

Bina Puri Holdings Bhd.

Code of Conduct and Ethics

1. Objective

Bina Puri Holdings Bhd. ("BPHB"/Company) has created this Code of Business Conduct & Ethics to ensure that our directors, senior management and employees' business decisions follow our commitment to the highest ethical standards and law. Adherence to this Code and to our other official policies is essential to maintaining and furthering our reputation for fair and ethical practices among our customers, shareholders, employees, communities and other stakeholders. Working with a strong sense of integrity is critical to maintaining trust and credibility. The Code of Conduct & Ethics is our guide to appropriate conduct, including policies and procedures for managing conflicts of interest as well as preventing abuse of power, corruption, insider trading and money laundering. All directors, senior management and employees shall maintain and observe the strictest secrecy in respect of the Company's business and activities throughout and subsequent to their employment, and shall not at any time disclose or divulge to any other persons or organisation, any confidential information which they may have access to during their service with the Company, except when authorised by the Management.

2. Values

i) Fairness

Each director, senior management and employee should endeavour to deal fairly with the Company's customers, suppliers, contractors, competitors and other employees. No one should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair dealing practice.

ii) Integrity

Honesty and open communication are encouraged between employers, employees and co-workers. Directors, senior management and employees are to conduct themselves in an orderly and professional manner which will not give rise to serious suspicion about their integrity.

3. Work Environment and Employment

i) Diversity and Respect in the Workplace

BPHB is sincere in its commitment to build a work environment where openness, trust and respect are integral parts of our corporate culture. Directors, senior management and employees are expected to treat each other with respect and to value each other's differences and the diverse perspectives those differences bring. The Company considers harassment and discrimination to be unjust and damaging to our work environment. Directors, senior management and employees are expected to obey all existing laws, policies, standards and procedures related to work environment, and to respect fellow colleagues at the workplace.

ii) Equal Opportunity Employment

Our employees are our most valuable assets. The Company's success depends on attracting and keeping a diverse workforce of talented employees. Every employee will be recognised for their skills, knowledge, experience and performance, which are vital to the growth of the organisation. The Company fully supports all principles of providing equal opportunity in employment.

Immediate family members and partners of employees may be hired as employees or consultants only if the appointment is based on qualifications, performance, skills and experience and provided that there is no direct or indirect reporting relationship between the employee and his or her relative or partner.

These principles of fair employment will apply to all aspects of the employment, including compensation, promotions and transfers, as well as in case that the relationship develops after the respective employee has joined the Company.

4. Company Assets and Information

i) Appropriate Use of Company Assets and Equipment

All directors, senior management and employees are responsible to protect the Company's assets. Directors, senior management and employees should not only follow policy of use but also help to safeguard our Company assets and immediately report any suspected theft, damage, misuse, fraud, embezzlement or improper usage. Managing Documents Company records are important corporate assets. Prompt, accurate record keeping and filing helps the integration of work processes. All employees are responsible for creating, using, storing, preserving, and where appropriate, disposing of records according to Company policies and practices, as well as current laws and regulations.

ii) Intellectual Property and Information

Intellectual assets include knowledge, information and technical know-how that a Company and its employees possess. Written plans, product design, current and future projects, patents, trademarks, technical know-how, work processes, and more are all intellectual assets owned by the Company. Directors, senior management and employees are obliged to protect the confidentiality of the Company's information and guard against unauthorised disclosure or use. Confidential or proprietary information includes all information that is not generally known to the public and is valuable to the company, or would be helpful to competitors. Proprietary information should be marked accordingly, kept secure and access limited to those who have a need to know in order to do their jobs.

5. Data Privacy

BPHB strives to protect such confidential information and privacy of personal data. Personal data includes information of employees, such as employment, medical, financial, education and training records. It is the responsibility of the Company and individual employees to protect these information.

6. Dealing With Conflicts Of Interest

Directors, senior management and employees should avoid any situation that involves, or appears to involve, a conflict between their personal interests and the interests of the Company. That means Directors, senior management and employees should avoid circumstances that might affect their judgement or impartiality when performing their jobs.

A list of non-exhaustive examples where a conflict of interest may arise:-

- i) **Business interest-** Becoming a shareholder or debenture holder, either directly or indirectly of any limited company whose business is of a similar nature to the business of the Company;
- ii) **Conducting business-** Conducting any business or profession either solely or with any other person, without the written approval of the Management;
- iii) **Other employment-** Employing directly or indirectly in any other employment without the written consent of the Company;
- iv) **Gifts -** Accepting gifts of commercial value from a customer/ client of the Company.

Directors, senior management and employees with a conflict of interest must disclose any obligation, commitment, relationship or interest that could conflict or may be perceived to conflict with his or her duties may contact the respective HR department.

7. Anti-Bribery and Anti-Corruption and No Gift

i) Bribes or Kickbacks

In a business relationship, no director, senior management or employee should directly or indirectly, accept from any third party any kind of bribes, kickbacks or any other unlawful or unethical benefit that might be seen to be an activity or behaviour that could give rise to the appearance or suspicion of such conduct or the attempt thereof.

ii) Gifts, Benefits or Entertainment

Directors, senior management and employees shall not be influenced by receiving favours nor shall they try to improperly influence others by providing favours.

Further details can be obtained from BPHB Anti-Bribery and Anti-Corruption Policy.

8. Communication with the Public

It is important that communication with the public is accurate, consistent and does not violate the Company's confidentiality, applicable policies, laws or sensitivities. Published information can have a significant effect on the Company's reputation and have business and legal consequences.

9. Financial Accounting and Reporting Accuracy

Honest financial reporting is the basis to our reputation for integrity. As a public listed company, its financial accounting and reporting rules are governed by existing laws and regulations as well as BPHB's policy that requires honest and accurate financial reporting.

Honest reporting means accurate, full and fair, disclosure of financial reporting. All employees play a role in this, whether it is relating to payments, claims, bills, invoices, etc.

BPHB files complete financial reports with Bursa Malaysia and issues financial summaries in public statements and communications. It is essential that these statements are true and accurate and in compliance with the law and to live up to public expectations.

Accurate reporting also helps us to make good decisions for our business and operations, which contributes to the continued business success.

10. Non-Compliance

Directors, senior management and employees who do not comply with the Code of Conduct & Ethics may be liable to disciplinary action including the termination of employment and/or referral to the appropriate authorities for criminal prosecution, and legal action in some cases. It is your responsibility as an employee of BPHB to safeguard the integrity by behaving ethically or to report any Code violations that you are aware of.

11. Further Assistance

If you have any questions or are unsure of what to do in a situation, you should seek guidance from your immediate superior or manager.

10. Policy Review

This Policy shall be reviewed periodically to ensure that it continues to remain relevant and appropriate.