



Employee's Code of Conduct & Ethics Policy

(incorporating amendments up to 24 March 2022)

1. SECURITIES DEALING AND INSIDER TRADING

1.1 Insider Trading Dealings and Dealing in Securities

All employees of N2N CONNECT BERHAD (the “Company”) and its subsidiaries (collectively, the “Group”) are prohibited from engaging in insider trading. Employees must ensure that they do not take advantage of their position in the Group to seek personal gain in securities trading through the inappropriate use of non-public information of the Group.

1.1.1 Shares in N2N CONNECT BERHAD (“Shares”)

- Employee must not, directly or indirectly, deal in any Shares at any time when in possession of unpublished price-sensitive information in relation to the Group.
- Employee must not share, whether directly or indirectly, any unpublished price-sensitive information in relation to the Group to someone else or encourage someone else to deal in the Shares when in possession of such information.
- Employee is prohibited from dealing, directly or indirectly, in the Shares during the period commencing (i) one month before the announcement of the Company’s full year results; and (ii) two weeks before the announcement of the Company’s quarterly results. In addition, employee is prohibited against insider trading at all times. Employee must adhere strictly to the guidelines set out in the Company’s internal guidance as may be provided from time to time.

2. ETHICAL BUSINESS CODE OF CONDUCT

2.1 Business Integrity

The Group does not seek to gain any advantage through the improper use of favours or other inducement. Good judgement and moderation must be exercised to avoid misinterpretations and adverse effect on the reputation of the Group and its employees.

2.1.1 Business Dealings

- Employee is prohibited from making or receiving any bribes, kickbacks or unethical or unlawful payments in the course of the Group’s business dealings. Such action(s), if any, will be reported to the relevant authorities.

2.1.2 Business Gifts and Entertainment

- Employee must not offer any unauthorised gifts to any parties in the course of business.
- Employee must not illegally influence the judgment or conduct of a desired outcome of an individual or activity in the course of business through the giving of gifts or entertainment.
- Employee must not accept any gifts or entertainment that are inappropriate or will influence (or deemed by others to have influenced) a business decision in an inappropriate manner.
- Employee must declare gifts received from any one external party.

2.2 Conflict of Interests

Employees are required to serve the interests and needs of the Group with undivided loyalty. As an employee, in fulfilling this obligation, you should not engage in any activity that might create a real or apparent conflict between your personal interests and those of the Group. Any such personal interests, direct or indirect, that might affect or be perceived to affect impartiality in any matter relating to your job should be declared in writing to the Group.

The common types of conflicts are listed below. Please note that these conflict situations are not exhaustive and serve only as a guideline. You are responsible for bringing up doubtful situations to your supervisors and managers.

2.2.1 External Employment and Other Activities

- Other than as disclosed and approved, employee must not work for another organisation or have his or her own business which competes, directly or indirectly, with the Group.
- Employee is prohibited from sharing confidential information or by any other means assisting (directly or indirectly) the Group's competitors in his or her personal or job capacity.

2.2.2 Volunteerism / Public Service

- Employee must not participate in a volunteering activity that will result or likely to result in a conflict of interest with the Group.
- Employee must not participate in any political activities as a representative of the Group.

2.2.3 Personal Benefits

- Employee must not receive any personal benefits from customers or any other sources in his or her capacity as an employee of the Group.
- Employee must declare any personal benefits derived as such and disclose to the Group.
- Employee must not arrange for or transact on behalf of the Group with his or her family, relatives or friends and gain personal benefits from such arrangement or transaction.
- Employee must not solicit any business or derive personal benefits while in the Group's premises or using the Group's assets.

2.2.4 External Directorships

- Employee must not hold any directorships outside the Group (other than those that have been disclosed to the Group).

2.2.5 Other Financial Interests

- Employee must not have any external significant financial interests (shares, investments, etc) that will pose a conflict of interest with the Group.

3. CONFIDENTIALITY AND NON-DISCLOSURE OF INFORMATION

3.1 Handling the Group's Information

The Group's confidential and sensitive information is the key to the Group's competitive advantage. Such confidential and sensitive information includes technical know-how and data, trade secrets, business plans, marketing and sales programs, sales figures and information relating to mergers and acquisitions, divestitures, compensation information such as salaries and benefits of employees. The loss, theft or misuse of such confidential and sensitive information may jeopardize the future of the Group. Employees should not disclose or share such information with external parties unless for justifiable business reasons. Employee must also ensure proper handling of confidential information received from third party, including suppliers, customers and competitors, in the course of his/her work.

Confidential and sensitive information may be disclosed only if protected by written and signed non-disclosure agreements.

3.1.1 Disclosure of Confidential and Sensitive Information

- Employee must not disclose confidential and sensitive information of the Group to external parties.
- If required during the course of employee's duties to make such disclosure, employee must take precautions before the disclosure of such confidential and sensitive information to external parties.
- Employee must keep confidential at all times the confidential and sensitive information obtained or acquired from external parties during the course of his/her work.

3.1.2 Compliance

- Employee must not breach any applicable laws, or statutory regulations.
- Employee must not discuss any proprietary information with external parties, family members or with the Group's staff in the presence of external parties.

4. **USE OF COMPANY RESOURCES**

4.1 Handling Company Assets

The Group has a variety of assets, including physical inventories, information and communication systems and other properties. Employees are personally responsible for protecting the Group's properties and the promotion for their efficient use. You should be alerted of incidents that pose a threat to the loss, theft or misuse of the Group's properties and report all such incidents to the manager as soon as they come to your attention.

4.1.1 Personal Use of the Group's Resources

- Employee must not use the Group's resources for personal matters.
- Employee acknowledges that the Group has the right to check on his/her use of the Group's assets, including that review of the his/her electronic files, messages and electronic media usage.
- All information, documents and records which comes into employee's possession during his/her employment shall remain the property of the Group, and shall be returned to the Group upon the cessation of his/her employment with the Group.

4.1.2 Copyright

- Employee must not make any unauthorised reproduction of the Group's copyrighted computer software or documents.
- Employee must not use the Group's electronic media to transmit, retrieve or store any communication of a discriminating or harassing nature, derogatory to any individual or groups, obscene or X-rated, of a defamatory or threatening nature, or for any other purposes that is illegal or against the interest of the Group.

5. **CONDUCT INVOLVING COMPETITORS, CUSTOMERS AND SUPPLIERS**

5.1 Dealing with Competitors

In the course of business, it is inevitable that employees may directly or indirectly come into contact with competitors. When in such situations, you must know how to react ethically and in a lawful manner.

While stern competition is encouraged, employees should be mindful to avoid making false or misleading statements about competitors. The channel of communication should be clear and no misrepresentations and dishonest statements should be made.

5.1.1 Contact with Competitors

- Employee must be familiar with the appropriate manner to handle situations when come into contact with the Group's competitors or any organisations/deals that involve the Group's competitors.

5.1.2 Obtaining Competitive Information

- Employee must not exceed any of the applicable limitations in trying to obtain competitive information.
- Employee must handle the information gathered about competitors appropriately.

5.1.3 Antitrust Issues

- Employee must be aware of the various antitrust and competition regulations in respect of free and open market competition.
- Employee must not make any agreements with competitors to set or fix prices, divide territories or limit output.

- Employee must not discuss any pricing policies, contract terms, cost, marketing plans, production capabilities, etc with the Group's competitors or potential competitors.

5.2 Dealing with Customers

All customers of the Group are deemed to be very important. They must be treated professionally and dealt with fairly and truthfully. The integrity of the Group's products and services must be upheld at the highest standard and information / claims emphasizing the quality and value add must be made without unfair or disparaging comments being passed about our competitors.

5.2.1 Customer Benefits

- Employee must not provide any benefits that are outside of the Group's business practices and standards to customers or to its employees with an explicit or implicit requirement to use or buy the Group's product and/or services.

5.2.2 Dealing with Customer(s)

- Employee must perform his or her duties in a professional manner, act with utmost integrity and objectivity and strive at all times to enhance the Group's reputation and performance when dealing with customer(s) or potential customers of the Group.

5.3 Dealing with Suppliers

The Group's relationships with suppliers are of great strategic importance. Employees must take great care in using good judgment and the highest level of integrity in dealing with our suppliers.

5.3.1 Selection of Suppliers

- Employee must be aware of the factors in selecting a supplier for the Group and must not exert or attempt to exert influence to obtain "special treatment" for a particular supplier.

5.3.2 Handling Information from Suppliers

- Employee must be aware of the appropriate manner to handle confidential information obtained from suppliers including supplier's pricing.
- Employee must not seek any reciprocity as a condition for purchasing from a supplier.

6. PERSONAL BEHAVIOUR & CONDUCT IN N2N

6.1 Personal behaviour & conduct in the Company

Employees are expected to be law-abiding both during and outside working hours. The Group reserves the right to mete out appropriate actions to protect the Group against any indiscreet behaviour that could affect the Group's reputation, its relationships with partners, suppliers and customers, the morale and efficiency of other employees.

6.1.1 Personal Conduct

- Employee must be aware of the appropriate manner to conduct oneself properly in fulfilling his/her duties, and towards his/her colleagues.
- Employee must familiarise with the rules and regulations in place within the Group.
- Employee must uphold his/her integrity and that of the Group in his/her actions within and outside of the Group.

6.1.2 Work Environment

- Any form of discrimination is prohibited within the work environment. Employee must observe this at all times.
- Any health hazards within the employee's work environment must be promptly reported the management.



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