

Code of Business Ethics

Executive Summary

ASTRO MALAYSIA HOLDINGS BERHAD (“ASTRO or the Company”) is committed to maintaining a high standard of business ethics. We shall conduct business with honesty and integrity, and respect the integrity of persons with whom we do business. In conducting our business, we shall apply fair and impartial practices and comply with all laws and regulations. We shall not engage in business practices that may raise questions of the Company’s integrity, impartiality or reputation. ASTRO conducts business activities outside Malaysia and remains impartial on issues unrelated to our business and avoids involvement in such activities. We shall, in each country where ASTRO is active, abide by the laws of that country.

Business representatives engaged to act on ASTRO’s behalf are also required to adhere to this Code and maintain our high ethical standards.

Through frequent contact with decision makers in the public sector, vendors and suppliers/contractors we work to develop a long-term cooperative relationship based on mutual trust. We respect the integrity of Government Officials and all third parties that we do business with or who are dealing with matters of interest to ASTRO.

ASTRO’s employment philosophy, based on respect for the individual, is a reflection of our high ethical standards. We expect and require each employee, as representatives of ASTRO, to also fulfil our commitment to good ethical behaviour.

Responsibility and Accountability

Employees

All employees are to comply with this Code of Business Ethics together with other relevant Company policies and procedures. All employees also have a responsibility to act honestly and not to commit any fraud or engage in any fraudulent activities. An employee who is found to have committed fraud will be subject to disciplinary action and/or legal action.

Managers

As leaders in the Company, Managers have the added responsibility of leading according to these practices.

Promote open and honest 2-way communications to facilitate discussion.

Diligently be on the lookout for indications that unethical or illegal activities, fraud, misappropriation or other irregularities have occurred.

Vendors and Suppliers/ Contractors

To conform to the principles outlined in the Code in their relationships and dealing with us. We should ensure that our dealings with them are based on professionalism and we shall not participate in any activities that could cloud our business judgment and impair our independence.

Conclusion:

The Code of Business Ethics cannot anticipate every situation that may arise in today's dynamic and complex environment. Where relevant, this Code should be read in conjunction with the relevant policies and procedures which are currently in place. In cases of overseas subsidiaries where such policies do not exist, the Company policy will apply. If you are faced with an uncertain situation, we expect you to seek help by informing your manager before taking action. The Code of Business Ethics is designed to help guide ethical decisions and actions. Please use them in your work, and seek additional guidance as needed.

Definition/ Abbreviations

ASTRO or the Company

ASTRO MALAYSIA HOLDINGS BERHAD and its subsidiaries

GCO

General Counsel's Office or its equivalent function

HOD

Head of Divisions

HRD

Human Resource Division or its equivalent function

CEO

Chief Executive Officer or its equivalent function.

Nominal Value

Approximately RM250 or equivalent amount in value in Local Currency.

Fraud

Fraud is an act of deceiving or misrepresenting, an intentional perversion of the truth for personal gain or to damage another individual

Manager

An individual within the Company to whom an Employee reports to i.e. supervisor, line leader, team leader etc

Employee

Any person who is hired under a contract of service for a wage, salary, fee or payment to perform work for the Company.

This includes freelancers and employees of outsourced Company providing service to the Company.

External Customers

Individuals who subscribe or buy the Company's services

Commitment

A "commitment" by the Company includes the execution of any written agreement or any other undertaking that obligates or binds the Company in any respect.

Table of Contents:

The Code will outline our conduct in 4 areas:

- I) The Company and Us**
 - A) Safety and Health at Work**
 - i. Employer's Obligations
 - ii. Employees' Obligations
 - B) Company Policies and Procedures**
 - i. Compliance
 - ii. Fraud and Ethics Line
 - C) Information**
 - i. Confidential and Proprietary Information
 - ii. Data Protection
 - iii. Recording and Storing of Information
 - iv. Insider Trading
 - D) Assets and Properties**
 - i. Employees' Responsibilities
 - ii. Access to the Internet and E-mail
 - E) Intellectual Property Rights / Authors of Literary / Artistic Work**
 - F) Punctuality and Time**
- II) Our Customers and Us**
 - A) External Customers**
 - i. Integrity and Professionalism
 - ii. Relationships
 - iii. Gift-Giving
 - B) Internal Customers**
 - i. Respect for Another
 - ii. Work Environment
 - iii. Conflict of Interest

III) Our Vendors, Suppliers / Contractors and Us

A) Doing Business With Others

- i. In the Interest of the Company
- ii. Conflicts of interest

B) Receiving Business Courtesies

- i. Guiding Principles
- ii. Gifts Received
- iii. Entertainment

C) Giving Business Courtesies

D) Purchasing and Procurement

- i. Acting in the Company's Best Interest
- ii. Improprieties or Potential Thereof
- iii. Commitment on Behalf of the Company
- iv. Commitments by Resigned Employees and Consultants
- v. Cash Handling

IV) Other External Parties and Us

A) Safeguarding our Reputation

- i) Establishing Business Relationships
- ii) Attempts to Obtain Favourable Treatment / Terms Should Be Avoided

B) Shareholders and Investors

C) Regulators

D) Government Agencies

- i) Dealing with Government Officials or Government Contracts
- ii) Offers and Unlawful Payments Disallowed

E) Competitors

- i) Ethical Practices

F) Media

- i) Queries from Media or Third Parties

- G) Political Parties, Non-Governmental Organisations (NGOs) and Non-Profit Organisations (NPOs)**
- i) Contributions to Political Parties
 - ii) Contributions to NGOs and NPO

A) **Safety and Health at Work**

i. Employer's Obligations

The Company is committed to making the work environment safe and healthy for its employees and others. This is reflected in our Safety and Health Policy. We shall comply with all applicable laws and regulations relating to safety and health in the workplace.

ii. Employees' Obligations

- a) Safety is the responsibility of everyone at work, including the safety of our own work areas. We must take reasonable care to ensure our safety as well as the safety of our co workers and others by complying with all applicable Safety and Health Policies and procedures adopted by the Company.
- b) Employees must not report to work under the influence of any unprescribed substance that may prevent work from being undertaken safely, efficiently and effectively.
- c) Verbal abuse, threats or physical acts of violence or intimidation on fellow employees are strictly prohibited.

B) Company Policies and Procedures

- i. Compliance
 - a) Company policies and procedures are necessary for the efficient and effective operation of the Company to ensure that the business objectives of the Company are achieved in a timely and proper manner.
 - b) All policies and procedures should be strictly adhered to. Failure to do so may result in misconduct and severe disciplinary action may be taken.
 - c) Managers and Supervisors should use reasonable care to ensure that effective systems of business controls are in place in their area of responsibility to cover the following:
 - i. Assigning the appropriate authority and responsibility to individuals.
 - ii. Proper authorisation of transactions.
 - iii. Maintaining accurate and adequate records and documentation.
 - iv. Limiting access to confidential assets and information on a need-to-know basis.
 - v. Having independent verifications and approvals.
 - vi. Fostering adequate segregation of duties and avoiding any conflict of interest.
 - vii. Be alert for any indication of fraud, misappropriation and other irregularities.
 - d) If an employee requires further clarification or views any policies and procedures to be inappropriate or outdated, they may discuss their concerns with their Manager.

B) Company Policies and Procedures

ii. Fraud and Ethics Line

All employees are responsible for the detection and prevention of fraud, misappropriation and other irregularities. Hence, all employees have a responsibility not only to act honestly but also to report any instances of possible fraud, corruption, misappropriation or other irregularities to Ethics Line which is managed by the Vice President, Group Corporate Assurance. The Ethics Line can be reached anonymously via the following channels:

a) Ethics Line 1800 82 2258 / SMS or call 019-6002258

b) Letters/documents to be addressed to:

Vice President, Corporate Assurance Division
Level 3, All Asia Broadcast Centre
Technology Park Malaysia
Lebuhraya Puchong - Sungai Besi, Bukit Jalil
57000 Kuala Lumpur, Malaysia

In all instances, confidentiality will be maintained to the fullest extent possible.

A detailed investigation on the incident reported will be conducted. An employee who is found to have committed fraud will be subject to severe disciplinary action, including termination of employment and/or legal action.

B) Company Policies and Procedures

The following are a few examples of fraud acts, misappropriation or other irregularities:

- Theft, dishonesty or fraud in connection with the business or property of the Company, vendors/suppliers, company visitors or fellow employees
- Breach of any of the Company's rules, regulations, policies and/or procedures
- Falsifying the Company's records
- Improper discussion or release of Company's confidential information
- Any act that may be detrimental to the reputation of the Company or brings the Company into disrepute
- Abuse or misuse of property, information or facilities provided by the Company

The above examples are not exhaustive and shall include any other acts deemed inappropriate.

Irregularities concerning an employee's moral, ethical or behavioral conduct should be resolved by the department management and the Employee Relations Unit of HRD rather than via the Ethics Line.

When having difficulty in determining whether an act is inappropriate, employees should ask themselves these questions:

- Is it legal and consistent with the Company's practices?
- How will it affect the Company as a whole?
- If you do it, will you feel bad?
- What is my manager's view?

If in doubt, seek the advice of the manager or anyone of a higher rank.

B) Company Policies and Procedures

The Company will treat all information received from the ‘whistleblower’ confidentially. Similarly the whistleblower should not discuss the facts of the case or allegations with anyone including the suspect. The whistleblower should not comment and make a statement to any individual. Please refer to the Ethics Line Procedures for further details. This policy is to encourage employees to report any major concerns or instances of possible fraud, corruption, misappropriation or other irregularities within the Company. The policy makes it clear to employees that they can report any such concern or wrongdoings within the Company without fear of victimization, discrimination or disadvantage to them.

C) Information

- i. Confidential and Proprietary Information
 - a) We should not disclose any confidential and proprietary information to anyone outside of the Company, including family and friends, unless officially authorised to do so by the Company. If in doubt, find out whether the information is confidential or check with your manager.
 - b) All information with different levels of confidentiality should be appropriately managed, handled and stored in accordance to the Information Classification and Control Policy adopted by the Company.
 - c) Examples of confidential and proprietary information include but are not limited to trade secrets, processes, methods, decisions, advertising or promotional programmes, plans, financial or business forecasts, discoveries or competitive bids, customer and employee information that is not available publicly.
 - d) Where confidential information is to be disclosed to persons outside of the Company, a non-disclosure agreement should be entered into by the parties to ensure that such confidential information is protected.

- ii. Data Protection
 - a) All confidential and proprietary information must remain confidential until it is in the public domain. Such confidential information shall include but are not limited to matters concerning securities, financial condition, earnings or activities of the Company and information that is particularly sensitive such as knowledge of acquisitions and disposals, new products or processes, audit reports, earnings figures and trends and any material information that may affect the Company's business and share price.
 - b) All confidential and proprietary information of the Company should be properly classified and labelled to ensure that such information is only disseminated to the correct person.
 - c) Unauthorised dissemination of information is not permitted. Every employee should seek clarification or proper authorisation from their manager prior to distributing confidential, proprietary or sensitive information.

C) Information

- iii. Recording and Storing of Information
 - a) We should ensure honest and accurate recording and reporting of all information on the Company's records (including personal information) in order to avoid any misrepresentation or disclosure of misleading information.
 - b) Employees involved in the financial recording processes that in any way affects the integrity or accuracy of financial statements and internal management reports must ensure that transactions are complete and recorded accurately and promptly.
 - c) All business records and communications must be clear, complete, truthful and accurate, and employees must avoid any fabrication, exaggeration, guesswork, or record offensive remarks or descriptions of people and companies.
 - d) Any intentional act to cover up or misrepresent the true nature of a record or transaction is a clear breach of these principles.

- iv. Insider Trading
 - a) Insider trading is illegal by law. It can take many forms and includes the use or disclosure of price sensitive information (i.e. information which may influence an investor's decision to buy, sell or hold securities in the Company) that is not available to the public for personal benefit or for the benefit of others.
 - b) An employee shall not deal in any of the securities of the Company at any time when he or she is in possession of information which is likely upon publication to affect the market price or trading of those securities.

D) Assets and Properties

- i. Employee's Responsibilities
 - a) Employees are expected to use all reasonable care to safeguard the Company's property and assets to avoid any loss, damage, misuse, illegal use or theft. Employees are liable for any loss arising out of their negligence.
 - b) Employees are not to use Company property or assets for personal reasons other than for the business of the Company, or remove any Company property from the premises, unless prior authorisation is obtained from their supervisor.

- ii. Access to the Internet and E-mail
 - a) The Company will provide internet and e-mail access to employees who need such access for business purposes and specifically for the purpose of increasing productivity relating to the job function of that employee. Internet access is not meant for personal activities.
 - b) Occasional and reasonable personal use is acceptable during meal times, other breaks or outside scheduled working hours, provided this does not interfere with the performance of work duties and responsibilities.
 - c) Employees with internet and email access should not use such network access to engage in illegal activities, personal attacks, other non-professional conduct, political use or in any activity which will bring the Company into disrepute. Employees must ensure responsible usage of the internet and e-mail access and such usage must be in compliance with the Information Technology Security Policies and Procedures. Any non-compliance will result in disciplinary actions being taken against the employee.

E) Intellectual Property Rights/ Authors of Literary/ Artistic Work

- i. We are expected to protect the intellectual property rights of the Company, those of others and at the same time ensure compliance with applicable laws and regulations. This includes the Company's name, logo, taglines, inventions, processes and innovations.
- ii. The Company is fully committed to the protection of the rights of authors and owners of literary and artistic works and the copyright thereof, and will comply with appropriate international and local laws with respect to their use, recording, broadcasting, reproductions, translation, adaptations and arrangements of these literary and artistic works. This includes compliance with the local conditions under which photography, cinematography, broadcasting or communication to the public by wire, literary or artistic works seen or heard in the course of the event may be reproduced and made available to the public.
- iii. All employees have an obligation to:
 - a) Acknowledge that any intellectual property created by employees in the performance of their job responsibilities belongs to the Company;
 - b) Report any unauthorized use of the Company's copyrights, patents, service marks and trademarks to their manager;
 - c) Respect and comply with the conditions of use of all intellectual property that the Company has secured or acquired from third parties under confidentiality or license agreements or otherwise;
 - d) Obtain permission to use a third party's trademark, service mark or other intellectual property; and
 - e) Use inventions patented by third parties only within the terms of a license agreement.

We must refrain from making copies of copyright-protected materials without the prior written consent of the Company.

F) Punctuality and Time

- i. It is the employee's responsibility to report to work on or before their regular or rostered starting time each workday. All employees are also expected to remain at work until the end of their assigned work hours.
- ii. Should an employee need to leave the workplace to attend to urgent personal matters outside the Company during working hours, they need to obtain prior approval from their supervisor.
- iii. Punctuality promotes professionalism, goodwill and respect. Employees should be punctual when attending meetings, training, conferences and appointments with both internal and external customers.
- iv. All appointments and activities should be arranged with reasonable advance notice to enable sufficient preparation in order to enhance productivity and effectiveness of such activities.

II) Our Customers and Us

A) External Customers

- i. Integrity and Professionalism
- ii. Relationships
- iii. Gift-Giving

B) Internal Customers

- i. Respect for Another
- ii. Work Environment
- iii. Conflict of Interest

A) External Customers

- i. Integrity and Professionalism
 - a) The Company recognizes that customer satisfaction is of primary importance.
 - b) Everyone is encouraged to treat all customers professionally in business transactions, and provide a high level of customer service to address any dissatisfaction or complaints.
 - c) All of our marketing and advertising messages shall be accurate and truthful. Any disclosure of marketing information must be cleared by the appropriate channels. Deliberately misleading messages, omissions of important facts, or false claims about our offerings or that of our competitors are not acceptable.
 - d) We should obtain customer feedback on an on-going basis to identify areas for improvement.
- ii. Relationships
 - a) We must protect and maintain the privacy and integrity of our customer's personal data as appropriate.
 - b) No employee should use the customer's personal data for their own or anyone else's use or disclose the information to any unaffiliated third parties; unless authorised to do so by the relevant authority or by law.
- iii. Gift-Giving
 - a) All gift-giving by employees should be channelled through the HOD.
 - b) Appropriate gift-giving would include modest items for promotional purposes only with the Company's logo clearly imprinted on the item.
 - c) We should not make payments to third parties to secure sales or obtain favourable terms or treatment.

B) Internal Customers

- i. Respect for Another
 - a) We should treat all of our internal customers with the same level of professionalism, dignity and respect as that of our external customers. As such, we shall conduct ourselves in a professional manner and demonstrate the highest regard for one another and shall treat each other with respect, dignity and avoid any language or behavior that intimidates or offends others in any dealings with them.
 - b) Harassment includes verbal, physical and visual conduct that creates an offensive, hostile and intimidating working environment or that interferes with work performance.
 - c) An employee who believes that he or she has been the subject of harassment by another employee, subordinate or superior should promptly report the incident to their supervisor or the Human Resources Division depending on circumstances. All reports will be recorded in confidence and reviewed to determine the appropriate action to be taken as detailed in the Harassment Policy.

B) Internal Customers

- ii. Work Environment
 - a) We are expected to foster or nurture an environment that promotes good relations between one another by:
 - i. Working towards creating a friendly and non-hostile environment.
 - ii. Cooperating with one another to achieve corporate goals and objectives).
 - iii. Having pride in what we do and enjoying working with the people we deal with.
 - b) Managers and Supervisors should manage their subordinates in the most efficient and effective manner. They are expected to clearly and mutually define the right work objectives, delegate authority, provide regular constructive feedback and evaluate results fairly and consistently.
 - c) Managers and Supervisors should be open and approachable and build friendly, fair and professional relationships with all employees.
 - d) Managers and Supervisors should work jointly and closely together to achieve corporate goals and objectives. They should also be committed to providing quality service.
 - e) Managers and Supervisors shall also ensure that achievements are recognized and celebrated while also dealing with potential performance issues and addressing repeated failures.
 - f) We should be given the opportunity to make suggestions, to share our experiences and to seek those of others in order for us to continuously improve and provide the best products and services to our customers.
 - g) Managers and Supervisors should encourage constructive thinking and the expression of views and opinions to improve work methods.
 - h) Managers and Supervisors should also encourage cross-divisional exchanges of view to improve workflow and operational procedures.

B) Internal Customers

- iii. Conflict of Interest
 - a) We should not supervise, nor be in a position to influence the hiring or assessments of a relative. A relative is any person who is related by blood and/or by marriage as detailed in the Employment of Relatives Policy.
 - b) The potential for a conflict of interest exists if an employee's relative by blood and/or marriage works for the Company, become related to each other subsequent to employment with the Company or if two employees choose to start a personal relationship with one another. Relatives of current employees may not occupy a position that will be working directly for or supervising the existing employee. Neither the employee nor the relative should perform work of a confidential nature.
 - c) Employees must also avoid situations in which the employees' personal interests may conflict with the interests of the Company.

III) Our Vendors, Suppliers/ Contractors and Us

A) Doing Business With Others

- i) In the Interest of the Company
- ii) Conflicts of interest

B) Receiving Business Courtesies

- i) Guiding Principles
- ii) Gifts Received
- iii) Entertainment

C) Giving Business Courtesies

D) Purchasing and Procurement

- i) Acting in the Company's Best Interest
- ii) Improprieties or Potential Thereof
- iii) Commitment on Behalf of the Company
- iv) Commitments by Resigned Employees and Consultants
- v) Cash Handling

A) **Doing Business With Others**

- i. In the Interest of the Company
 - a) All business decisions and actions taken should be based on sound, objective and independent judgement that is in the best interest of the Company, and must not be motivated by personal considerations or relationships, whether real or perceived.
 - b) The Company insists on honesty, integrity and fairness in all aspects of its business and expects the same in our relationships with all those with whom we do business. The direct or indirect offer, payment, soliciting and acceptance of bribes in any form or manner are unacceptable practices.
 - c) Business transactions on behalf of the Company should be legitimate and on arms-length basis, reflected accurately and fairly in the financial accounts of the Company in accordance with established policies and procedures.
 - d) We should not work for, or receive any form of payments (in cash or in kind) for services or goods rendered from any third party, which includes but not limited to, competitors, customers, distributors or suppliers, without the prior written approval of the Company; that might compromise, or even appear to compromise, our objective and honest assessment of the product or service, quality, price and performance. This includes inducement or false promises for a contract in the future.

A) Doing Business With Others

- ii. Conflicts of interest
 - a) Conflict is deemed to exist when an employee's activities on behalf of the Company causes him or her, or another party, to obtain an improper gain or advantage, whether or not such gain or advantage adversely affects the Company's interests.
 - b) Employees should notify their manager in writing immediately upon becoming aware of a conflict, whether real or perceived, either involving him/herself, another employee or a third party.
 - c) Employees should not use any personal influence to get the Company to do business with another party in which the employee's family members or friends have an interest.
 - d) There may be occasions where an employee may be engaged to undertake freelance assignments for the Company that do not constitute part of the normal job responsibilities. Employees are to abide by the "Freelance Assignments by Employees with the Company Policy" or any other relevant policies.

B) Receiving Business Courtesies

i. Guiding Principles

- a) We should not accept gifts, the use of services or entertainment or gratuities of more than nominal value (approximately RM250 or equivalent amount in value) given by third parties having dealings with the Company. This exposes us to the temptation to favour the third party and prevents us from discharging our full responsibilities to the Company. This includes items such as meals and beverages, travel and accommodation, tickets to sporting and cultural events, discounts not available to the general public, cash, art objects and any other merchandise or services in whatever manner or form.
- b) Promotional gift items with the Company logo (such as pens, mugs, calendars and umbrellas) of nominal value are acceptable, as is entertainment within the limits of responsible and acceptable business practices.
- c) Under no circumstances is it acceptable to solicit, or receive any form of bribe, kickback or gratuities. This principle applies to all Company transactions everywhere in the world, even where the practice is widely considered as “a way of doing business”.
- d) We should use good judgement in deciding whether to give or accept business courtesies. When having difficulty in determining whether a gift or entertainment offer lies within the bounds of acceptable business practice, employees should ask themselves these guiding questions:
 - i. Is it clearly related to the conduct of business?
 - ii. Would I feel comfortable receiving this gift with or without the knowledge of other customers, suppliers, colleagues, my manager or my family?
 - iii. Do I feel any pressure to reciprocate or grant special favours as a result of this gift?
 - iv. Am I certain the gift does not violate any law or business regulation or customary practices?

Employees who are still uncertain should seek clarification from their managers.

B) Receiving Business Courtesies

- e) There are some cases where refusal to accept an inappropriate gift or entertainment would cause embarrassment or hurt to the person offering it. This is particularly true when the employee is a guest in another country and the gift and entertainment is something that the country host offers as part of a public occasion. In these instances, the best practice is usually to accept the gift on behalf of the Company, report it to your manager and turn the gift over to the Company.
- f) Exceptions to the above:
 - i. When suppliers and/or contractors are asked to donate gift items for employee gatherings or events, it will be officially requested by the Company and the organizing committee will issue a receipt to acknowledge receipt of the items. Such gifts are to be distributed or given either through competitions or promotions.
 - ii. Festive seasons whereby such gifts are customarily to be distributed or given to employees and customers.

B) Receiving Business Courtesies

- ii. Gifts Received
 - a) An employee who receives a gift or gratuity of above nominal value should notify his or her manager immediately. The manager is expected to consult with the HRD to determine if the gift is considered appropriate and the course of action required.

- iii. Entertainment
 - a) We may accept entertainment that is reasonable in the context of business and should be clearly intended to facilitate business goals. If, for example, tickets to a sporting or cultural event are offered, then the person offering the tickets should also plan to attend the event to represent the Company.
 - b) As a general guideline, business entertainment of nominal value in the form of meals and beverages is acceptable, provided always that no obligation whatsoever could be, or be perceived to be expected in connection with the entertainment, and as long as it is modest, infrequent and benefits the Company.
 - c) Employees should use good judgement. Entertainment that is extravagant or frequent may appear inappropriate and cannot be taken as business norm and therefore should be appropriately declined.

C) Giving Business Courtesies

- Some business situations may require the giving of gifts. In such circumstances, the gifts must be legal, reasonable and approved by the respective HOD. The gifts given should not appear to compromise our integrity, professionalism and business judgment. However, employees are strictly prohibited from offering or giving bribes.
- We should use good judgement in deciding whether to give business courtesies. When having difficulty in determining whether a gift or entertainment lies within the bounds of acceptable business practice, employees should ask themselves these guiding questions
 - 1) Is it clearly related to the conduct of business?
 - 2) Would I feel comfortable giving this gift with or without the knowledge of other customers, suppliers, colleagues, my manager or my family?
 - 3) Am I trying to put pressure on someone else to reciprocate or grant favours?
 - 4) Am I certain the gift does not violate any law or business regulation or customary practices?
- If in doubt, the respective HODs should consult with GCO.

D) Purchasing and Procurement

- i) Acting in the Company's Best Interest
 - a) All procurement and purchasing decisions should be based solely on the Company's best interest, covering product or service suitability, price, delivery and quality. The lowest price may not always be accepted if it compromises quality and suitability. Other considerations include:
 - i. Treating all suppliers equally and all are afforded the same information at the same time.
 - ii. Confidentiality by ensuring that no information is disclosed during the procurement process.
 - iii. More than one supplier / bidder.
 - iv. Check and balance amongst employees, if more than one employee is involved.
 - v. Other commercial and operational considerations as advised by relevant business units with the Company.
 - b) All employees should comply with the Procurement/Purchasing and Tender policies for procurement of goods and services.
 - c) All procurement or purchasing agreements should document services or products to be provided, the basis for earning payment, and the applicable rate or fee. The amount paid should be based on deliverable milestones that can be independently verified.

D) Purchasing and Procurement

- ii) Improproprieties or Potential Thereof
 - a) Unless specific written exemption has been obtained from Tender Committee, tenders shall not be solicited from any supplier / contractor owned or controlled by any employee or his / her immediate family or his/her relatives and friends.
 - b) All members of the Tender Committee are required to maintain strict confidentiality and declare any conflict of interest to ensure transparency and objectivity of the tender process. Any Tender Committee member who finds him or herself in conflict or potential conflict shall exclude himself / herself from the Tender Committee.

c) Purchasing and Procurement

iii) Commitment on Behalf of the Company

- a) All monetary commitments should be approved according to the approved Limits of Authority.
- b) Authorization and approval of the budget or operating plan is not, on its own, authorization to spend the money. Approval to incur the expenditure is still required even though it is budgeted for.
- c) No individual is allowed to:
 - i. Approve his / her own claims or expenses for payment.
 - ii. Approve a requisition, place an order, receive goods or approve an invoice for payment all by him or herself.
 - iii. Breakdown the total value of the procurement into multiple purchase requisitions to evade limits established by management including approval authorities and competitive bidding.
- d) Employees can only delegate their Limits of Authority to line subordinates in the functional area that they are responsible for, and the delegation should be time and task specific with approval of their manager and supervisor. Such delegation should be documented, communicated and agreed by the relevant parties. However, the delegator is still accountable for the performance of the delegated task. The line subordinate who has been delegated the authority is not allowed to further delegate or sub-delegate the authority given to them.

D) Purchasing and Procurement

iv) Commitments by Resigned Employees and Consultants

- a) The following individuals are not allowed to make any commitments on behalf of the Company, unless written permission is given and it is in their ordinary course of work:
 - i. An employee who is serving their notice period, prior to end of employment
 - ii. Consultants
 - iii. Part-time / Temporary / Freelancers
 - iv. Agents
 - v. An employee who is under investigation or suspension

However, the above is not exhaustive and may include employees who are the subject matter of an investigation or as advised by HRD and other divisions.

v) Cash Handling

- a) Employees are expected to handle cash in the prescribed and authorised manner or purpose and cannot use, divert or conduct any other unauthorised transactions.

- V) Other External Parties and Us**
- A) Safeguarding our Reputation**
 - i) Establishing Business Relationships
 - ii) Attempts to Obtain Favourable Treatment / Terms Should Be Avoided
- B) Shareholders and Investors**
- C) Regulators**
- D) Government Agencies**
 - i) Dealing with Government Officials or Government Contracts
 - ii) Offers and Unlawful Payments Disallowed
- E) Competitors**
 - ii) Ethical Practices
- F) Media**
 - i) Queries from Media or Third Parties
- G) Political Parties, Non-Governmental Organisations (NGOs) and Non-Profit Organisations (NPOs)**
 - i) Contributions to Political Parties
 - ii) Contributions to NGOs and NPOs

A) Safeguarding Our Reputation

- i) Establishing Business Relationships
 - a) We are required to comply with all applicable laws, regulations, rules, directives and guidelines in every country in which the Company operates. When any doubt exists as to the legality of any matter, the matter should be forwarded to the Company's GCO.
 - b) We should provide timely and quality service and deal with customers competently and fairly.
 - c) We should not do business with parties or appoint third parties who are likely to harm the Company's reputation and business interest.
 - d) Only employees who are specifically authorised by the Company may make any commitment, whether it involves payment of money or not, on behalf of the Company. Employees should never execute a document or otherwise commit the Company unless they have clear authority to do so. When in doubt, they should check with the relevant persons of the Company to determine the Limits of Authority delegated to them and the extent and terms of any commitment.
 - e) We should not speak on behalf of the Company without proper authority. We are to forward requests for information from external parties to the Communications Division.
 - f) We should only make and coordinate the due delivery of promises which we can fulfill.
 - g) External parties should be supplied in a timely manner with relevant and accurate information that is in a form and of a quality appropriate for them to discharge their duties.

A) Safeguarding Our Reputation

- ii) Attempts to Obtain Favorable Treatment / Terms Should Be Avoided
 - a) We should not make payments or provide gifts of substantial value or extravagant entertainment to third parties to solicit, induce or secure sales or obtain favourable terms or treatment.
 - b) Assistance or entertainment given to third parties by us should not compromise, or even appear to compromise, our integrity and business judgement.
 - c) If in doubt, the respective HODs/ employees should consult with GCO.

B) Shareholders and Investors

- i. The Company should conduct its operations in accordance with internationally accepted principles of good corporate governance and generally accepted accounting practices.
- ii. Shareholders have a right to obtain all information on the Company (including its annual reports, quarterly announcements and all information which is likely to materially impact its share price), its activities and its management on a timely and regular basis. As such, authorised employees should provide full, fair, accurate, timely, objective, understandable, regular and reliable information on the Company's activities, policies, structure, financial situation, performance, achievements and prospects to all shareholders and potential investors.
- iii. The Company should maintain a communications policy to facilitate effective communication with its shareholders and investors.
- iv. All queries and requests from shareholders and investors should be forwarded to the Investor Relations Department to ensure a professional and consistent approach in addressing such matters.
- v. Authorised employees should use a suitable communication media to inform shareholders and investors in a prompt and uniform manner.
- vi. However, authorised employees must not disclose information that may compromise the Company's competitive position or result in a breach of contractual limitation against disclosure unless such disclosure is necessary and appropriately authorised.

C) Regulators

- i. As far as possible, employees who deal with regulators are expected to know, understand and comply with all applicable laws, regulations, rules, directives and guidelines in every country in which the Company does business. When any doubt exists as to the legality of any matter, the matter should be forwarded to the Company's GCO. All requests for information from regulators (either routine or non-routine) should be forwarded to the relevant departments for further action.

D) Government Agencies

- i. Dealing with Government Officials or Government Contracts
 - a) As far as possible, employees who deal with Government Officials or contracts are expected to know, understand and comply with all applicable laws, regulations, rules, directives and guidelines in every country in which the Company does business. When any doubt exists as to the legality of any matter, the matter should be forwarded to the Company's GCO.
 - b) All requests for information (either routine or non-routine) from government officials or agencies should be forwarded to the relevant departments for further action.

D) Government Agencies

- ii. Offers and Unlawful Payments Disallowed
 - a) We should not directly or indirectly offer to make any unlawful payments or benefits to government officials and regulators, including employees of statutory bodies and state-owned enterprises.
 - b) This requirement applies to both employees and agents of the Company, such as service agents and dealers, irrespective of geographical location, as part of the terms of their engagement.
 - c) We should ensure that the agents engaged by the Company are reputable. We are to use best endeavours to require the agents to agree in writing to all applicable Company policies.

E) Competitors

i. Ethical Practices

- a) The Company shall always compete aggressively, but shall treat its competitors fairly. The Company shall market its services and solutions on their merits and shall not criticise or provide misleading information about its competitors.
- b) We should conduct the business affairs of the Company in a fair and lawful manner.
- c) It is never appropriate for us to obtain information about a competitor or trade secret information through improper means or without the owner's consent.
- d) Unfair methods of competition, and unfair or deceptive acts or practices which affect fair competition should be avoided.
- e) We should sell the Company's products and services fairly and honestly, stressing their benefit, quality and value.
- f) Comparative advertising may only be used when comparing the Company's products and services against the competitor's own statements about their products and services.
- g) We are expected to comply with the antitrust and unfair competition laws, regulations, rules, directives and guidelines of the many countries in which the Company does business.

F) Media

- i. Queries from Media or Third Parties
 - a) All queries and requests from the media should be forwarded to the Communications Division to ensure a professional and consistent approach in addressing such matters.
 - b) We should not speak on behalf of the Company without proper authority or delegation.

G) Political Parties, Non-Governmental Organisations (NGOs) and Non-Profit Organisations (NPOs)

- i. Contributions to Political Parties
 - a) We should not engage in any corporate political activities on behalf of the Company without first obtaining written consent from the Group Chief Executive Officer and, in all cases, only for proper purposes and formal means.
 - b) We must not make any political contribution on behalf of the Company or use the Company's name, cash or in-kind contributions, property, equipment or services for the support of political parties, initiatives, committees or candidates.
 - c) Use of the Company's name to endorse a political activity or event is not permitted.
 - d) Employees however, remain free to make contributions in their personal capacity.

G) Political Parties, Non-Governmental Organisations (NGOs) and Non-Profit Organisations (NPOs)

- ii. Contributions to NGOs and NPOs
 - a) The Company acknowledges the involvement by its employees as private individuals, as long as it is clear that they are not representing the Company in such activities. We should also ensure that our outside activities do not interfere with our job performance and all involvement has to be done at our own time and expense.
 - b) In cases of NGOs and NPOs, any contributions to be made on behalf of the Company should have prior written approval of the CEO.
 - c) Use of the Company's name to endorse a charitable organisation or event is not permitted without prior approval by the CEO.
 - d) No employee may pressure another employee to either express a view that is contrary to their personal belief, to contribute, or to support charitable causes.