



BORNEO CONVENTION CENTRE KUCHING HUMAN RESOURCES POLICY

CODE OF ETHICS



FEBRUARY 11, 2020
BORNEO CONVENTION CENTRE KUCHING

1.0 POLICY

It is the Company's policy to provide guidelines to Board of Directors and employees on the acceptable business conduct in order to support Borneo Convention Centre Kuching's (BCCK) Vision, Core Ideology and Core Values. The Code is designed to be in line with BCCK initiatives to instill, internalize and uphold to the value of uncompromising integrity by all stakeholders of the Company.

2.0 PRINCIPLES / GUIDELINES

- 2.1 The scope of the Business Code of Ethics covers the Board of Directors and all employees (executive and non-executive) either on contract or permanent (hereto referred as Employees), and other representatives of the company, including all agents, consultants, independent contractors and vendors of BCCK and its related agencies including local and foreign subsidiaries, associates, joint ventures and affiliate companies (referred to as Representatives).
- 2.2 Each member of the board and employees, all Procurement Division employees (executive and non-executive) and other representatives of the Company are expected to apply sound judgment in deciding on the most ethical means of dealing with any given situation involving customers, vendors, competitors, regulators, the public, other employees and Company matters in general. The use of alcohol, illegal drugs and/or controlled substances increases the potential for, among others, accidents, absenteeism, unsatisfactory work performance, poor morale, and may also reflect an image of in-discipline and lack of professionalism, all of which are detrimental to the Company.

2.3 In this code, unless the context requires:

- 2.3.1 The headings in this Code are for convenience only and shall not be deemed to be part hereof or to be taken into consideration in the interpretation of this Code;
 - 2.3.2 English version shall be the official text for reference in the event of any dispute arising out of the interpretation of this Code;
 - 2.3.3 A reference to any statute, regulation, proclamation, ordinance or by-law includes all statutes, regulations, proclamations, ordinances or by-law amending, consolidating or replacing them, and a reference to a statute includes all regulations, proclamations, ordinances, and by-laws issued under that statute;
 - 2.3.4 Words importing the singular include the plural and vice-versa;
 - 2.3.5 Words importing a gender include any gender.
- 2.4 The policies in the Code apply across BCCK, in all businesses and in all countries. If a local law conflicts with a policy in the Code, one must comply with local law. If a local custom or practice conflicts with a policy in the Code, one must comply.
 - 2.5 The business, region or country may have policies and practices that require more than the requirement of the Code; the same may be true of the local law. In all instances, one must follow the stricter policy, practice or law. The Code acts as a baseline, or a minimum requirement, which must always be followed unless doing so violates the local law. If the applicable local law conflicts with the Code, but could permit different alternatives, one

must choose the most closely aligned with the Code requirement. If in doubt, contact any officers from Human Resources Department

- 2.6 BCCK provides the Code for guidance in recognizing and properly resolving the ethical issues one may encounter in conducting the Company's business. This Code shall by no means be exhaustive. It may be reviewed, changed and updated from time to time in keeping with any new developments in business practice, environment and legal requirement. Therefore, directors, employees and other representatives of the Company are required to be familiar with its contents. The Code does not include all of the policies of the company.
- 2.7 All employees (executive and non-executive) and other representatives of the company are responsible for complying with all applicable laws and regulations and for knowing and complying with the Code and other policies of the Company. Violation of the law or the Code or other policies of the Company could result in disciplinary actions, up to and including termination or dismissal. Business units, and entities within BCCK are responsible for ensuring that their policies and procedures are consistent with the Code and their respective person in charge must adopt the Code. For associate or affiliate companies of BCCK, this Code serves as guidance for their ethical practices.
- 2.8 The Board of Directors of BCCK has adopted that should there be other policies and procedures of the Company that are in conflict with this Code, the policies as covered in this Code shall prevail over the others.
- 2.9 Under unusual circumstances, directors and employees and other representatives of the company may seek approval of actions that otherwise would not be in compliance with the Code. Approval of any action not in compliance with the Code must be sought in advance and may be granted by the Chief Executive Officer or the Board of Directors of the company. Waiver of the Code must be promptly disclosed to the Board of Directors. When a waiver is granted, the Chief Executive Officer or the Board of Directors shall ensure that appropriate controls are in place to protect the company and its shareholders.

2.10 Dealing with Employees

The Company respect and treat fairly each and every BCCK employee.

2.10.1 Respect for individual

The Company will treat each other with respect and fairness at all times, just as we wish to be treated ourselves. In line with BCCK Core Values, we should:

- Propagate team spirit, co-operation among employees;
- Practice mutual respect and courtesy in all our dealings and interactions; and
- Demonstrate understanding and open-mindedness for all concerns, comments, ideas and feedback received.

The Company will value the diversity of the individuals among its employee.

Employment decisions will be based on business reasons, such as qualifications, talents and achievements, and will comply with local and respective employment laws.

The Company is committed to keep personal information of BCCK directors and employees private and confidential. Access to and knowledge of employees and directors' records will be limited to people in the company who need the information for legitimate purpose only.

2.10.2 Harassment

Abusive, harassing or offensive conduct is unacceptable, whether verbal, physical or visual. Examples include derogatory comments based on gender, religion, racial or ethnic characteristics and unwelcome sexual advances (Refer BCCK Policy on Sexual Harassment).

The Company does not tolerate any forms of sexual harassment and will ensure compliance with Code of Practice of Sexual Harassment in the workplace by Ministry of Human Resources.

The employee is encouraged to speak out when other employee's conduct makes them uncomfortable, and to report any form of harassment when it occurs.

2.10.3 Safety, Health and Environment

The Company is responsible for maintaining a safe workplace by following safety, health and environment rules and practices. The Company is responsible for immediately reporting accidents, injuries, and unsafe equipment, practices or conditions to a supervisor or other designated person. BCCK is committed to keep its workplaces free from hazards.

The Company is required to be in compliance with provisions of the BCCK Environmental Health and Safety Manual.

2.10.4 Drugs, Alcohol and Prohibited Substances

Directors and employees are strictly prohibited for the use, possession, distribution or sale of illegal drugs, alcohol or prohibited substances while on company premises, vehicles or while conducting company business. No employee may conduct BCCK business while under the influence of drugs, alcohol or prohibited substances (Refer BCCK HR Policy on Substance Abuse (Drug & Alcohol)).

Employees suspected to be under the influence of drugs, alcohol or prohibited substances shall be required to undertake a special test at the In-house Clinic or authorized company panel clinics or designated government clinics or hospitals. Positive test results or refusal to comply with the required test or Company's medical procedures is grounds for disciplinary action including termination.

2.10.5 Weapons

Employees unless authorized and licensed are strictly prohibited from the possession of any weapon or illegal materials including but not limited to:

firearms, explosives or knives in the conduct of company business, in company premises or using company interests of such nature.

2.10.6 Threats and Violence

Threats or acts of violence or physical intimidation are prohibited. Any employee who has any knowledge of prohibited conduct or has concerns regarding his/her safety or the safety of a colleague, customer or vendor must immediately report the matter to the higher authorities of the company.

2.10.7 Immoral Activities

Employees shall not engage or be involved in any immoral behaviours and activities such as gambling, indecency, obscenity, vulgarity or vices in company businesses, in company premises or using company interests.

Employees are strictly prohibited at any time during business hours or otherwise from using company's interests or premises to be involved in acts of pornography or displaying or viewing pornographic materials and illegal items.

Any violation in this regard shall be dealt with in accordance with the disciplinary policies and procedures.

2.10.8 Criminal breach of trust

Directors and employees who have been trusted with property or dominion over property shall not commit a criminal breach of trust in violation of any law of the country in which the business is conducted.

In the context of Malaysian law, criminal breach of trust is fully defined under the Penal Code (Act 574) in particularly Section 405.

2.10.9 Subversive and Other Criminal Activities

Directors and employees shall not engage or be involved in any behaviours or activities that may be categorized as subversive or commit any criminal offence punishable under the law of the country in which the business is conducted.

Whenever the employee is found guilty by the court of law and/or is found to be involved in subversive activities or criminal offences that may be detrimental to the image and reputation of BCCK, he/she shall be dealt with in accordance with the disciplinary policies and procedures.

2.10.10 Offences Relating to Racial and Religious Harmony

Directors and employees shall not cause by words either written or spoken, by sign, visible representation or any act, activity or conduct which can cause disharmony, disunity, or feelings of enmity, hatred or ill-will or prejudices or attempt to prejudice the maintenance of harmony or unity on grounds of religion or race.

2.10.11 Employees giving evidence in courts

Employees who are subpoenaed or require to give evidence in court in any legal proceedings regarding any matter involving and or related to BCCK business, should first refer it to their immediate superior who will consult with Authorized department and in the case of labour related matters to the Human Resources Department.

In order to be properly mandated and advised on the matters required to be disclosed in the court of law, an employee who is subpoenaed or required to testify and/or to provide information on evidence, as referred to above, represents BCCK in the matter, and as such employee who testifies and or provides information without consulting with their immediate superior and Authorized department / Human Resources Department will be subjected to disciplinary actions which may include dismissal.

2.11 Dealing with Customers

BCCK gives total commitment to its customers.

2.11.1 Total commitment to customers

In-line with BCCK core values, an employee must be:

- Proactive in dealing with customers' needs and try to exceed their expectations;
- Sensitive to customers' needs and requirements; and
- Responsive and serve the customers with conviction and professionalism.

2.11.2 Product and service quality and safety

To maintain BCCK valuable reputation, compliance with our quality processes and safety requirements is essential. We may damage our good name if we deliver products or services that fail to live up to BCCK standards.

Commitments made to customers may reasonably be honored. If commitments cannot be honored, feedback must be given to the customers within agreed upon time frames or organizational guidelines.

2.11.3 Sales and marketing

The Company will build long-term relationships with our customers by demonstrating honesty and integrity. All of our marketing and advertising will be accurate and truthful. Deliberately misleading messages, omission of important fact, or false claims about our competitors' offerings are never acceptable.

The Company will only obtain business legally and ethically. Bribes, corrupt or illegal practices are not acceptable. Guidance concerning customer gifts, travel and entertainment is covered in the conflict of interest section of this Code.

2.11.4 Customer information

The Company must protect customer information that is sensitive, private or confidential as required under BCCK license and also other regulatory requirements and/or provided under the law. Only those who have a need to know could have access to such private or confidential information.

2.11.5 Government as customer

The Company must take special care to comply with all legal and contractual obligations in dealing with the governments. National and local governments all around the world have specific and varied procurement laws and regulations that have been established to protect public interest.

These laws generally prohibit or put strict limits on gifts, lavish entertainment and travel offered to government officials. They also often apply to the hiring of current recently retired officials and their families, and to any conduct that may be viewed as improperly influencing objective decision-making.

When BCCK uses vendors or subcontractors to fulfill its commitments; we must also be responsible for communicating these unique governmental requirements to them. BCCK directors and employees who deal with government officials and contracts are responsible for knowing and complying with applicable laws and regulations.

2.11.6 Business Dress and Attire

Employees must ensure that when they have direct contact with customers, they are not to be dressed in such a manner or wear clothing that may offend the customer or compromise health and safety standards.

Wherever the company provides uniform or special attire, such employees must abide by the requirement (refer to BCCK HR Policy on Uniform).

2.12 Dealing with Vendors and Dealers

Building quality relationships with other companies gives BCCK a competitive advantage.

2.12.1 Doing business with others

In line with BCCK Core Values we should:

- Practice honesty in all our actions and statements.
- Demonstrate trustworthiness in carrying out all our duties and responsibilities.
- Exhibit sincerity in all our interpersonal relationships.
- Approach our work with full dedication.
- Treat all our stakeholders with fairness.

We will not do business with others who are likely to harm BCCK reputation. For example, we will avoid doing business with others who intentionally and

continually violate the law. These laws include for example: local environmental, employment, safety and anti-corruption statutes.

All arrangements with third parties must comply with BCCK policy and the law. We will not be involved or engaged with third party that performs any act prohibited by law or against the Code.

2.12.2 Agents and dealers

Commission rates or fees paid to dealers, distributors, agents, finders or consultants must be reasonable in relation to the value of the product or work that is actually being done. We will not pay commissions or facilitation payment that we have reason to believe will become bribes.

2.12.3 Contractors and sub-contractors

Contractors or subcontractors play a vital role in the fulfillment of many of our contracts. In some cases, the contractors or subcontractors are highly visible to our customers. It is therefore very important to ensure that our contractors and subcontractors preserve and strengthen BCCK reputation by acting consistently with the law and the Code.

2.12.4 Joint Ventures and Alliances

BCCK will strive to ally with companies that share our commitment to ethics. We will also work to make the ethical standards of our joint ventures compatible with our own.

2.12.5 Procurement practices

Procurement decisions must be made based solely on BCCK best interests. Vendors which succeed in BCCK businesses are based on product or service suitability, price, delivery and quality.

Purchasing agreements should be documented and clearly identify the services or products to be provided, the basis for payment, and the applicable price rate or fee. The amount of payment must commensurate with the services or products provided.

2.12.6 Gratification

Any vendor shall not offer and/or give any director or employee of BCCK any gratification as an inducement or reward for the director or employee to use his office or position when he makes any decision, or takes any actions in relation to any matter in which the vendors, relatives or associate of his has an interest whether directly or indirectly

In the event that an employee or director corruptly solicits or obtained or has made any attempt to obtain such gratification for himself or for any other person, the vendors shall at the earliest opportunity thereafter report such soliciting or obtaining of, or attempt to obtain the gratification together with the full and true description and, if known, the name of the person who solicited, or obtained or

attempted to obtain the gratification in accordance to the Whistleblower policy, and reporting procedures.

Similarly, in the event that an employee or director to whom any form of gratification is given, promised or offered, in contravention with any provision of Anti-Corruption Act (Act 575) shall report such gift, promise or offer together with the name, if known, of the person who gave, promised or offered such gratification to him in accordance to the internal notification procedures in the Whistleblower Policy.

2.12.7 Vendors and dealer's commitment to business ethics

BCCK expects that all its vendors and business partners share to the common business ethics principles and policies as prescribe in this Code. Any vendors or business partners found to conduct unethical practices or violate the law shall not be tolerated and may be blacklisted, and their contracts or dealings may be terminated by BCCK.

2.13 Dealing with Competition

The Company believes in fair competition.

2.13.1 Competition law

BCCK employees should adhere to all Malaysian competition laws and also the local competition laws of the countries in which business is done.

Any clarifications on whether an action constitutes a violation of the competition laws should be referred to the Authorized Department or Human Resources Department.

2.13.2 General Competition Practices

The competition practices prohibited include arrangements which provide for market sharing, boycott of vendors or competitors and mandatory tying or linking arrangements regarding the provision or supply of products and services.

2.14 Dealing with Communities

BCCK is a responsible corporate citizen in all the communities wherever we do business.

2.14.1 Community service

We serve society by providing innovative and superior quality products and services. Our brands inspire confidence and pride and by actively supporting the communities in which we operate. BCCK and BCCK employees throughout the region provide generous financial and voluntary support to worthwhile community programs.

2.14.2 Personal community activities

BCKK employees are encouraged and free to support community, charity, non-governmental or political organizations and causes of their choice; as long as they make it clear that their views and actions are not those of BCKK. We must ensure that our outside activities do not interfere with our job performance.

2.14.3 Environment

We will respect the environment by complying with all applicable environmental laws in all countries which we conduct operations. BCKK is committed to the protection of the environment by minimizing the environmental impact of our operations and operating our business in ways that will foster a sustainable use of the world's natural resources.

BCKK employees must support this commitment by complying with BCKK environmental policies and programs. Employees must notify the management if hazardous materials come into contact with the environment or are improperly handled or discarded.

2.14.4 Communicating to external audiences

Any requests or queries from the media should be forwarded to the Corporate Communications Department, or authorized departments in order to ensure professional and consistent handling of the concerns.

BCKK employees are expected to cooperate with reasonable requests for information from government agencies and regulators, and to consult with the Authorized Department or Human Resources Department before responding to any non-routine request.

All information provided must be truthful and accurate. We will not alter or destroy documents or records in response to an investigation or other lawful request.

Requests from external analyst and shareholders should be forwarded to Corporate Communications Department or authorized department.

2.15 Dealing with Governments

As a responsible citizen, it is our obligation to comply with the law.

2.15.1 Compliance with the law

BCKK directors and employees around the world are required to comply with all applicable laws and regulations whether we do business. Perceived pressures from supervisors or demands due to business conditions are not excuses for violating the law. When we have any questions or concerns about the legality of an action, we are responsible for checking with management or the Human Resources Department.

2.15.2 Political donation

BCCK does not make or offer monetary or in kind any political contributions to political parties, political party officials or candidates for political office.

2.15.3 Political activities

Employees are free to participate in politics as campaign manager, fund raiser, or volunteer, provided that their involvement is kept separate from their role and responsibilities as a BCCK employee. They must ensure that statements made in their political activities are clearly delivered as personal opinion and not able to be construed as BCCK position.

Employees who aspire to hold any key position of significant influence or as office bearer in any political parties must disclose and obtain written approval from the Director of Human Resources in order to hold such post

2.15.4 Anti-corruption laws

BCCK will comply with the anti-corruption laws of the countries in which it does business. BCCK directors and employees will not directly or indirectly offer or make corrupt payments to government officials, including employees of government-owned enterprises.

These requirements apply to all BCCK directors, employees and agents, such as sales representatives, no matter where they are doing business. If we are authorized to engage agents, make sure that they are reputable and require them to agree in writing to BCCK requirements and ethical standards.

2.15.5 Crossing national borders

When importing or exporting products, services, information or technology, BCCK will comply with applicable local laws, regulations, and restrictions. In addition, when we travel internationally on company business, we are subject to laws governing what we import and export. BCCK directors and employees are responsible for knowing the laws that pertain to them, and for checking with their import/export compliance officials when in doubt.

2.16 Dealing with Company Interests

We protect the company's interests and use them in the best interest of the Company.

2.16.1 Protecting BCCK interests

Directors and employees are responsible for the protection of all BCCK interests used in carrying out their responsibilities and for taking reasonable steps to prevent theft or misuse of, or damage to, such property and may only be used for business purposes and other purposes approved by management. BCCK interests may never be used for illegal purposes.

BCCK interests are not limited to physical interests, but also include corporate information and intellectual property such as inventions, copyrights, patents,

trademarks and technology. As BCCK may license intellectual property from other companies, directors and employees must also ensure that property of this nature is protected in accordance with the agreements giving BCCK the right to use the property.

Equipment, tools, materials, supplies, and employees' time are to be used only for BCCK legitimate business interests. BCCK property must not be borrowed, loaned, or disposed of, except in accordance with the appropriate BCCK policies.

Just as we must not misuse or misappropriate interests internally, so must we not, for example, dispose of any Company interests in an unauthorized manner such as by selling, lending or giving it away without proper permission.

i. Company interests

- We are responsible for the proper expenditure of the Company's funds including expenses.
- No secret fund of Company cash or other unrecorded interests shall be set up for whatever purpose.
- We should be sure that the transaction is genuine and properly documented when spending or committing Company funds and that the Company receives appropriate value in return.

ii. Customer or vendor interests

- In the same way that we are responsible for all physical Company property entrusted to our care, we are also responsible for property of our customers or vendors in our custody.
- We should treat it as we would our own, and not damage it, deface it or remove it or for personal use unless authorized to do so.

iii. Computers and Information Technology (IT)

- In many countries there are strict laws governing the use of IT, computer software and computer records.
- We at BCCK are required to understand and strictly comply with BCCK IT Policy.
- We should use office computers, or terminals, only in the way in which we have been instructed and not to use or enter into prohibited sites, material, software or tools other than for company business purposes. We should protect our own password, if we have one, and not to use anyone else's ID to access records. We should never share our passwords with other users.
- We should not alter records or software instructions unless we are authorized to do so and always ensure that any software, we use has been obtained from authorized company vendors.

2.16.2 Proprietary information

We will safeguard all proprietary information accordingly, keeping it secured, and limiting access to those who have a need to know in order to do their jobs.

Proprietary information includes any information that is not generally known to the public and is helpful to BCCK, or would be helpful to competitors. It also includes information that business partners including vendors and customers have entrusted to us. The obligation to preserve proprietary information continues even after our employment ends with BCCK.

2.16.3 Accuracy of Company records

We require honest and accurate recording and reporting of information in order to make responsible business decisions. This includes such data as quality, safety, and personnel records, as well as all financial records.

All financial books, record and accounts must accurately reflect transactions and events, and conform both to required approved accounting standards and to BCCK system of internal controls. In the context of Malaysian law, Section 2 of the Financial Reporting Act 1997 (Act 558) states “approved accounting standards means accounting standards which are issued or approved by the Malaysian Accounting Standards Board (MASB) under subsection 7(1)”.

No false or artificial entries may be made. When a payment is made, it can only be used for the purpose spelled out in the supporting document.

2.16.4 Recording and Retaining Business Communications

All business records and communications should be clear, truthful and accurate. Business records and communications often become public through litigation, government investigations and the media. We will avoid exaggeration, colorful language, guesswork, legal conclusions, and derogatory remarks or characterizations of people and companies. This applies to communications of all kinds, including e-mail and “informal” notes or memos. Records should always be retained and destroyed according to BCCK record retention policies.

2.16.5 Sharing Best Practices

BCCK allows and encourages sharing of best practices document, information and knowledge with another company or organization provided that the information and knowledge shared are not regarded as proprietary information and not detrimental or adversely affecting the Company’s business and competitive advantage.

3 Conflict of Interests

The Company operates and makes business decisions based on the best interests of BCCK.

3.1 General Considerations

Business decisions and actions must be based on the best interests of BCCK, and must not be motivated by personal interest, considerations or relationships. Relationships with prospective or existing vendors, contractors, customers, competitors or regulators must not affect our independent and sound judgment on behalf of BCCK.

Conflicts of interest will arise where an employee's ability to perform his Company duties effectively and impartially is potentially impaired by an outside appointment, relationship or activity. Employees should not take improper advantage of their position as employees of the Company or of information obtained in the course of their employment. Similarly, employees should not by concentrating unduly on outside activity, lessen their contribution to their work in the Company.

Employees can take this Code into account when forming their own judgment about any outside role, relationship or activity concerning them. Employees are expected to exercise basic common sense in avoiding any conflict of interest. They are expected to act in a manner consistent by giving their full-time services to the Company and to avoid situations that might give rise to questions as to whether they have acted in the best interests of the Company. On occasions, however, the question of whether or not conflict of interest exists may be less clear and open to interpretation. Whenever such a case arises the employees concerned should consult his respective superior or the Human Resources Department

3.2 Outside Business Appointments, Directorships/Undertakings

Employees may not work for or receive payments for services from any competitors, customers, distributors or vendors of BCCK without approval of management. Any outside activity must be strictly separated from BCCK employment and should not harm job performance at BCCK. We must make sure that the skills we learn and use at BCCK are not used in such a way that could adversely affect the business of BCCK.

The general rule is that employees may not accept employment in or undertake work for any other company, firm or organization. Any outside business appointment or undertaking (other than with another BCCK Company or Group associate companies), whether as employee, executive or non-executive director, active or silent partner, adviser, agent, manager or consultant, whether on a paid or gratuitous basis may only be undertaken in exceptional cases and only with the written permission of the Director of Human Resources.

However, helping the community by serving on boards of non-profit or community organizations is encouraged, and does not require prior approval so long as the activities are not to the disadvantage of BCCK and should not adversely affect employees' job performance at BCCK.

Employees are not allowed to accept outside directorships or become partners in entities, which are either listed on the Company's list of authorized contractors or their subcontractors of any tier that have any form of business dealings with the Company directly or indirectly.

3.3 Ownership of equity in entities having a business relationship with BCCK

Employees are not allowed, either directly or indirectly, e.g. through their families as proxy, holding shares or other forms of beneficial interest ("equity") in:

- i. Privately owned entities which derive the major part of their income from contractual or other business arrangements with BCCK.
- ii. Privately owned entities which are listed in BCCK list of authorized contractors of any tier, even if the entities concerned do not derive most of

their income directly or indirectly from contractual or other business arrangements with BCCK.

- iii. Privately owned entities supplying materials, equipment, property and/or services to BCCK whether directly or indirectly.

As can be seen, the above ruling does not apply to shares held by employees in public quoted companies, which have a business relationship with the Company, either directly or through a subsidiary. However, in this case, if there is any possibility that such a holding could cause conflict with his/her duty as BCCK employee, the employee concerned should bring the matter to the immediate attention of the Director of Human Resources in writing.

3.4 Family or close personal friendship interests

Employees whose families or close personal friends have interests (whether this be in the form of directorships, partnerships, share, Group, consultancies, advisories or through agencies) in entities, which are on the Company's list of authorized contractors or their sub-contractors of any tier which have any form of business dealings with the Company whether directly or indirectly, and who are involved in any decisions regarding the dealings (whether directly or indirectly) with such entities in the course of their duties with the Company, should declare to the Director of Human Resources in writing of such interests prior to entering into any such decisions/dealings.

Employees must also disclose to the company if any of their family members or close personal friend works or provides any kind of services to the competitors, vendors or contractors. Employees shall avoid or abstain from participating or making decision involving such deals.

3.5 Contractual dealings with employees

The Company shall not purchase or lease property, equipment or materials from or enters into contractual arrangements (other than employment contracts) with its employees, except in exceptional circumstances and authorized in writing by the Director of Human Resources.

As a further exception, the Company has no objection to renting houses owned by employees or their families provided such interest has been declared to the Director of Human Resources.

3.6 Proprietary information

Employees must not disclose proprietary information to any person both within and outside of BCCK unless authorized to do so or to third parties, for example; independent consultants, external auditors and solicitors, who are bound by secrecy obligations or a professional code of ethics prohibiting disclosure of such proprietary information. This includes, as prohibited, any disclosure of proprietary information to family and friends.

It is the employee's responsibility to know what information is confidential and to obtain clarification when in doubt. This obligation continues even after leaving BCCK.

The use of the Company information for personal gain is strictly prohibited. In particular, directors and employees should not trade Company information or conduct “information brokering” with unauthorized parties.

Where propriety information is entrusted to persons outside of BCCK, efforts must be made to ensure the continuing protection and confidentiality of that information. Within BCCK, proprietary information should be disclosed only on a “need-to-know” basis.

Directors and employees must not use proprietary information for unauthorized purposes. They must also take reasonable care to protect proprietary information against loss, theft, unauthorized access, alteration, or misuse. Departing BCCK directors and employees who have access to BCCK proprietary information will be reminded of their continuing responsibility to protect it and maintain its confidentiality. BCCK expects that all employees joining in from other companies will not disclose the proprietary information of those companies.

Any information that is lawfully within the public domain can be exchanged or disclosed by employee to competitors in the course of carrying out their duties. However, any other information that is commercially sensitive, for example any pricing-related data such as margin and supply costs (whether current or historical) that may enable the competitors to reasonably deduce our business strategy and future pricing intentions must not be disclosed or exchanged.

3.7 Investments

BCCK employees may not allow their investments to influence, or appear to influence, their independent judgment on behalf of BCCK. This could happen in many ways, but it is most likely to create the appearance of a conflict of interest if a BCCK employee has an investment in a competitors, vendor, customer, or distributor and his decisions may have a business impact on this outside party. If there is any doubt about how an investment might be perceived, it should be disclosed to his superior.

We are also prohibited from directly or indirectly buying, or otherwise acquiring rights to any property or materials, when we know that BCCK may be interested in pursuing such an opportunity and the information is not public.

3.8 Gifts

i. Gifts to BCCK directors and employees

BCCK has adopted a “No Gift” Policy whereby, subject only to certain narrow exceptions, BCCK employees and directors (executive and non-executive), family members or agents acting for or on behalf of BCCK employees, directors or their family members are prohibited from, directly or indirectly, receiving or providing gifts.

Employees and directors must abide by this policy in order to avoid conflict of interest or the appearance of conflict of interest for either party in on-going or potential business dealings between BCCK and external parties as a gift can be seen as a bribe that may tarnish BCCK’s reputation or be in violation of anti-bribery and corruption laws.

The onus to report gifts received rests entirely upon the employee involved. Whereas the Company will, from time to time, remind employees of this obligation by circulars and will also advise contractors and vendors of Company policy in this regard.

ii. Gifts given by BCCK

Some business situations call for giving gifts. BCCK gifts must be legal, reasonable, and approved by management or the Board of Directors.

BCCK directors and employees must never pay bribes.

The Company understands that gift-giving practices vary among cultures. Our local gift policies and guidelines address this. We will not provide any gift if prohibited by the law or the policy of the recipient's organization. For example, the directors and employees of many government organizations around the world are prohibited from accepting gifts.

3.9 Entertainment

It is not unusual, in the course of business, for employees to be entertained by contractors, dealers, vendors or customers. If such entertainment becomes a regular feature or when it exceeds a reasonable scale, employees are advised to report this to their immediate superior respectively. An occasional dinner is acceptable but lavish entertainment or a paid holiday is not. We consider "entertainment" to include a representative of both parties at the event.

i. Entertainment to BCCK employees

We may accept entertainment that is reasonable in the context of the business and that advances the Company's interests. For example, accompanying a business associate to a local cultural or sporting event, or to a business meal, would in most cases be acceptable.

Entertainment that is lavish or frequent may appear to influence one's independent judgment on behalf of BCCK. If an invitation seems inappropriate, we must turn down the offer or pay the true value of the entertainment ourselves. Accepting entertainment that may appear inappropriate should be discussed with immediate superior, in advance if possible.

ii. Entertainment by BCCK

We may provide entertainment that is reasonable in the context of the business. If we have a concern about whether providing entertainment is appropriate, we will discuss it with the management in advance.

Entertaining government officials may be prohibited by law in some countries, hence consultation and approval from immediate superior in each instance is required.

3.10 Travel

i. Acceptance of Travel Expenses

BCCK employees may not accept any corporate hospitality nor are they allowed to accept hospitality that is excessive, inappropriate, illegal or given in response to, in anticipation of, or to influence a favorable business decision, particularly from parties engaged in a tender or competitive bidding exercise (for e.g. contractors, vendors, suppliers and etc.)

ii. Providing Travel

Unless prohibited by law or the policy of the recipient's organization, BCCK may pay the transportation and lodging expenses incurred by customers, agents or vendors in connection with a visit to a BCCK facility or product installation. The visit must be for a legitimate business purpose, for example; on-site examination of equipment, contract negotiations, or training.

Traveling by government officials that is sponsored or paid for by BCCK must be approved in advance by the head of division or senior management in the Company.

3.11 Public service, recreational, sporting and community activities

Generally, the Company wishes to encourage the participation outside working hours in unpaid voluntary public service, recreational, sporting and other community activities. Sometimes, however, these activities fall too heavily on certain individuals and the effectiveness of their work for the Company may, thereby, be diminished. The general rule is that employees invited to serve on local bodies, or as appointed or elected officials must be able to combine their outside activities with full-time Company employment. Such employee must be able to discharge their dual responsibilities satisfactorily both in respect of the time taken up by the outside activity and the compatible nature of the duties involved.

Employees wishing to serve on statutory or public bodies must obtain the Director of Human Resources written permission.

Employees who consider it sufficiently important for them to take time off during working hours to undertake some outside activity or duty must obtain permission from their immediate superior beforehand.

3.12 Disclosures and Declarations

Declaration or Integrity Pledge is a procedure in relation to declaration (and disclosure of any conflict of interest) by the Employees of BCCK.

Director of Human Resources or his authorized representative shall coordinate, compile and ensure the safekeeping and the confidentiality of the Integrity Pledge

Employees shall submit Integrity Pledge Forms to the Director of Human Resources.

All information and data stated in the forms for Integrity Pledge shall be designated **"Private & Confidential"**.

3.13 Failure to Make Declaration of Interest

Failure by employees to make and submit the interest declaration as required and within the stipulated time period, might subject the employee to disciplinary action, including summary dismissal, without further notice.

3.14 Scope of Employee Affected

All Employees.

3.15 ROLES AND RESPONSIBILITIES

DESIGNATION	RESPONSIBILITIES
Employees – New	<ul style="list-style-type: none">• Submit Personal Information, Declaration of Interest within 30 days after reporting duty.
Employees – Existing	<ul style="list-style-type: none">• Update the subsequent declarations.• Fill up relevant form and submit to Director of Human Resources not later than the end of the following month from the date of the transaction.
HR Executive, Employee Engagement	<ul style="list-style-type: none">• Prepare DOI documents.• Follow-up on affected employee who has yet to submit the DOI documents.• Monitor and compile all the DOI documents from BCKK Employees (housekeeping activities).
HR Manager, Employee Engagement	<ul style="list-style-type: none">• Brief on DOI policy to new executive and affected non-executive• Provide quarterly updates to DOHR• Keep the keys to the safe containing the DOI submissions
Director of Human Resources	<ul style="list-style-type: none">• Remind all employees concerned within BCKK to update and submit DOI forms.

3.16 PROCEDURES

1. Initial Interest Declaration

- 1.1 All Managers and selected executives based on function are required to declare and submit the declaration forms to the Director of Human Resources upon reporting for duty and/or not later than thirty (30) days after reporting for duty.
- 1.2 All current affected employees should, no later than thirty (30) days from Effective Date, submit the declaration forms to the Director of Human Resources.

- 1.3 An Employee who has been promoted to Executive Grade, or Manager position and above should not later than thirty (30) days from the date of his promotion, submit the declaration to the Director of Human Resources.
- 1.4 Affected employees who do not have any stated or relevant interest to declare should submit the DOI form with the words "No interest to declare" written on the form.

2. Subsequent Interest Declaration

- 2.1 All employees and member of the board are required to submit subsequent declarations to the Director of Human Resources under the following circumstances: -
 - (a) Annual submission for renewal of Declaration of Interest on the first week of January of each year
 - (b) Any employee or member of the board with any transfer of interest either entirely or part thereof any forms of investment either in BCCK's customers and/or suppliers or BCCK's competitor and their business interest.
- 2.2 The Director of Human Resources will issue a yearly and timely reminder to all employees.
- 2.3 Subsequent interest declarations should be effected using DOI form, to be submitted to the Director of Human Resources not later than the end of the following month from the date of the transaction of acquiring and or disposing of the interest.
- 2.4 BCCK, the Board and/or the Chairman of the Board of Directors reserves the right to direct any employee to submit further and additional information in relation to his interest. This additional information should be submitted not later than thirty (30) days from the date of official written notice by BCCK.
- 2.5 In the case of employee of the Procurement department where there is no change to declare, they are not required to submit the related DOA form, but they are required to submit an official notification declaring "No Change of Interest" addressed to the Director of Human Resources.

2.6 PROCESS FLOW

A. INITIAL DECLARATION

Fill in and submit the DOI Form:
not later than 30 days upon
reporting for duty/promotion



Acknowledge receipt and
safekeeping

RESPONSIBILITIES

Individual (New employee)

Director of HR or his appointed
representatives.

B. SUBSEQUENT DECLARATION

Fill in and submit the DOI Form:



Acknowledge receipt and
for safekeeping

Individual (Existing employee)

Director of HR or his appointed
representatives.

Note for Subsequent Declaration:

Submission shall not be later than the end of the following month from the date of transaction, during which the respective acquisitions or disposals were affected.

4 Whistle Blowing Policy

This policy set out the mechanism for preventive and corrective actions within BCCK, avoiding the negative effects that come with public disclosure (such as loss of image, reputation, financial distress, loss investor confidence)

Whistleblower shall act as an early warning system on safety issues and help uncover fraud and mismanagement in the workplace.

Through this policy, any member of the board, employee, and other representatives of the company, including all agents, consultants, independent contractors and vendors of BCCK and its related agencies including local and foreign subsidiaries, associates, joint ventures and affiliate companies (referred to as Representatives), acting as a Whistleblower and who speaks out on good faith against illegal, unethical or improper business conduct within BCCK, shall have the protection against victimization and dismissal.

In this manner the Whistleblower can help BCCK to monitor and keep track of such illegal, unethical or improper business conduct within BCCK which otherwise may not be easily detected through normal process or transaction.

The aim of this policy is for the employees (both permanent as well as contract employee to bring up the matters in an independent and unbiased manner.

The Whistleblower is not required to prove the allegation but suffice by providing sufficient information for management to take appropriate action.

Any attempt to retaliate, victimize or intimidate against the Whistleblower or an employee of BCCK who made the report in good faith is a serious violation of the Business Code of Ethics and shall be dealt with serious disciplinary actions and procedures.

This policy shall not in any way prohibit the Whistleblowers from lodging report or complaint with any statutory body including Anti-Corruption Agency, police or other enforcement agencies.

4.1 ROLES AND RESPONSIBILITIES

DESIGNATION	RESPONSIBILITIES
Directors	<ul style="list-style-type: none">• To be conversant with the Code to ensure the understanding of how BCCK business should be conducted• To oversee the conduct of the company's business and ensure its proper management• To identify business risks and ensure the proper management of such risks• To abide to all principles laid down in the Malaysian Code on Corporate Governance and the Company Directors Code of Ethics issued by Companies Commission of Malaysia• To abide and discharge their responsibilities in accordance with this code• To report any violation of the Code through the proper channel• To complete and update a new Declaration of Interest and Interests when there are any changes as and when necessary

DESIGNATION	RESPONSIBILITIES
Management	<ul style="list-style-type: none"> • To ensure that all employees under their control receive and sign an acknowledgement of receipt of a copy of the Code of Ethics at employment and with immediate effect • To ensure that employees are fully conversant with the Code through conducting compulsory orientation program on it from time to time • To ensure that the Code forms part of BCCK orientation program
	<ul style="list-style-type: none"> • To ensure that all standards, policies and procedures comply with the Code and are communicated to all employees • To report any violations of the Code up through the chain of command • Ensuring that all ethical matters that cannot immediately be decided on are properly escalated to the appropriate level • To ensure that each employee completes the Declaration of Interest and Interests form (where applicable) • To create and maintain a Gift register for the division/department/section • To ensure that record is kept for all Integrity Pledge form received
Employees	<ul style="list-style-type: none"> • To be conversant with the Business Code of Ethics to ensure the understanding of how BCCK business should be conducted • To abide by the behaviour embodied in the Code • To keep a copy of the Code for personal reference • To seek advice and information from their supervisors when needed • To report any violation of the code up through the chain of command • Ignorance of the Code will not be an excuse • The onus is on the employee to complete and update a new Integrity Pledge Form when there are any changes or as and when necessary

4.2 PROCEDURES

4.2.1 Internal Notification Procedure

All employees should be alert and sensitive to situations that could result in actions by themselves, or others, which might violate the BCCK Business Code of Ethics.

If employee is uncertain about what is proper conduct in a particular situation or wishes to raise any matter arising in connection with the activities of the Company or behaviour of any employee which knowingly may have violated this Code, it is the employee's obligation to make at least one of the followings contact:

- i. Consult with your immediate superior who may, at his or her discretion, address the situation personally or in consultation with other appropriate personnel such as from the Human Resources and Senior Management.
- ii. If you are concerned that a breach of law or violation of this Code has occurred or, if you wish to raise a matter in confidence, or even on a "no name" basis, you may consult directly with an authorized member of the Human Resources and Senior Management. The Company will not disclose your identity without your permission unless disclosure is required by law.

4.2.2 It is BCCK's wishes to create an ethical environment across the Company from which we can all benefit. The Company undertakes that if any concerns are raised, arising from this Policy, every reasonable effort will be made to maintain the confidentiality of the person raising the issue or concern.