



# **CODE OF CONDUCT**

TRUST • INTEGRITY • ETHICS

**26 February 2025**

**Prepared by: Risk, Integrity and Compliance Department (RICD)**

## CONTROL SHEET

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### Note:

1. *Control Sheet to be duly updated whenever changes are made and approved to the Framework.*
2. *This document needs to be updated regularly to ensure that information is current and up to date.*

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## FOREWORD

Message from the Managing Director/Chief Executive Officer

Dear Edgenta Stars,

At UEM Edgenta, we embed a culture of trust, integrity, and ethics into our DNA, underpinned by shared values across all levels of our business and operations, as our foundation. As we strive to become a Technology-driven Solutions Company, these values of trust, integrity, and ethics are essential components that we must uphold both professionally and personally.

The current challenging environment has significantly impacted on the global community and the industries in which we operate. This further emphasizes the need for us to remain steadfast in our core values, which allows us to build trust and confidence with our clients and business partners, seize new business opportunities, and ensure the sustainability of our ecosystem. As a public-listed company, we are committed to ensuring that every business transaction and process adheres to the highest principles of corporate governance.



**Syahrulizam Samsudin**

The UEM Edgenta Code of Conduct is our primary guide, setting clear principles for conducting business ethically and responsibly, the Edgenta way. I firmly believe that this Code is the most important document for each of us as part of the Edgenta family. Its importance cannot be overstated.

This Code of Conduct, themed "Trust, Integrity, and Ethics," outlines three key principles that reflect the Group's vision for achieving the highest ethical and integrity standards. This Code applies to all employees, directors, and officers within the Group, and I hope we will all adhere to these principles with full commitment in our daily activities as Edgenta Stars.

By building a culture based on transparency and integrity, we not only strengthen the success of our business but also create a respectful, vibrant, and united working environment. This is the foundation for ensuring continuous success and harmony among all employees and business partners of Edgenta.

## OUR VISION, MISSION, AND CORE VALUES

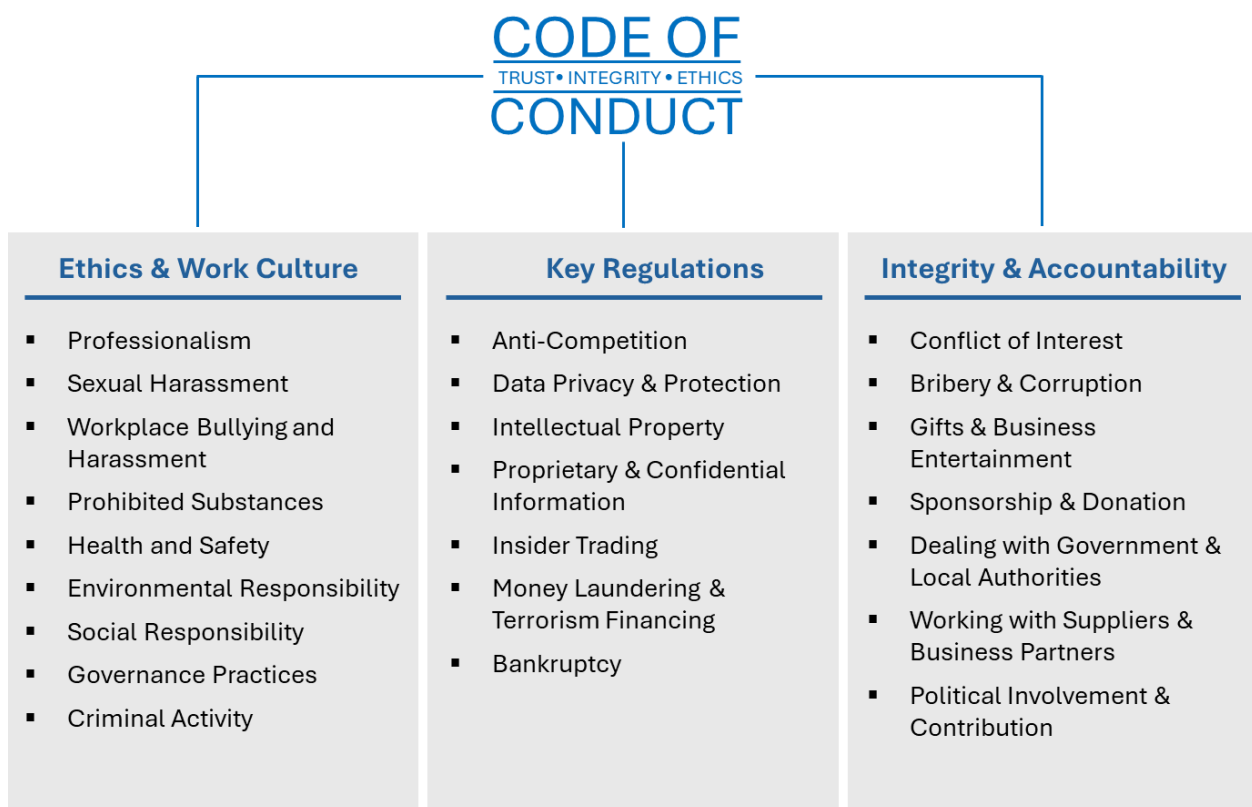
Our Vision, Mission and Values are important as they shape our behaviour at work to achieve the Group's goals.



## OVERVIEW

The Code of Conduct (COC) outlines the ethical principles and standards that guide our behavior and business practices at Edgenta Group. It serves as a framework for ensuring trust, integrity, and ethic in everything we do, providing clear guidelines on how we interact with colleagues, clients, suppliers, and other stakeholders.

The COC is structured into key sections that cover areas as below:



## **1.0 INTRODUCTION**

UEM Edgenta Berhad and its group of companies ("Edgenta Group" or "the Group") are committed to maintaining the highest standards of integrity, professionalism, and ethical behavior in all aspects of our business. The Code of Conduct ("The Code") serves as a guide for all employees, outlining the principles and values that define how we conduct ourselves with colleagues, clients, partners, and the broader community. It reflects our dedication to compliance with laws and regulations, fostering a respectful workplace, and ensuring accountability in all we do. By adhering to this Code, we protect our Group's reputation and contribute to its long-term success.

### **1.1 Purpose**

At Edgenta Group, trust is the foundation of our business relationships. The Code of Conduct reflects our commitment to maintaining this trust by setting clear standards for ethical behavior across all business activities. It serves as a guide for our directors and employees, ensuring that we operate with integrity and reliability in every aspect of our work.

### **1.2 Scope**

- a) The Code of Conduct outlines the ethical standards that all directors, officers, and employees are expected to follow. The Code covers all business activities, ensuring that our actions align with our values of integrity, accountability, and respect for laws and regulations.
- b) The Code of Conduct is not exhaustive and supported by other relevant policies, procedures, and guidelines that provide additional details on specific areas of business conduct. Employees should refer to these documents where applicable for further guidance.

### **1.3 Applicability**

- a) The Code applies to directors, officers, and employees (collectively also referred as "we" in The Code) of UEM Edgenta Berhad and its group of companies including domestic and foreign operating companies / business units / subsidiaries.
- b) Joint venture and associate companies in which UEM Edgenta Berhad is not a controlling stakeholder is not obligated but are encouraged to adopt this Code or similar principles and standards.
- c) The business partners such as contractors, consultants, agents, and suppliers must adhere to The Code of Conduct for Business Partner (COCBP).
- d) Any non-compliance may be subject to the consequence management, which may include disciplinary actions or up to dismissal, depending on the severity of the misconduct and in accordance with applicable laws.

## 1.4 Definition

Business Partner	External party with whom the Group has, or plans to establish, some form of business relationship which include suppliers, contractors, sub-contractors, consultants, agents and/or other intermediaries as well as their subsidiaries, associated and affiliated companies, both local and international.
Conflict of Interest	<p>refers to situations where</p> <ul style="list-style-type: none"> <li>the interests of the person (who is often a person in a position of trust), interfere, or appear to interfere, with the interests of the Group or its subsidiaries ("the group"); or</li> <li>the person has interests that may make it difficult to perform his or her role objectively and effectively.</li> </ul>
Dominant position	company is generally considered to have a dominant position if it is the principal supplier or purchaser of a given set of products/services in a geographic area and it is able to exercise a significant degree of market power over its customers or suppliers
Gratification	money, donation, gift, loan, fee, position, discharge of loan, any valuable thing of any kind, any forbearance to demand any money or money's worth or valuable thing, any other service or favour of any kind, or any offer, undertaking or promise of any such gratifications. (this definition shall be read in conjunction with Section 3 of the MACC Act 2009)
Illegal Drugs	refer to substances that are prohibited by law, including but not limited to opium, cocaine or any of its derivatives, morphine, heroin, cannabis, or any other narcotic substances that cause intoxication or addiction, that are used, possessed, distributed, or manufactured without a legal prescription or authorisation. These substances are regulated under the Dangerous Drugs Act 1952 and any other applicable laws governing drug use and possession.
Intellectual Property	any legally recognized patent, copyright, industrial design, trademark, trade secret, whether registered or unregistered in relation to any inventions, computer programmes, results of technological research and any other intellectual property or industrial property right of any nature.
Material, Non-Public Information	This refers to any information that is not available to the public and could influence an investor's decision to buy or sell securities. Examples include financial performance, mergers and acquisitions, key product developments, and changes in leadership.



Office Bearer	An individual who holds a position of authority or responsibility in a political organisation. This can include presidents / party leaders, secretary, treasurer, members of parliament, or appointed officials or any position or designation equivalent thereto.
Personal Data	Refers to personal information that a data subject has provided to Edgenta Group or made available to Edgenta Group due to his/her business transaction, application for jobs, contracts, programmes or products under Edgenta Group, that relates directly or indirectly to the data subject, who is identifiable from that information, including any Sensitive Personal Data.
Personal Relationship	A personal relationship includes family ties, romantic relationships or close friendships, where personal interests could affect employee's ability to make fair and objective decisions at work.
Proprietary & Confidential Information	refers to any non-public information owned by or related to the Group that is not intended for public disclosure. This includes but is not limited to business strategies, financial data, trade secrets, intellectual property, operational processes, client and supplier information, employee records, and any other sensitive data that, if disclosed, could harm the Group's interests or provide an unfair advantage to others.

## **2.0 ETHICS AND WORK CULTURE**

### **2.1. Professionalism**

- 2.1.1. We must maintain a high level of professionalism in all interactions, both within the Group and with external stakeholders as we are expected to act with integrity and honesty in all our professional activities.
- 2.1.2. We must act professionally and responsibly when using social media, ensuring our postings do not disclose sensitive or confidential information. For further guidance, refer to the Group's Social Media Guidelines.
- 2.1.3. We must treat each other with kindness and respect, ensuring that our actions always reflect the Group's values.

### **2.2. Sexual Harassment**

- 2.2.1. Sexual harassment of any kind is strictly prohibited and will not be tolerated. This includes unwanted sexual advances, inappropriate comments, or any conduct of a sexual nature that makes others uncomfortable.
- 2.2.2. We should report any incidents of sexual harassment through Whistleblowing channel. All reports will be treated confidentially, and appropriate action will be taken.

### **2.3. Workplace Bullying and Harassment**

- 2.3.1. Bullying, intimidation, or harassment of any form either verbal, visual, psychological, physical is unacceptable and is contrary to the Group's values.
- 2.3.2. We must treat one another with kindness, respect and dignity, ensuring a workplace free from hostility.

### **2.4. Prohibited Substances**

- 2.4.1. The use, possession, or distribution of illegal drugs, alcohol, or other prohibited substances while working, during work hours or within the premises is strictly forbidden.
- 2.4.2. We must refrain from reporting to work under the influence of alcohol, drugs, or any substances that could impair our ability to perform duties.

### **2.5. Health and Safety**

- 2.5.1. The Group are committed to providing a safe and healthy work environment for all employees. Safety protocols must be followed, and any hazards or unsafe conditions must be reported immediately.
- 2.5.2. We are required to be responsible for our safety and the safety of others, adhering to all relevant health and safety laws, regulations, policies, procedures and guidelines.

- 2.5.3. We are required to ensure compliance with the Control of Smoking Products for Public Health Act 2024 and the Group's policy on workplace safety and health. As such, we shall not smoke in the non-smoking areas declared in any building or part of the building, a place or part of the place as required by the law.

## **2.6. Environmental Responsibility**

- 2.6.1. The group is committed to minimizing environmental impact as part of the Group's overarching ESG pledge. This includes adopting sustainable practices, reducing waste, conserving resources, and mitigating climate change.
- 2.6.2. Through our collective efforts, we support the Group's environmental initiatives and strive to create a positive impact on the environment.

## **2.7. Social Responsibility**

- 2.7.1. The Group is committed to promoting equality, inclusivity, diversity, and social well-being in the communities we serve. We support initiatives that enhance education, healthcare, and overall quality of life.
- 2.7.2. Our social responsibility also includes respecting human rights, ensuring safe working conditions, and promoting equality and fairness in all our business practices.
- 2.7.3. Discrimination or exclusion of any kind is strictly prohibited. We are encouraged to foster an inclusive workplace regardless of person background, ethnicity, gender, or beliefs, are treated with respect.

## **2.8. Governance Practices**

- 2.8.1. The Group is committed to ethical business practices, transparency, and accountability in everything we do. This includes adherence to governance, managing risks responsibly, and complying with all applicable laws and regulations.
- 2.8.2. We are responsible for ensuring that all business activities are conducted in line with the Group's ethical values, maintaining honesty and integrity in all dealings.

## **2.9. Criminal Activity**

- 2.9.1. We are required to comply with all applicable laws and must not engage in any criminal or fraudulent activities, or any actions that may harm the Group's reputation.
- 2.9.2. Possessing illegal substances, weapons, or any other prohibited items on the premises is strictly forbidden and will result in disciplinary action.

### **3.0 KEY REGULATIONS**

The Group is committed to complying with all applicable laws, regulations, and industry standards in the jurisdictions where we operate. This section highlights key regulations relevant to our business practices; however, the list is not exhaustive.

#### **3.1 Anti-Competition**

- 3.1.1. The group are committed to promoting fair and ethical competition in every market where we operates, seeking competitive advantage through lawful means to drive the success of our business.
- 3.1.2. We have a responsibility to understand and comply with the Competition Act 2010 or other relevant laws and comply with the applicable competition laws in the countries where our business is conducted. This includes ensuring that our interactions with customers, suppliers, contractors, competitors, and government authorities are conducted fairly and in compliance with laws designed to prevent monopolistic practices.
- 3.1.3. If our companies are viewed as dominant companies or having a dominant position, we should not abuse the position.
- 3.1.4. We must not engage in anti-competitive behavior, particularly include but not limited to the following:
  - a) Enter into exclusive arrangements or non-competition agreements to prevent, restrict or distort competition in the market. This includes formal or informal agreements.
  - b) Involve in bid-rigging or manipulate bidding to undermine fair competition which include comparing bids, agreeing not to bid or knowingly submitting non-competitive bids.
  - c) Directly or indirectly impose unfair purchases or selling price, or other unfair trading conditions on any supplier or customer.
  - d) Refuse to supply to a particular company or group of companies.
  - e) Discourage new market entry or expansion or investment by an existing competitor.
  - f) Force an existing competitor from the market or seriously damage it, where the existing competitor is no less efficient than the dominant enterprise.

#### **3.2 Data Privacy & Protection**

- 3.2.1. The group respect privacy, and take appropriate action to safeguard and protect personal data against unauthorised use or disclosure.
- 3.2.2. We must comply with Personal Data Protection Act 2010 (PDPA) or the relevant policies and applicable data protection and privacy laws of the countries where our business is conducted.
- 3.2.3. For this purpose, The Code is to be read in conjunction with UEM Edgenta Personal Data Privacy Policy that provides policy and guidelines in managing Personal Data in compliance with the requirements under the PDPA.

- 3.2.4. We must ensure that Personal Data is collected, used and retained only to the minimum extent necessary to fulfill legitimate business needs.
- 3.2.5. Personal Data must be kept private and protected, appropriate measures must be taken to prevent unauthorised access, disclosure, or misuse of such data.
- 3.2.6. Personal Data must not be communicated or disclosed to third parties unless explicitly authorised by Edgenta Group and supported by a signed non-disclosure agreement (NDA).
- 3.2.7. When transferring or receiving Personal Data to or from third parties, extra care and diligence must be exercised by ensuring appropriate safeguards are in place. The data must not be used, processed, disclosed, or communicated without obtaining explicit consent from third parties.
- 3.2.8. When Personal Data processing is outsourced to a third party (as the data processor), we must ensure that the data processor provides sufficient guarantees to safeguard the Personal Data from loss, misuse, unauthorised access, disclosure, alteration, or destruction.
- 3.2.9. We are obligated to continue preserving Personal Data even after the termination of an appointment or employment, unless disclosure is required by law, court order, or regulatory authority.

### **3.3 Intellectual Property**

- 3.3.1. The group are committed to protecting our Intellectual Property ("IP") such as trademarks, copyrights, patents, trade secrets, and we respect the IP of our customers, business partners, competitors, and other external parties.
- 3.3.2. We must comply with relevant law and regulations in relation to IP which may include Patents Act 1983, Trademarks Act 2019, Copyright Act 1987 and relevant laws of the countries where our business is conducted.
- 3.3.3. We must protect Edgenta Group's IP and shall not, without the written consent of Edgenta Group, disclose such IP or any information relating to such IP to any other third party.
- 3.3.4. When we develop any invention in the course of our employment with Edgenta Group, we must keep details of the invention confidential and shall not disclose such information to any third party.
- 3.3.5. We must not infringe other third parties' IP rights and must take reasonable steps to ascertain that information we use or reproduce in the course of our work or employment does not infringe any IP rights of any third parties.
- 3.3.6. When we have contributed to the development of an IP during our work, the ownership of the IP will be vested in Edgenta Group. We may not file for any trademarks, patents or registered designs or claim copyright in our own name for such intellectual property.

### **3.4 Proprietary & Confidential Information**

- 3.4.1. We must safeguard Proprietary and Confidential Information of the group, and we are not allowed to disclose the information to third parties unless supported by a signed non-disclosure agreement (NDA).
- 3.4.2. We should not reveal Proprietary and Confidential Information to other employees who are not authorised to have such information. We must ensure that Proprietary or Confidential Information is only disclosed to other employees on a need-to-know basis.
- 3.4.3. We must not use any Proprietary and Confidential Information obtained from the Group to benefit a competing business or a business venture that is directly competitive with the Group's interests.
- 3.4.4. We are not allowed to disclose, divulge or discuss Proprietary and Confidential Information of the group to the public on social media.
- 3.4.5. We are obligated not to leave Proprietary and Confidential Information unattended, or unsecured including leaving laptop unsecured and unattended in office or in public areas.
- 3.4.6. We are obligated to continue preserving Proprietary and Confidential Information even after the termination of an appointment or employment, unless disclosure is required by law, court order, or regulatory authority.

### **3.5 Insider Trading**

- 3.5.1. We must comply with all applicable laws and regulations on insider trading, including the Securities Commission Malaysia's guidelines and Capital Markets and Services Act 2007.
- 3.5.2. We are prohibited from engaging in insider trading or any activities that involves buying or selling of securities based on Material Non-Public Information of the group obtained in the course of our duties, whether for personal benefit or the benefit of others.
- 3.5.3. We must not share or disclose Material Non-Public Information to any other party, including family, friends, or business associates, who might use it for trading purposes, unless such disclosure is required by law, court order, or regulatory authority.
- 3.5.4. We must refrain from spreading false information or engaging in any activities that could manipulate the market or create an unfair advantage.
- 3.5.5. When we have access to Material Non-Public Information, we must exercise caution when trading in the Group's securities. Any violations or concerns regarding insider trading should be reported immediately through Whistleblowing channel.

### **3.6 Money Laundering & Terrorism Financing**

- 3.6.1. Money laundering and terrorism financing are financial crimes with economic effects. The group take appropriate measures to detect and prevent money laundering and terrorism financing.
- 3.6.2. We are required to complying with all applicable laws and regulations related to the prevention of money laundering and terrorism financing, including the Anti-Money Laundering, Anti-Terrorism Financing and Proceeds of Unlawful Activities Act 2001 (AMLA).
- 3.6.3. When we deal with third parties who have entered or will enter into any dealings or transactions with the group, we must conduct due diligence to understand the business and background of such third parties.
- 3.6.4. We must not knowingly engage in, or facilitate, any transaction that involves money laundering or the financing of terrorism.
- 3.6.5. We must ensure that all business transactions are conducted through legitimate and transparent channels, with proper documentation and in compliance with applicable financial and regulatory requirements.
- 3.6.6. We must maintain accurate and complete records of transactions, customers, and counterparties to ensure transparency and to enable effective auditing and reporting in accordance with AMLA and other applicable laws.
- 3.6.7. We must refrain from engaging in activities that could potentially expose the Group to the risk of money laundering or terrorism financing, including dealings with entities or individuals known or suspected to be involved in unlawful activities.
- 3.6.8. We are required to report any suspected instances of money laundering or terrorism financing to the relevant authorities or the Whistleblowing channel.
- 3.6.9. In our efforts to prevent money laundering and terrorism financing, we must be vigilant.

### **3.7 Bankruptcy**

- 3.7.1. We must ensure that our financial conduct does not compromise our ability to perform duties.
- 3.7.2. Whenever we are involved in any personal bankruptcy proceedings, or have declared bankruptcy, we must promptly disclose this information through the e-declaration portal.
- 3.7.3. The Group reserves the right to review and assess any cases of bankruptcy involving employees to ensure compliance with the Group policies and code of conduct.

## **4.0 INTEGRITY AND ACCOUNTABILITY**

### **4.1 Conflict of Interest**

- 4.1.1. The group are always committed to act in the best interest of the Group and avoid any activities or relationships that could compromise our professional judgment or reputation of the Group.
- 4.1.2. For this purpose, The Code is to be read in conjunction with UEM Edgenta Conflict of Interest Policy that provides policy and guidelines in managing conflict of interest.
- 4.1.3. We must make all business decisions and conduct ourselves in a manner that serves the best interests of the Group. We must avoid any situations where personal interests may conflict with the interests of the Group.
- 4.1.4. We must declare or disclose any personal, financial, or business interests that may lead to a conflict of interest at the time of joining the Group, on an annual basis, and whenever a new potential conflict arises.
- 4.1.5. When we find ourselves in a conflict of interest, we must refrain from participating in any decision-making process related to the matter, or any activities that could impair our ability to act in the best interest of the Group.
- 4.1.6. The situations under which conflicts of interest may arise include, but are not limited to:

#### **a) Outside Businesses**

- i. While employed with the Group, we must not set up, work for, engage in or support businesses that offer products or services directly in competition with the Group or serving similar clients. This includes investing in or working for competitors.
- ii. We are required to disclose and obtain approval through the e-declaration portal should we engage in any other business activity, whether or not we benefit financially from such business activity.

#### **b) Outside Employment**

- i. As a full-time Employee, we must not take up employment outside the Group or engage in any outside business or service that may be in competition with the Group, give rise to conflict of interest or impair our ability to perform our duties in the Group.
- ii. Any external employment that competes, overlaps, or conflicts with our responsibilities to the Group is prohibited.
- iii. We must disclose and seek approval from our immediate superior through the e-declaration portal if we wish to engage in any form of outside employment or business activities, to ensure no conflicts of interest arise.
- iv. Outside employment must not affect our ability to meet the performance standards and responsibilities expected by the Group.



**c) Ownership of Equity**

- i. We are not allowed to hold any direct or indirect shareholding, financial or other interest in any entity which has dealings with the Group, where we can influence decisions with respect to the dealings. This includes proxy ownership through family members or other means.
- ii. Any ownership of equity in any other entities must be disclosed, and necessary approvals must be sought through the e-declaration portal.

**d) External Appointment, Directorship or Affiliations**

- i. We must not accept any external directorship, advisory role, or formal position in an entity that competes with, conducts business with, or seeks to influence the Group's operations or decision-making. This includes both paid and unpaid positions, including any form of consultancy or advisory role.
- ii. In exceptional circumstances, we may serve as an officer or board member on the Edgenta Group of companies that represent and reflect the interest of the Group.
- iii. We must disclose all external positions, directorships, or affiliations whether or not it could create a conflict of interest or be perceived as impacting our impartiality in serving the Group. Disclosure must be done through e-declaration portal.
- iv. We may engage in external speakerships or public engagements, provided that they align with the Group's values, policies, and objectives, and are in accordance with the Group's relevant policies and guidelines. Engagements must not conflict with our responsibilities or create a perception of advocacy against the Group's interests.
- v. Prior approval must be obtained for any external speaking engagements or participation in seminars or conferences.
- vi. We are required to obtain approval before accepting any honorarium, payment, or fee in connection with external speaking engagements, consultancy services, or other professional engagements outside the Group. Honorarium received must be declared through the Group's e-declaration portal.

**e) Family or Personal Relationships**

- i. We must not make or influence decisions that prioritize personal interests or the interests of our family or personal relationship over the best interests of the Group.
- ii. All business decisions must be based on merit and the best interests of the Group, without bias toward personal relationships.

- iii. We must not hire, supervise or be directly involved in the employment decisions of relatives or individuals with whom we have a family or personal relationship.
- iv. If a potential conflict arises due to our personal relationships, steps must be taken to ensure that the individual in question is not directly supervised or managed by us.
- v. Any personal relationship that may affect our decision-making must be disclosed to ensure transparency and avoid conflicts of interest. The disclosure of any personal relationships with other employees can be done through e-declaration portal.

**f) Dealings with competitors**

- i. We are prohibited from holding any direct or indirect financial or monetary interests in a competitor's business, including shares, investments, or other forms of beneficial interest, that could create a conflict of interest or undermine the Group's competitive position.
- ii. We are not permitted to serve on the board of directors or in any advisory capacity for a competitor, as this creates a clear conflict of interest and compromises our duty to the Group.
- iii. When collaborating with competitors in industry associations, conferences, or other collective forums, we must ensure that all discussions and engagements are conducted ethically and in compliance with competition laws.
- iv. We must refrain from participating in informal or unauthorised discussions with competitors that could lead to the exchange of confidential information or raise concerns about anti-competitive behavior.

**g) Dealings with Suppliers and Client**

- i. The group are committed to maintaining ethical and transparent relationships with all suppliers and clients, ensuring that our business dealings are conducted in the best interests of the Group and free from conflicts of interest.
- ii. We must not allow personal relationships with suppliers, clients, or their representatives to affect our business decisions. Any personal relationship that may influence impartiality must be disclosed.
- iii. We must ensure that suppliers and clients are not given preferential treatment based on personal connections or benefits received. Business decisions must always be made in the best interests of the Group.
- iv. We must not directly or indirectly enter into transactions or dealings for the supply, purchase, or sale of any product or service from any clients, suppliers, contractors, or vendors with whom we have official dealings on behalf of the Group.

- v. Whenever we engage in personal business dealings with clients, suppliers, contractors, or vendors, we must ensure that such transactions are conducted on an arm's-length basis, similar to terms freely available to the general public

## **4.2 Bribery & Corruption**

- 4.2.1. The group are committed to conducting business with integrity and transparency, adhering to Malaysian Anti-Corruption Commission Act 2009 and all applicable anti-bribery and anti-corruption laws and regulatory requirements of the countries where the Edgenta Group operates.
- 4.2.2. For this purpose, The Code is to be read in conjunction with UEM Edgenta Anti-Bribery and Anti-Corruption Policy Statement, Anti-Bribery Management System (ABMS) Manual, and Gift & Hospitality Guidelines that provides policy and guidelines in managing bribery and corruption.
- 4.2.3. We take a zero-tolerance approach to bribery and corruption. Any form of bribery or corruption, whether direct or indirect, is strictly prohibited.
- 4.2.4. We are prohibited from soliciting, receiving or agreeing to receive, obtaining or attempting to obtain, from any person, for ourselves or for any other person, any gratification as an inducement to or a reward for doing or forbearing to do anything in respect to the affairs or business of the Group.
- 4.2.5. We are prohibited from giving or agreeing to give, promising or offering to any person, for the benefit of ourselves or other person any gratification as an inducement or a reward for doing or forbearing to do anything in respect to the affairs or business of the Group.
- 4.2.6. We are prohibited from engaging in any act that involves making false representations, misstatements, or omissions in claims for payment, reimbursement, document or any other financial or non-financial advantage.
- 4.2.7. We are prohibited from abusing our office or position to obtain any advantage, whether directly or indirectly, for ourselves or for any other party. This includes using position to influence decisions, actions, or outcomes that may benefit ourselves, relatives or associates.
- 4.2.8. We are not allowed to make facilitation payments to gain access to, secure, or expedite the performance of a routine function. Such payments are strictly prohibited.
- 4.2.9. We are strictly prohibited from engaging in any form of fraudulent activity or embezzlement, including but not limited to unauthorised fund transfers, credit card fraud, accounting fraud, or the manipulation of financial statements. This also extends to acts of theft, falsification of records, misrepresentation of financial information, asset misappropriation, or collusion with external parties to defraud the Group.
- 4.2.10. Before engaging with third parties (such as agents, contractors, or suppliers), we must conduct due diligence to ensure they adhere to anti-bribery and anti-corruption standards.

- 4.2.11. Whenever we receive a request for a bribe or if we are being offered a bribe, we must reject the offer and immediately report it to the Whistleblowing channel and/or Malaysian Anti-Corruption Commission.
- 4.2.12. When there is any violation of The Code or potential or actual bribery and corruption incidents, we are required to report it to the Whistleblowing channel.

### **4.3 Gifts & Business Entertainment**

- 4.3.1. The group take a firm stand against giving and receiving of gifts or business entertainment to prevent any perception of improper influence, bribery, or conflict of interest. Our business decisions are based solely on merit and objective factors, not on gifts or entertainment provided through business relationships.
- 4.3.2. For this purpose, The Code is to be read in conjunction with UEM Edgenta Gift and Hospitality Policy and Gift and Hospitality Guidelines that provides policy and guidelines in managing gift and entertainment.
- 4.3.3. We must not give or accept any gifts, favors, or entertainment that may compromise, or appear to compromise, the objectivity and impartiality of our business decision.
- 4.3.4. While we generally discourage the exchange of gifts, certain limited exceptions may apply under specific circumstances which is further guided under the Gift and Hospitality Guidelines.
- 4.3.5. Offering or accepting cash, checks, or cash equivalents, such as gift cards or vouchers, is not permitted under any circumstances.
- 4.3.6. We must not give or accept lavish or excessive gifts or entertainment, such as luxury trips, expensive tickets to events, or high-value items, that could create a conflict of interest or give the appearance of undue influence.
- 4.3.7. No gifts or entertainment may be exchanged during sensitive periods, such as contract negotiations, tender bidding processes, or during performance reviews.
- 4.3.8. Whenever we receive any offer or receipt of any gifts, entertainment or hospitality, we are required to disclose and obtain approval through the e-declaration portal.

### **4.4 Sponsorship and Donation**

- 4.4.1 All sponsorships and donations must align with the Group's values and objectives and must not be used to gain business advantages or influence decision-making.
- 4.4.2 For this purpose, The Code is to be read in conjunction with UEM Edgenta Donation and Sponsorship Guide that provides guidelines in managing donation and sponsorship activities.
- 4.4.3 Donations or sponsorships must be provided only to legitimate organisations with a positive reputation, and not for personal or political gain.

- 4.4.4 We must not offer or accept sponsorships or donations that could be perceived as bribery, undue influence, or conflicts of interest.
- 4.4.5 All sponsorship and donation activities must be approved according to the Discretionary Authority Limit (DAL) of the Group and properly documented. We must ensure that donations are transparent, traceable, and supported by appropriate documentation.

## **4.5 Dealings with Government & Local Authorities**

- 4.5.1. The group are committed to maintaining the highest standards of integrity and transparency in all our interactions with government bodies and local authorities.
- 4.5.2. Our dealings with government bodies and local authorities must comply with all applicable laws, regulations and contractual obligation ensuring that our actions reflect the Group's ethical values.
- 4.5.3. When we serve the government as our client, we must clearly communicate any special requirements of government to all colleagues, agents, subcontractors and other business partners involved in the work.
- 4.5.4. We must not offer, promise, or give anything of value to government officials to obtain or retain business, secure permits, or influence decisions.
- 4.5.5. Any gifts, entertainment, or hospitality offered to government officials must be in accordance with Gift and Hospitality Guidelines.

## **4.6 Working with Suppliers & Business Partners**

- 4.6.1. The Group are committed to fostering strong, ethical, and mutually beneficial relationships with our suppliers and business partners. Our dealings must reflect our values and uphold the highest standards of integrity and fairness.
- 4.6.2. We must engage with suppliers and business partners who share our commitment to ethical practices and compliance with applicable laws and regulations.
- 4.6.3. Suppliers and business partners must be selected based on objective criteria such as quality, reliability, and cost-effectiveness, ensuring that the selection process is free from favoritism or conflicts of interest.
- 4.6.4. We must avoid any personal relationships with suppliers or business partners that could create a conflict of interest. Any potential conflicts must be disclosed, and appropriate actions must be taken to mitigate such conflicts.
- 4.6.5. We should conduct due diligence to understand the business and background of our suppliers and business partners before agreeing to an appointment.
- 4.6.6. We must ensure that all suppliers and business partners read, understand, and declare their compliance with the Code of Conduct for Business Partners (COCBP). Failure to comply with COCBP may result in termination of the business relationship.

- 4.6.7. When we engage intermediaries such as agents or third-party representatives, we must ensure that they adhere to COCBP, and we must avoid using intermediaries to circumvent policies or perform actions the Group is prohibited from undertaking.

#### **4.7 Political Involvement and Contribution**

- 4.7.1. The group respects the rights of employees to engage in political activities as private citizens. However, we must ensure that any political involvement does not interfere with our professional responsibilities or create conflicts of interest.
- 4.7.2. For this purpose, The Code is to be read in conjunction with UEM Edgenta Restriction of Political Involvement Policy that provides policy and guidelines in managing political involvement.
- 4.7.3. We have the right to engage in political activities and express our political views as private citizens, outside of work. However, any political opinions expressed are personal and must not be represented as the views of the Group.
- 4.7.4. Political opinions must be kept personal and separate from the Group's official business. We must not use the Group's platforms, resources, or communications to express political views.
- 4.7.5. We are prohibited from holding any position as an office bearer in any political party. This is to avoid any conflict of interest and to ensure that such involvement does not impact on the impartiality of the Group's business operations.
- 4.7.6. We are prohibited from any direct or indirect political contributions using the Group funds, assets, or resources. This includes donations to political parties, candidates, or any activity that could be considered a political contribution, whether in cash or kind.
- 4.7.7. We are prohibited from using the Group facilities, resources, or time for political campaigning or fundraising activities.
- 4.7.8. We are required to disclose any political involvement or activities that may lead to a conflict of interest, such as holding an office in a political party or engaging in political campaigns. Disclosure must be made through the e-declaration portal.