



CODE OF CONDUCT AND ETHICS

1. Introduction

Eastern & Oriental Berhad (“the Company”) has adopted the following Code of Conduct and Ethics (“Code”) for Directors, management and employees of the Company and its subsidiaries (“the Group”). This Code is established to promote the corporate culture which engenders ethical conduct that permeates throughout the Group. All Directors, management and employees of the Group shall be referred to as “Officers” hereon.

2. Principle

The principle of this Code is based on principles in relation to trust, integrity, responsibility, excellence, loyalty, commitment, dedication, discipline, diligence and professionalism.

3. Purpose

This Code is formulated with the intention of achieving the following aims:

- 3.1. To emphasise the Company’s commitment to ethics and compliance with the applicable laws and regulations (including but not limited to the MACC Act 2009 and its amendments in 2018);
- 3.2. To set forth basic standards of ethical and legal behaviour within the Group;
- 3.3. To include noble characteristics in performing duties so as to improve work quality and productivity;
- 3.4. To improve self-discipline in order to provide the Group with good and quality service; and
- 3.5. To enhance skills in the implementation of duties and to be able to adapt to the work environment.

4. Code of Conduct and Ethics

Every officer is responsible to ensure compliance with the Code:

- Know and comply with the Code and the Group’s policies and procedures.
- Seek guidance when in doubt.
- Avoid illegal, unethical or otherwise improper acts, including giving, promises to give, soliciting or instruct others to give, promise to give or solicit any gratification (refer to Section 3 of MACC Act 2009) which are or can be construed as a bribe under the MACC Act 2009.
- Report any suspected violation of policies, laws and regulations.
- Assist authorised teammates with investigations.
- Take responsibility and accountability for his/her actions.

The Company will take appropriate action against any personnel who fails to act in accordance with applicable statutory laws, Group’s policies and procedures and this Code.

In the performance of his/her duties, each Officer must comply with the letter and spirit of the following codes:

4.1. Human Rights

The Company supports and respects human rights. The Company treats officers with dignity and respect in the workplace, provides equal employment opportunities, creates a safe and harmonious work environment, and will not engage in any form of discrimination. Officers should respect the personal dignity, privacy and rights of each individual they interact with during the course of work and shall not in any way cause or contribute to the violation or circumvention of human rights.

4.2. Health and Safety

The Company provides a work environment that is safe, secure and free of danger, harassment, intimidation, threats and violence. The Company takes appropriate precautions to prevent injuries or adverse working conditions for each and every officer. It is the responsibility of each and every officer to adhere to the prescribed safety rules and acts

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as well as to raise any concerns which may represent a potential threat to health and safety. Officers are responsible for reporting injuries and unsafe work practices or conditions as soon as discovered or become known.

4.3. Environment

The Company conducts operations in a manner that safeguards health, protects the environment and conserves valuable materials. The Company is committed to protecting the environment by minimising and mitigating environmental impacts throughout the life cycle of operations. Officers should contribute to minimising the use of finite resources, including energy, water and raw materials. Officers should minimise harmful emissions to environment, including waste, air emissions and discharges to water.

4.4. Gifts/Perquisites

Officers shall not accept from any firms or individuals doing or seeking to do business with the Company any of the following:

- Commission
- Loans or advances (other than financial institutions)
- Materials, services, repairs at no cost or at unreasonably low prices
- Excessive or extravagant entertainment/ hospitality
- Gifts in cash/kind and gift certificates (other than gifts in relation to cultural celebration)
- Donation and sponsorship
- Any other forms of gratification (refer to Section 3 of MACC Act 2009) which are or may be a form of bribe

Officers giving to any firm or individuals doing or seeking to do business with the Company any gratification, shall adhere to the Policies and Procedures set out by the Group and includes:

- Anti-Corruption Policy and Framework
- Donation and Sponsorship
- Gift, Entertainment and Hospitality
- Third-Party Travel

Should an employee with any concerns or requires clarification pertaining to the above, shall seek support and advice from the Group's Anti-Corruption Compliance Support Function Officer.

4.5. Anti-Bribery

In-line with MACC Act 2009, its amendments in 2018 and E&O Group's Anti-Corruption Policy, officers shall never offer, give, ask for, accept or receive or instruct others to offer, give, ask for, accept or receive any form of bribe. A bribe occurs when someone attempts to influence a decision by offering some form of undue or improper advantage, incentive or favour.

4.6. Company Records and Internal Controls

The Company's records must be prepared accurately and honestly, by officers who prepare financial statements and who contribute to the creation of business records, for example, by submitting expense records, time sheets, order and invoice records. The Company takes obligation to maintain business records for operational, legal, financial, historical and other purposes seriously and takes appropriate steps to ensure that the content, context and structure of the records are reliable and authentic.

Reliable internal controls are critical for proper, complete and accurate accounting and financial reporting. Officers must understand the internal controls relevant to their positions and comply with the policies and procedures related to those controls to ensuring that effective and reliable business processes are in place.

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4.7. Company Assets

The Company's properties and assets should be managed and safeguarded in a manner which protects their values. Officers are accountable both for safeguarding all assets entrusted to them, including the Company's information resources, records, materials, facilities and equipment under his/her care or control, from loss, theft, waste, misappropriation or infringement and for using the assets to advance the interests of the Company. All officers have an affirmative duty to immediately report the theft, loss or misappropriation of any Company assets, including financial assets, physical assets, information assets and electronic assets to the management as stipulated under Violations of Code of Conduct below.

4.8. Exclusive Service

The Company expects each and every officer to give his/her fullest attention, dedication and efforts to his/her duties and the Company. Officer must avoid any personal, financial or other interest which may be in conflict with his/her duties and responsibilities to the Company. In this respect, an officer is not permitted to be gainfully employed by any other organisation, company or business concern other than the Company without prior written consent of the Managing Director. Such permission will not be unreasonably withheld unless it has an impact on the executive ability to perform his/her normal duties or his/her performance at work or for an organisation which is in direct competition with the Company.

4.9. Integrity and Professionalism

Officers should remember that they are a reflection of the Company and are constantly being judged and otherwise appraised by everyone they come in contact with. All officers should conduct themselves with the highest degree of integrity and professionalism in the workplace or any other location while on Company's business.

4.10. Insider Dealing

Officers are prohibited to trade in the Company's securities affected by or on behalf of a person with knowledge of relevant but non-public material information regarding the Group.

Any person who commits insider trading, he/she may be subjected to certain criminal and civil actions under Malaysian Law which includes Capital Markets and Services Act 2007.

4.11. Confidential Information

All information obtained in the course of engagement and/or employment with the Company shall be deemed to be strictly confidential and shall not be disclosed to any third party. This measure applies to all officers both during and after the service with the Company.

Officers shall not make any unauthorised public statement, circulate, divulge or communicate with any customer, member of the public, media or government or statutory bodies on the policies or decision of the Company on any issue, or any other information or details in respect of the Company's business. This applies to disclosures by any medium, including the internet, especially via social media sites (e.g. Facebook, Twitter, YouTube), internet message boards and/or blogs. An officer must take precautionary steps to prevent the unauthorised disclosure of proprietary or confidential information, including protecting and securing documents containing this information.

4.12. Compliance Obligations

The Group will comply with all applicable laws, rules and regulations of the governments, commissions and exchanges in jurisdictions which the Group operates. Officers are expected to understand and comply with the laws, rules and regulations that are applicable to their positions and/or work, including the Anti-Money Laundering and Anti-Terrorism Financing Act 2001 and the Malaysian Anti-Corruption Commission Act 2009 (and its amendments in 2018). The Group reserves the right to report any actions or activities suspected of being criminal in nature to the police or other relevant authorities.

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5. Communication and Compliance

The Company should ensure this Code is being communicated to all levels of officers through staff handbook, notice board, intranet or corporate website and ensure this Code permeates throughout the Group and is to be complied by all level of officers within the Group.

6. Violations of Code of Conduct & Ethics

The Company's officer should report to supervisors, managers, Head of Departments or Head of Human Resource about the known or suspected illegal or unethical behaviour. The Company's Executive Directors and senior management shall promptly report any known or suspected violations of this Code to the Board.

Further, the Company has established a Whistle Blowing Policy that provides an anonymous, secure and confidential communication channel for employees and the general public to raise genuine concerns or report any misconduct or wrongdoings. The provision, protection and procedure of the Whistle Blowing Policy for reporting of the violation of the Code are available on the Company's intranet.

7. Non-retaliation

The Company makes every effort to maintain the confidentiality of any individual who reports concerns and possible misconduct. Officers who retaliate or encourage others to do so will be subjected to disciplinary actions, up to and including termination of employment or engagement. The Company does not tolerate any form of retaliation against anyone who makes a report in good faith.

8. Investigations

The Company shall investigate reported concerns promptly and confidentially with the highest level of professionalism and transparency. All internal investigations and audits are conducted impartially and without predetermined conclusions. Each and every officer shall be expected to cooperate fully with audits, investigations and any corrective action plans, which may include areas for continued monitoring and assessment.

Where external investigations are required, every officer shall appropriately respond to, cooperate and shall not interfere with, any lawful government inquiry, audit or investigation.

9. Review

This Code shall be reviewed periodically by the Board in accordance with the needs of the Company.