



AGROMATE HOLDINGS SDN. BHD. (198801007079)

CODE OF BUSINESS CONDUCT AND ETHICS

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1. INTRODUCTION

Agromate Holdings Berhad (“AHSB”) and its group of companies (“Group”) values their reputation for behaving fairly, honestly, with integrity and upholding the highest ethical standards. In line with its commitment to act and uphold integrity in all its activities, the Group has adopted this Code of Business Conduct and Ethics (“COBCE”) to serve as a guidance on the standards of behavior of all Directors and employees of the Group.

2. WORKING RESPONSIBLY

2.1 Every employee shall treat each other and their stakeholders with respect, trust, honesty and dignity.

2.2 The employees shall exercise due care and diligence in carrying out their duties and responsibilities with equal opportunity and non-discrimination.

2.3 Any form of harassment and violence together with any form of criminal activities will not be tolerated.

2.4 The Group is against sexual harassment which is any unwanted conduct of a sexual nature, whether verbal, non-verbal, visual, gestural or physical, directed at a person which is offensive, humiliating or a threat to their well-being. Employees shall not in any way engage in sexual harassment.

2.5 The Group endeavors to provide a safe, secure and healthy working environment. Employees must strive to maintain a safe working environment.

3. PROTECTING COMPANY AND SHAREHOLDERS

3.1 Proprietary and confidential information acquired as an employee or Director should be valued and protected at all times.

3.2 In the performance of their duties, an employee or Director may come across and obtain information generally not available or within public or market domain. They must maintain confidentiality at all times and not disclose to any persons unless such communication or disclosure is authorized.

3.3 The employees or Directors shall not use the information obtained for personal advantage or the advantage of third parties or detrimental in any way to the Group’s interest.

3.4 The employee has the responsibility to protect the Group’s reputation and brand image. Private social media accounts must ensure that their posts reflect only personal opinions and does not tarnish public perception of the Group.

4. CONFLICT OF INTEREST

4.1 It is expected that the Directors and employees should at all times make business decisions in the best interests of the Group.

4.2 Employees must not use the Group's resources, assets and position for personal gain. If the employees find themselves in a conflict of interest situation, whether actual or potential, they must refer the matter to their immediate superior for resolution.

4.3 As for Directors, the Directors concerned must disclose the conflict to the Board of Directors, and only where relevant, shareholders approval shall be sought in accordance with applicable laws and regulations. Directors shall abstain from voting or otherwise influencing decisions on matters brought to the attention of the Board which may have conflict or potential conflict of interest.

4.4 All personal business dealings which Directors or Employees undertakes with suppliers and customers must be done on an arms-length basis.

4.5 Full time employees must not engage in employment outside the Group or engage in any external business or service which is in competition with the Group, give rise to actual, perceived or potential conflict of interests or interfere with the performance of their duties in the Group.

5. SAFEGUARDING AGAINST BRIBERY AND CORRUPTION

5.1 The Group takes a zero-tolerance stance towards bribery and corruption.

5.2 In all business relationships, an employee must not directly or indirectly, influence others or be influenced, by paying or receiving bribes or kickbacks or any other gratification that are deemed unethical or will tarnish the reputation of the Group.

6. STAKEHOLDERS DEALINGS

6.1 Business dealings shall be done in a professional, impartial and objective manner. Directors and employees are to ensure that the Group's interests are protected at all times.

6.2 Directors shall make full and frank disclosure of their personal interest pertaining to any matter brought before the Board and must abstain from voting or otherwise influencing a decision in which the Directors has or may have such an interest.

7. BUSINESS ETHICS

The Group is committed to building and maintaining a culture of high ethical standards and a compliance ecosystem. To this end the Group has a Whistleblowing Policy and processes to address the concerns of any breach of the ethical standards, actual or perceived, without fear or favour.