

**CLASSIC SCENIC BERHAD
AND GROUP OF COMPANIES
CODE OF BUSINESS CONDUCTS AND ETHICS**

INTRODUCTION

Classic Scenic Berhad and its group of companies (“CScenic” or “the Company”) is committed to the highest standards of ethical business conduct. In keeping with our commitment, we have adopted this Code of Ethics to assist our directors, officer and employees of each subsidiary of CScenic (referred to as “Covered Parties”) in complying with both our corporate policies and governmental laws. This Code must be read in conjunction with the Company’s Employee Handbook and other Company compliance and employment policies and procedures. Every employee has the personal responsibility to understand and know this Code of Business Conducts & Ethics.

GENERAL POLICY

This Code requires at a minimum:

1. The highest standards for honest and ethical conduct, including dealing with actual or apparent conflict of interest;
2. Compliance with laws, rules and regulations;
3. Protection and proper use of the company’s asset;
4. The highest level of confidentiality within and outside CScenic;
5. Prohibition of inside Information & Securities Trading;
6. Policies on gift, entertainment & social amenities;
7. The prompt reporting of violations of the Code of Ethics;
8. Policies on safety rules to protect employees and properties of CScenic;

9. Policies on equal employment opportunity, discrimination & harassment;
10. Fair, accurate, timely disclosure to the relevant authorities and the public & control;
11. Policies on anti fraud & whistle blowing;
12. Policies on outside Interest;
13. Policies on fair and courteous behavior

1) CONFLICT OF INTEREST

A “conflict of interest” exists when a person’s private interest interferes in any way with the interests of the Company. Conflicts of interest are prohibited as a matter of Company policy. All Covered Parties must be accountable for acting in the Company’s best interest. Any individual awarded of a material transaction or relationship that could give rise to a personal conflict of interest should discuss the matter promptly with the Company.

In addition, all Covered Parties shall not have an outside interest which materially encroaches on time or attention which should be devoted to CScenic’s affairs or so affects your energies as to prevent the application of your full abilities to the performance of your duties. CScenic provides you with a salary and other benefits packages that are needed for you to produce high quality work. In return, CScenic expects you to focus your complete attention on CScenic while you are on the job.

2) COMPLIANCE WITH LAWS, RULES AND REGULATIONS

All Covered Parties must comply with the laws and regulations applicable to the Company. Although not all Covered Parties are expected to know the details of these laws and regulations, each Covered Parties must at least knowledgeable to know & be able to decide when to seek advice.

3) PROTECTION AND PROPER USE OF COMPANY'S ASSET

All Covered Parties should protect the Company's assets (including equipment, inventory, products, office supplies and information systems and intangible property such as software) and ensure their efficient use. The Company's assets should be used only for legitimate business purposes.

CScenic's assets, including employee time, may not be used improperly to enrich CScenic's directors and employees. Such a practice not only violates CScenic's ethical standards, but also may violate tax or other legal requirements; for example directors using employees to paint their personal house while they are being paid by CScenic. Furthermore, theft, carelessness and waste of CScenic's assets have a direct impact on CScenic's profitability and should be avoided. Any suspected incident of fraud or theft should be reported immediately to your department manager / Human Resource Manager / Audit Committee Chairman Mr. Lew Chong Kiat at lew.chongkiat@gmail.com

4) CONFIDENTIAL INFORMATION

All Covered Parties who are entrusted with confidential information must not discuss or disclose it to any unauthorized persons, including family members and friends. They should safeguard and keep private all Company confidential information and trade secrets. Confidential information must not be used for the personal gain of anyone else except on legitimate business purposes.

5) INSIDE INFORMATION AND SECURITIES TRADING

Covered Parties who have access to confidential information are not permitted to use or share that information for securities trading purposes (insider trading) or for any other purpose except for the conduct of the Company's business. All non-public information about the Company should be considered confidential information. It is always illegal to trade in CScenic securities while in possession of material, non-public information, and it is also illegal to communicate or "Tip" such information to others.

While all Covered Parties are prohibited from insider trading, whether any particular information could be considered “material” by a reasonable investor depends on specific circumstances. A major factor in determining whether information is material is the impact that information could have on the Company’s financial condition or stock price.

If you are in doubt as to whether non-public information you have is material, you should seek guidance from your department manager, financial controller or Directors.

6) GIFT, ENTERTAINMENT, SOCIAL AMENITIES

It is CScenic’s policy that all Covered Parties must not give or accept any items or invitations that might indicate an intent to influence improperly the normal objective business relationship between CScenic and any supplier customer or competitor.

It is acceptable to receive items commonly exchanged in business relationships, such as lunches, dinners, food and beverage items, seminars and educational events as long as it relates to business. However, even when the item or invitation appears to fall within these guidelines and relates to business, discretion and common sense should be used and have to be disclosed/notified to the Directors before accepting from supplier, customer or competitor. It is not acceptable to accept money, gift certificates, commissions, loans, discounts on goods and services and any invitations that are only available to you in virtue of your position at CScenic or gifts (with value over RM100/-). It is not acceptable, unless approved in advance by any director, to accept tickets to sporting events, golf outings, concerts and similar entertainment. However, gifts and gifts exceeding RM100 in value may only be accepted provided that these gifts are accepted for purpose of lucky draws and distribution among employees and must be approved by any one director.

7) REPORTING OF VIOLATIONS OF CODE OF ETHICS

All Covered Parties are individually responsible for carrying out and monitoring compliance with this Code. Any person who observes any conduct, activity or business practice which may violate this Code has an

obligation to report the matter promptly to his or her department manager, Human Resource Manager, Directors or Audit Committee Chairman. The company will not condone any act of violence against any other person within the company's premises. Disciplinary action will be taken against those who committed such offence irrespective of his/her position. Any employee who is in good faith raises an issue regarding a possible violation of law or the code will not be subjected to any kind of retaliation, and their confidentiality will be protected to the maximum extend possible.

8) SAFETY POLICY

It is the Company's policy to conduct its business operation in a manner that protects the safety of employees, customers, the public and its assets. The Company believes in providing a safe and healthy environment for its employees to discharge their duties and responsibilities and achieve excellence in the workplace. All Covered Parties must observe and comply with all the safety policies that have been set and those that will be issue in future as & when the need arises.

9) EQUAL EMPLOYMENT OPPORTUNITY, DISCRIMINATION AND HARASSMENT

The Company is committed to providing an equal opportunity work environment and promoting a working environment in which diversity, open feedback and communication, continuous learning and knowledge sharing is encouraged and valued. CScenic will recruit, employ and promote employees on the sole basis of qualifications and abilities needed for the work to be performed. The Company does not discriminate against any employee or applicant for employment or promotion on any basis.

Employees should respect the personal dignity of others and treat each other with courtesy and consideration as well as demonstrate professional conduct in all interactions with others. The Company is committed to providing you with an environment free of any form of discrimination, including but not limited to harassment regarding race, religion, color, national origin, age, sex, marital status, sexual orientation, disability, veteran status, or any other

category protected by applicable law. Hence, CScenic will not tolerate or condone sexual or other harassment towards other people including contractors, supplier representatives, guests, customers or visitors.

10) FINANCIAL INTEGRITY, DISCLOSURE AND CONTROL

CScenic will ensure and maintain accurate and complete accounting records in accordance with the applicable approved accounting standards and accounting policies with adequate internal controls established. As a public listed company, CScenic shall comply with applicable rules on the disclosure, publications and reporting of any material information, and ensure that such disclosures are fair, accurate, timely and understandable. In communication to the public through press releases, contacts with the media and financial community, the Company shall apply the rules and principles of fair and equal information to all shareholders.

Reliable internal controls are critical for proper, complete and accurate accounting and financial reporting. Each of us must understand the internal controls relevant to our positions and follow the policies and procedures related to those controls. We are encouraged to talk to our managers or superior immediately if we ever suspect that a control does not adequately detect or prevent inaccuracy, waste or fraud.

11) ANTI-FRAUD AND WHISTLE BLOWING

CScenic has a commitment to high legal, ethical and moral standards with its whistle blowing policy. All members of staff are expected to share this commitment and the Company will not tolerate any fraud and related offences. CScenic's Anti-Fraud and Whistle blowing Policy and Fraud Response Plan shall be read in conjunction with this Code.

12) OUTSIDE INTEREST

Before you accept a position as a director of an unaffiliated for-profit company or organization or when you work with a professional organization/competitor/ association outside CScenic group, consent of

100% should be obtained from the Board of Director. While undertaking outside activities or interest, you should not use CScenic Group name, facilities, or relationships for personal benefit

13) FAIR AND COURTEOUS BEHAVIOR

Covered Parties shall behave honestly and ethically at all times and with all people. They shall act in good faith, with due care, and shall engage only in fair and open competition, by treating competitors, suppliers, customers and colleagues ethically.

Stealing proprietary information, possessing trade secret information that was obtained without the owner's consent, or including such disclosures by past or present employees of other companies is prohibited. No Covered Parties should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of materials facts, or any other unfair practice.

14) CONSEQUENCES OF MISCONDUCT OR VIOLATION

All CScenic employees are expected to treat each other professionally, based on mutual respect, trust, and individual dignity. CScenic does not tolerate any form of misconduct on harassment, violation of any company rules and regulations. We expect CScenic employees to use these same standards when interacting with customers, suppliers, contractors, as well as others affected by our operations.

Actions or words that could be taken as hostile, improper, or offensive must be avoided. Behavior that is offensive or unwelcome or that unreasonably disrupts another person in his or her work amounts to harassment. This is inappropriate and unacceptable.

As with unsafe situations, if you see this misconduct, it is your duty to report it in order to protect your coworkers and make CScenic a better place to work.

CScenic will take appropriate Disciplinary Actions such as Cautionary, Deterrent and Capital Action.

I) The Cautionary Action will be:

In the form of reminder, counseling or warning, imposition of fine, suspension of work, adversely impacting annual performance rating and etc.

II) The Deterrent Action will be:

In the form of recovery of full/partial monetary loss caused or likely to be caused to the Company, withholding of increment or promotion, demoting to the lower grade, reduction in basic salary and etc.

III) The Capital Action will be:

- a) Termination of services
- b) Dismissal from services

The Company will be the sole judge to decide on the categorization of breaches as also the form of corrective actions depending on the seriousness of the misconduct.