they obtain in the performance of their duties.

Violation of this Policy can result in civil and criminal penalties.

#### **5.5 Protection of Group's Assets and Funds**

Directors and Employees must protect the assets including its physical premises, equipment, and facilities as well as the records and information or data (both physical and electronic means) of the Group to ensure availability for legitimate business purposes and that no property, information or position belonging to the Group or opportunity arising from these be used for personal gain.

#### **5.6 Business Records and Control**

Accurate, timely and reliable records are necessary to meet the Group's legal and financial obligations and to manage the affairs of the Group. All books, records and accounts should conform to generally accepted and applicable accounting principles and to all applicable laws and regulations. The preparation and maintenance of accurate and adequate business records are the responsibility of each Employee. No unauthorised, false, improper or misleading records or entries shall be made in the books and record of the Group, under any circumstances.

#### **5.7 Compliance to the Laws, Rules and Regulations**

The Group will comply with all applicable laws, rules and regulations of the governments, commissions, and regulators in jurisdictions within which the Group operates. Directors and Employees are expected to understand and comply with the laws, rules and regulations that are applicable to their positions and/or work.

## **5.8 Health and Safety**

The Group will use its best endeavors to ensure a safe workplace and maintain proper occupational health and safety practices to commensurate with the nature of the Group's businesses and activities. Such a commitment in return requires that all Directors and Employees understand and abide by the Group's policies and procedures.

## **5.9 Sexual Harassment and Violence**

Any form of harassment and violence within the Group is unacceptable. It is the Group's policy to provide all Employees with a working environment free from any form of sexual harassment and violence. Any questions concerning issues of such should be directed to either the individuals' Superior or the Human Resource Department. All such reports shall be treated in the strictest confidence.

## **5.10 Outside Interest**

Directors and Employees shall not engage in any outside interest that will undermine the performance of the Directors and Employees or bring disrepute to the Group.

## **5.11 Fair and Courteous Behaviour**

All Employees are to treat their fellow Employees fairly and courteously without regard to race, creed, religion, gender, nationality, age or disability, and shall not create any form of discrimination or prejudice in the workplace.

## **5.12 Misconduct**

No Director or Employee is to be involved in or abet any activity that is deemed by the Group to be an act of misconduct (includes use and abuse of drugs).

# **6. REPORTING OF VIOLATIONS OF THE CODE**

Any Employee who knows of, or suspects, a violation of the Code, is encouraged to whistle blow or report the concerns through the Whistle Blowing Policy. The provision, protection and procedure of the Whistle Blowing Policy, for reporting of the violations of the Code are available on the Company's website.

No individual will be discriminated against or suffer any act of retaliation for reporting in good faith on violations or suspected violations of the Code.

# **7. REVIEW OF THE CODE**

The Board will monitor compliance with the Code and review the Code periodically to ensure that it continues to remain relevant and appropriate.

*(This Policy was approved and adopted by the Board on 17 January 2023)*