



## POLICY ON CONFLICT OF INTEREST

### Definition

A “Conflict of Interest” arises when an employee’s private interest interferes or “conflicts” with the exercise of his duties as an employee. The Company acknowledges and respects its employee’s private interests and activities. However, the Company expects undivided loyalty from all its employees.

### Scope

- Employees may not engage in activities which could conflict with the Company’s business and could interfere with the fulfillment of the employee’s job responsibilities, which at all times, must be performed in the Company’s best interests
- Employees may not use their position with the company, or company’s information or assets for their personal gain or for their family members, whether directly or indirectly, or for the improper benefit of others

Following are examples:

- Consulting with or employment by a competitor, supplier or customer of the Company
- Holding a substantial equity, debt or other financial interest with competitor, supplier of customer
- Having a financial interest in any transaction involving the purchase or sale by the Company of any product, material, equipment, services or property other than through company-sponsored program
- Using employees, materials, equipment or other assets of the Company for any unauthorized purpose
- Accepting any cash, gifts, entertainment or benefits from any competitor, supplier and customer which is more than the recognized custom of trade. All cash, gifts, entertainment or benefits received by or offered to the employee are to be reported to the employee’s immediate superior
- Engaging in or be involved in any “personal loan”, between superior and subordinate, or with co-employee.

“Personal Loan” is defined as a thing that is borrowed, especially a sum of money that is expected to be paid back (with or without interest), and is done privately between the borrower and the lender.



The Company depends on its employees to act in the best interest of the Company. It is important that employees avoid a situation where the employee's integrity or objectivity may be questioned.

### **Disclosure**

As a general rule, the Company believes that an employee's off-duty time is his personal concern. Accepting other job may be allowed for as long as it does not prejudice his/her health; is done after work or during his/her personal free time; does not affect his/her capacity to discharge effectively his/her duties and responsibilities for the company; and that there is no conflict of interest, as defined.

For this reason, a written request must first be submitted and APPROVED by the Chief Executive Officer before engaging in any part-time activities.

### **Activities Outside the Company**

1. Except with the prior written permission of the Company, no employee may:
  - be employed by another person or entity nor hold any post or take part in the management or business or other activities of another entity whether for gain or otherwise
  - have interest directly or indirectly, or through nominees or trustees in any other business entity (This however does not preclude him from purchasing shares for investment purposes only for publicly-quoted companies)
  - hold any office or be affiliated in any way with any political club, society, party or organization except in the capacity as ordinary members only
  - have any interest directly or indirectly or through nominees or trustees in any entity or business which has any form of business with the Company
2. Any consent or permission granted by the Company with respect to above may be withdrawn at any time.
3. The Company does not prohibit employee from holding positions in voluntary charitable organizations provided that such positions are held without any remuneration, and provided that the activities undertaken by the employee do not distract from the employee's obligations and duties to the Company.



## **IMPLEMENTING RULES**

The acts as defined under “Conflict of Interest” are regarded as serious offenses against the Company; and as such, will be meted out with grave sanction as stipulated in the Company’s Employee Handbook (Code of Ethics)