



ANEKA JARINGAN HOLDINGS BERHAD

(Registration No. 201801030681 (1292707-D))

CODE OF CONDUCT AND ETHICS

This Code of Conduct and Ethics for the internal use of Aneka Jaringan Holdings Berhad group of companies. The Company shall review and update this document from time to time.

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1. DEFINITION

Definition	Description
AJHB or the Company	: Aneka Jaringan Holdings Berhad
AJHB Group or the Group	: Aneka Jaringan Holdings Berhad and its subsidiaries
The Board	: The Board of Directors
The Code	: The Company's Code of Conduct and Ethics
The Directors	: Directors of Aneka Jaringan Holdings Berhad
KSM	: Key Senior Management

2. INTRODUCTION

2.1. Purpose

2.1.1. The Board of Directors of Aneka Jaringan Holdings Berhad ("**AJHB**" or "**the Company**") ("**the Board**") is expected to:

- i. Act in a professional manner and shall apply the principles of good corporate governance in all of its dealings; and
- ii. Uphold the core values of integrity and ethics in the discharge of its fiduciary duties and responsibilities.

2.1.2. The Company has adopted the following Code of Conduct and Ethics ("**the Code**") as part of its commitment to integrity, transparency, and self-regulation. This Code serves to assist the Directors of the Company ("**the Directors**") to identify the areas of ethical risks and provide guidance to the Directors on dealing with any potential unethical conducts.

2.1.3. The Directors are encouraged to discuss on all material matters that may affect the Company's reputation/image or corporate governance arising from the ordinary course of business with the Board and Management and take the appropriate steps necessary to resolve such issues.

2.2. Policy Owner

2.2.1. The Board is the owner of this Code.

2.3. Scope

2.3.1. This Code applies to the Directors and Key Senior Management ("**KSM**").

2.3.2. The Board recognises that this Code is not exhaustive and is not intended to cover all situations of ethical risks. Instead, it serves as a guide on the principles that the Directors can use to avoid making unethical decisions or commitments. Therefore, the Directors must exercise reasonable judgement and always seek to comply with this Code.

2.3.3. This policy shall be read in conjunction with the following policies:

- i. Conflict of Interest Policy; and
- ii. Related Party Transactions Policy & Procedures

3. CODE OF ETHICS

3.1. In the performance of his/her duties, the Board shall at all times observe the following Code of Ethics:-

- i. Have a clear understanding of the strategic goals and purposes, capabilities, and capacity of the Company and its subsidiaries ("**AJHB Group**" or "**the Group**");
- ii. Devote sufficient time and effort to attend meetings and understand what is required of the Board and each of its directors, and to discharge the functions of the Board;
- iii. Ensure that the Group is properly managed and effectively controlled;
- iv. Be well informed of the affairs of the Group and on all matters of importance to the Group as to be effective in corporate and operational management;
- v. Limit his/her directorship in companies to a number to ensure that he/she can devote his/her time to ensure that that his/her contributions to the Group are effective;
- vi. Have access to the advice and services of the company secretary, who is responsible for ensuring that proper procedures, rules, and regulations are complied with. Directors are expected to always observe the highest standards of corporate governance;
- vii. Ensure that his/her authorities are used for the benefits of the Group and any contractual interests with the Group, whether directly or indirectly, are disclosed immediately;
- viii. Always act honestly and refrain from diverting opportunities for personal gain or jeopardizing any business pursuits of the Group. Do not use any confidential information acquired through his/her directorship of the Company for his/her own advantage;
- ix. Always promote professionalism, exercise professional independent judgement if necessary, openly oppose any decision-making if the vital interest of the Group is at stake, and improve the competency of Management and employees;
- x. Always act in good faith, with due care, competence, ethically, with integrity and loyalty and conduct themselves in a professional, courteous, and respectful manner;
- xi. Do not accept positions on Board Committees or working groups where a conflict of interest may arise without first declaring this interest to the Board and obtaining their approval;
- xii. Declare any personal, professional, or business interests that may conflict with his/her responsibilities as a director in the Group immediately;
- xiii. Treat all colleagues, employees, and other associates of the Group professionally and not harass them in any manner regardless of creed, race, religion, rank, or gender; and
- xiv. Exercise the necessary competence and due diligence to avoid breaches of duty resulting from negligence, omission, or unauthorized communications with individuals attempting to influence decisions through improper means. Do not seek personal gains from Board decisions or information obtained in his/her capacity as an officer of the Group. This includes any director, company secretary, or employee of the Company.

4. CODE OF CONDUCT

4.1. Conflicts of Interest

4.1.1. Conflict of Interest may arise from:-

- i. The private interests of the Directors that may interfere or conflict with the interests of the Group; or
- ii. A Director or their immediate family having a professional or business interest or intend to acquire an interest that could compromise the Director's independence. In such cases, the Director should not accept any position on Board Committees or working groups where such a conflict may arise.

4.1.2. Board members should avoid situations where personal interests might conflict with the interests of the Group. If a potential conflict arises or is likely to arise, the Director must notify the Board immediately to protect the Group's best interests.

4.1.3. The Directors should avoid:-

- i. Using information obtained from the Group for personal gain, including misuse of the Group's property, information, or position; or
- ii. Competing with the Group for business opportunities as the Directors have a duty to advance the Group's legitimate interests when opportunities arise.

4.2. Confidentiality

4.2.1. The members of the Board are expected to maintain the confidentiality of all information provided by the Group. Such information should not be disclosed unless authorised and legally required. Such confidential information includes all non-public information related to the Group and its operations, prospects, financials and competitive advantage.

4.3. Fair Dealing

4.3.1. The Directors should be mindful of all stakeholders, including shareholders, employees, creditors, and customers. They must not exploit anyone, including the Group's customers, suppliers, competitors, or employees, through manipulation, concealment, abuse of privileged information, misrepresentation, or other unfair practices.

4.3.2. The Directors should ensure that the Group's assets and resources are utilised properly and efficiently, taking steps to protect them against loss, theft, or other misuse.

4.4. Compliance with Laws, Rules and Regulations

4.4.1. The Directors should ensure that they carry out their responsibilities in compliance with all laws, rules and regulations, including law pertaining to insider trading. The members of the Board and KSM are prohibited from trading the Company's securities while in possession of material and non-public information relating to the Company and must observe closed period for trading of the Company's securities.

4.5. Gifts

4.5.1. The Directors and KSM should not solicit or accept gifts, gratuities, payment, or anything of value that could compromise their professional integrity or affect business decisions.

4.6. Human Rights

4.6.1. The Group is committed to providing a safe and secure work environment free from danger, harassment, intimidation, threats, and violence. All officers must adhere to safety rules and report any concerns about health and safety. All injuries and unsafe practices should also be reported to Management immediately.

4.7. Social Responsibilities and Environment

- 4.7.1. The Group is committed to upholding its social responsibilities and contributing to the community.
- 4.7.2. The Board and Management must ensure that the Group's operations protect the interests of all stakeholders and the environment.
- 4.7.3. This is achieved by minimizing the environmental impact of the Group's operations on its surrounding area. Management will strive to conserve and recycle materials, and employees will be trained to reduce the use of finite resources and minimize harmful emissions.

4.8. Whistle-Blowing Policy

- 4.8.1. The Group has a Whistle-blowing Policy that provides a channel for staff and relevant third parties to report unethical practices, illegal activities, regulatory breaches, financial fraud, and other improprieties. Said policy will be communicated to all staff and made available for inspection.

4.9. Company Records and Internal Control

- 4.9.1. All financial records and statements must be prepared accurately and transparently by the finance and accounting departments, as well as by employees involved in these transactions.
- 4.9.2. The Company will take necessary steps to ensure records are accurate and maintained for operational, legal, financial, and other purposes.
- 4.9.3. The Company shall ensure that these records are available for inspection anytime as necessary.
- 4.9.4. To ensure that the assets of the Company are protected, internal controls are critical for proper, complete, and accurate financial reporting which are timely and accurate. Management must understand and comply with these internal control requirements to ensure that the Group's business processes are robust.

5. REVIEW

- 5.1. This Code shall be subject to regular monitoring and review so that it can be updated to ensure its relevance as part of the Group's continuous improvement on the Group's corporate governance.

Reviewed and approved by the Board on 22 April 2025