
Ancubic Group of Companies

CODES OF CONDUCT & BUSSINESS ETHICS

Updated as of February 2023

Foreword

The Board of Directors ("the Board") recognises the importance of adopting high standards for corporate The culture within the Group ensures that the recommendation of the Malaysian Code on Corporate Governance

2021 ("the Code" or "MCCG") are practised as a mean of managing the business and affairs of the Group with integrity and professionalism to enhance business prosperity and corporate accountability in order to protect the interest of shareholders whilst ensuring, at the same time, safeguarding ANCUBIC Group's reputation.

The Group always believes employees' hard work, high productivity and discipline should be respected. All Employees must prevent conflict of interest in all matters affecting the Group. Integrity, self-respect, transparency and mutual trust among employees are part of the team spirit required to achieve the Ancubic Group's goal. All employees across Ancubic Group should adopt the Code of Conduct and Business Ethics to strengthen the principle we have always practised.

We commit to comply with the Malaysian Anti-Corruption Commission Act 2009 (MACCA 2009) and all other laws relating to anti-bribery and anti-corruption. This ABAC Policy aims to educate, prevent and combat all sorts of activities that arise in the course of business, which may lead to bribery and/or corruption.

Everyone in Ancubic Group should read and fully comprehend the content of this Code of Conduct and Business Ethics, and it should be the guiding principle, especially when making any decision for and on behalf of Ancubic Group.

Together we strive for excellence!

INTRODUCTION

CORPORATE CODE OF CONDUCT

ANCUBIC Group pursue the commitment to develop an environment for our employee with professionally, fairly and integrity when carrying out the ANCUBIC Group's business dealings and relationships by implementing and enforcing effective procedures to prevent, monitor and eliminate any form of mishandling Ancubic Group of Companies and Subsidiaries (Ancubic Group) operation, as well as to safeguard and protect the ANCUBIC Group's 's reputation.

1.0 PURPOSE

The principles of code of conduct and business ethics ("CCBE") define as:

- i. Provide guidance to stakeholders on ANCUBIC Group on the ethical behaviours to be expected from the ANCUBIC Group; and
- ii. Communicate, measure and monitor its values and performance designed to achieve objectives and to instil values.

2.0 SCOPE

The principles of our code of conduct are to be responsible to:

- i. Our Customers, by constantly striving for innovative, high-quality property development and services to provide the customer with value-added services.
- ii. Our Suppliers or vendors, by allowing a better understanding of service quality expectation and procedures of honouring contract terms agreed.
- iii. Our Employees, by creating harmonious, safe, healthy and secured working environments, acknowledging their dignity, recognising their merit, and providing fair remuneration and career progression.
- iv. Our Communities, by embracing social engagement, comply with regulatory requirements and support good courses and charities.
- v. Our Environment, by a sustainable environment for the future.
- vi. Our Stakeholders, by creating mutual growth with professional skills and providing society with high quality and environmentally viable construction projects.

3.0 IMPLEMENTATION

This policy is implemented for all parties having any business relationship with ANCUBIC Group. Any employee shall read and understand the CCBE when accepting employment with ANCUBIC Group, and Human Resources Department will keep a copy of the acknowledgement. Any third party dealing with ANCUBIC Group is responsible for obtaining CCBE information from the recipient by upholding confidentiality.

4.0 RESPONSIBILITIES

4.1 BOARD'S RESPONSIBILITY

The Board should periodically review the code of conduct and ensure the implementation of an appropriate communication channel to receive feedback and other appropriate internal

systems to support, promote and strengthen the awareness and to ensure compliance with this CCBE by its executives when making their business and operation decisions.

4.2 MANAGEMENT'S RESPONSIBILITY

Management should ensure this CCBE is readily available to all staff members and communicate the CCBE with staff members periodically to reinforce its importance and relevance. In making operational and business decisions, the management is responsible to the Board for observing the principles of this CCBE. Management shall ensure their action consistent with the spirit of this CCBE and promote a good culture of ethics through their internal and external interaction with all stakeholders of the ANCUBIC Group.

5.0 CODE OF ETHICS

5.1 CONFLICT OF INTEREST

A conflict between the employee's interests and the interests of the Group is a conflict of interest. i.e allow his private interest to come into conflict with his duties to the ANCUBIC Group or misuse his position as an officer of the ANCUBIC Group to his private advantage. All employees must prevent any conflicts of interest with the Group and avoid financial interest with competitors, clients or suppliers outside of its authorised business conduct. Any interest that involves, or may reasonably be expected to involve, would cause a conflict of interest with the Group should be disclosed immediately.

5.2 CORRUPTION IS STRICTLY PROHIBITED

Directors and Employees are not to use their personal power that might be associated with or construed as bribery or corruption. They must comply with all provisions of the Malaysia Anti Corruption Commission Act (MACC) 2009 accordingly.

5.3 NO GIFT POLICIES

5.3.1 ANCUBIC Group has adopted a "No Gift Policy" whereby, subject to only certain narrow expectations, ANCUBIC Group's directors, employees and Third Parties are prohibited from, directly or indirectly, receiving or providing gifts.

5.3.2 However, ANCUBIC Group recognises that the exchange of business courtesies, such as corporate hospitality and entertainment (including meals and invitations to attend events) is customary and legitimate to create goodwill and/or strengthen a business and commercial relationship.

5.3.3 The intention behind giving or receiving any entertainment or corporate hospitality must always be considered first. It should never be for an improper motive to obtain or retain a business or to obtain some form of benefit or advantage, whether for the business or the individual employee. The agreement and/or releasing of company information to

5.3.4 If unsure of how to consider the intention behind any gift, entertainment or corporate hospitality, employees and Third Parties must always disclose and refer the matter to their

respective Head of Department or contact within ANCUBIC Group to obtain advice and also approval before proceeding to provide and/or receive gifts, entertainment and corporate hospitality.

5.3.5 Where it is difficult or inappropriate to decline a gift, corporate hospitality or entertainment, it may be accepted, but it must be immediately declared and/or surrendered to the employee's Head of Department, who will assess the relevant circumstances and take the necessary steps.

5.3.6 In any event, all directors, employees and Third Parties must not provide and/or receive gifts, entertainment and corporate hospitality of any kind beyond **RM1,000.00**/per person in value.

5.3.7 Any gifts, entertainment and/or corporate hospitality provided by ANCUBIC Group must be transparent, proportionate, reasonable and bona fide. Directors and Employees shall not accept any form of gifts that might result in a conflict of interest and influence a business decision or for their own benefit. If in doubt, please consult with your respective Head of Department or approve relating to accepting gifts before accepting any gifts.

5.4 DEALING WITH PUBLIC OFFICIALS

5.4.1 A 'public or government official' includes, without limitation, candidates for public office, officials of any political party, and officials of state-owned/linked enterprises.

5.4.2 All employees and Third Parties are prohibited from offering, providing or receiving any gift, entertainment or corporate hospitality to any public officials or their family/household members.

5.4.3 All interactions, dealings and correspondence with public officials should be above-board and proper records of such interactions, dealings, and correspondence should be kept by employees.

5.4.4 ANCUBIC Group does not make or offer monetary or in-kind political contributions to political parties, political party officials or candidates for political office in Malaysia or any other jurisdiction.

5.5 DEALING WITH THIRD PARTY

5.5.1 All commercial contracts and invitations to bid or entered into by ANCUBIC Group should incorporate provisions relating to business conduct, conflict of interest and ANCUBIC Group's intolerance of any corrupt or unethical practices. ANCUBIC Group will also reserve its right to terminate the services and/or contract with Third Parties if the Third Party are involved in corrupt activities and/or act in a manner inconsistent with ANCUBIC GROUP Anti-Bribery and Corruption Policy.

5.5.2 Any tender process participated by a subsidiary of ANCUBIC Group shall be done transparently.

5.6 RECRUITMENT OF EMPLOYEES

5.6.1 ANCUBIC Group provides equal opportunity for any qualified and competent individual to be employed with ANCUBIC Group. Therefore, the recruitment of employees should be based on approved selection criteria to ensure that only the most qualified and suitable individuals are employed. This is crucial to ensure that no element of corruption is involved in hiring employees.

5.6.2 In line with this, proper background checks should be conducted in order to ensure that the potential employee has not been involved in any bribery or corruption case. More

detailed background checks should be taken when hiring employees that would be responsible for management positions, as they would be tasked with decision-making obligations.

- 5.6.3 Offers of employment shall not be given in exchange for or to reward any benefit received by ANCUBIC Group. ANCUBIC Group will not offer employment, procure and/or create an opening within ANCUBIC Group In exchange for a personal benefit or seek an unfair advantage in any business negotiation or as an inducement for future business.

5.7 FACILITATION PAYMENT

- 5.7.1 "Facilitation payment" is any unofficial and improper payment made to secure or expedite the performance by a person performing a routine or administrative duty or function to which the payer of the facilitation payment is legally entitled to. Facilitation payments need not involve cash or other financial assets; it can be any sort of advantage intending to influence a person in performing his/her duties.

- 5.7.2 ANCUBIC Group prohibits accepting or obtaining, either directly or indirectly, facilitation payments from any person for the benefit of the employee and/or Third Parties himself or for any other person. Any request for facilitation payment must be refused and immediately reported to the employee's immediate supervisor and/or head of department or associate's contact within ANCUBIC Group.

5.8 SPONSORSHIP AND DONATIONS

- 5.8.1 Any donations and/or sponsorships by ANCUBIC Group must be made with the approval of the BOD and transparently.
- 5.8.2 Donations and/or sponsorships should not exceed the annual budget of **RM500,000**. Any amount that exceeds the budget must seek approval from the Board.
- 5.6.3 Employees shall ensure that all sponsorships and donations are not used as a subterfuge for bribery. It should never be paid in exchange for any benefit to ANCUBIC Group, whether it is to obtain a business or some form of advantage to ANCUBIC Group.

5.9 COMPLIANCE WITH LAWS, RULES AND REGULATIONS

ANCUBIC Group must comply with all applicable laws, rules and regulations, by law and regulatory requirements ANCUBIC Group operates and presents and imposes by the Government from time to time. Officers are expected to understand and comply with the laws, rules and regulations that apply to their positions and/or work, including the Malaysian Anti-Corruption Commission Act 2009 (and its amendments in 2018).

5.10 WORKING PLACE

All employees:

- i. Should build up a good workplace environment and consistently observe and comply with the Safety and Health rules and regulations. **(OSHA?)**
- ii. Should avoid any form of harassment and violence. Any employee who believes he/she has been subjected to harassment should lodge a report to HR Department.
- iii. Should be honest at all times and shall not conduct himself to lay himself open to suspicion and dishonesty.

- iv. Should offer equal opportunity to all employees in terms of recognition, progression and career path, irrespective of their origin or beliefs and do not tolerate any discrimination or harassment of any kind.
- v. Should devote your whole time and effort to the service of the ANCUBIC Group and shall not engage in any other business, occupation or be in any way connected with any other business, ANCUBIC Group or concern without the prior written consent of the Company, either on a full time or part-time basis.
- vi. Should fully concentrate and achieve the goals assigned by the Company and not carry out, engage or associate with any business or trade which is directly or indirectly in competition with the same business or affecting the business of the ANCUBIC Group in any manner whatsoever during the subsistence of your employment.
- vii. Should keep proper filing of documentation for easy retrieval to enable vetting of the ANCUBIC Group's correspondences and communication to be in coherence with policies.

5.11 RESTRICTIONS

All employees:

- i. Are prohibited from collecting cash payments directly on and on behalf of the ANCUBIC Group at all times.
- ii. Shall not disclose, do or cause to be done anything or committed to be done anything that will affect the image, portfolio, and/or goodwill of the Executive Chairman, Directors, the ANCUBIC Group, and its associates.
- iii. Shall not be allowed to enter into any contract on behalf of the ANCUBIC Group with any party (ies) whatsoever without the ANCUBIC Group's prior written consent and/or its related companies being first obtained.
- iv. Shall not solicit/entice/influence any staff members of the organisation to the other party's employment during your employment and/or after you resign from our organisation (known as the "hands off period"). This hands-off clause shall remain in force for the duration of this agreement and for a further period of 12 months following the termination of your employment.
- v. Shall not permitted to engage, entice, or contract directly or indirectly with the ANCUBIC Group 's supplier, contractor, subcontractor, customer, agent, employee, worker, work associate, etc., which may give rise to any conflict of interest or which may tarnish the image and/or integrity of the Company. This restriction shall survive for a duration of (one year) after the date of your absence from ANCUBIC Group.

5.12 CONFIDENTIALITY AND NON-DISCLOSURE

Employees should maintain the confidentiality of information entrusted to them by the ANCUBIC Group and any other confidential about the Company that comes to them, from whatever source, in their capacity as an employee. Unless required by law or authorised by ANCUBIC Group, Employees shall not disclose confidential information or allow such disclosure or use confidential information for unauthorised purposes. This obligation continues beyond the termination of employment. The obligation to preserve confidential information also applies to information received from customers or business partners of ANCUBIC Group, it continues even after the employment ends.

7.0 DATA PROTECTION AND INFORMATION

Employees should comply with the Employer's Personal Data Protection Policy and Non-Disclosure Agreement. Employees shall record, manage, store and transfer all data and records in compliance with applicable legal, tax, regulatory and accounting requirements. Some of which are specific to particular business operations or functions. Employees are responsible for retaining and storing proper records in compliance with company policy and legal and regulatory requirements.

8.0 PROTECTION OF ASSETS AND RESOURCES

All employees are responsible for the proper use of the ANCUBIC Group's assets and resources and endeavour to protect against any deterioration, alteration, fraud, loss and theft.

9.0 INDEPENDENCE

Employees should always act in the best interest of the ANCUBIC Group. Employees are prohibited from using their position or knowledge gained directly or indirectly during their duties and responsibilities or employment for private or personal advantage.

10. COMMUNICATION

10.1 ANCUBIC Group support high-quality, ongoing dialogue and communication with the employee, our important stakeholder, to help build trust and understanding in the relationship between the Company and the employee.

10.2 ANCUBIC Group is also obliged to provide information about itself, how it is governed, its operations and future prospects. This information is directed to a diverse audience of shareholders, stakeholders and the public generally through ANCUBIC Group's website at: **XXXXXXXXXX**

10.3 Promoting effective communication can provide customers, employees and potential investors and others with complete and timely information about the ANCUBIC Group to fairly and accurately represent the Company so that a balanced understanding of the Company and its objectives.

10.4 The Board of Directors ("Board") recognises the importance of an effective communication channel between the Board, its stakeholders and the general public. ANCUBIC Group practises an open and honest policy in enabling the employees to report any suspected and/or known misconduct, wrongdoings, corruption, fraud, waste and/or abuse involving resources of the ANCUBIC Group. Hence, ANCUBIC Group has established its Whistleblower policy aimed to provide and facilitate a mechanism for any individual to report concerns about any suspected and/or known misconduct, wrongdoings, corruption, fraud, waste and/or abuse. Stakeholders who know of or suspect a violation of this policy may report the incidence and their concerns to **XXXXXXXXXXXXXXXXXX**

4.0 RECORD KEEPING

The Company shall keep original and signed CCBE records and have appropriate internal controls in place to act as evidence for that made known to all ANCUBIC Group's employees. Information Access may be retrieved as below:

1.5.1	via email request at ga@ancubicproperty.com
1.5.2	via correspondence to your HOD

6.0 REVIEW OF THE POLICY

- 6.1 The document will be reviewed within four (4) years or when required to ensure its adequacy and operating effectiveness.
- 6.2 Internal control systems and procedures designed to ensure consistency is subject to regular audits to ensure they are effective in practice.
- 6.3 Any change in the policy would result in consequential changes to the CCBE and DCCE. Accordingly, the employees shall be notified of the approved revision.
- 6.4 The procedures, appendices and forms shall be reviewed and updated from time to time or as the need arise to maintain their relevance to changing business needs and to remain current. Ancubic Group reserves the right to amend this policy.

_____ **END** _____