



NTPM HOLDINGS BERHAD.

CODE OF CONDUCT AND ETHICS

Introduction

We are committed to achieving sustainable performance and delivering value to our customers and shareholders without compromising our ethical standards, behavioural expectation and trusted reputation.

As such, we operate in a manner reflecting NTPM Holdings Berhad's core values, adhering to the best practice in corporate governance and in accordance with all applicable laws, regulations and other policies applicable to NTPM Holdings Berhad and its subsidiaries ("NTPM").

NTPM Holdings Berhad (the "Company") has adopted the following Code of Conduct and Ethics (the "Code") for the Directors, management and employees of the Company and its subsidiaries. The Code states the standards of responsibility and obligations and promotes fair dealing, integrity and ethical conduct amongst NTPM's directors and employees ("NTPMers") to promote actions that follow ethical conduct to avoid any impropriety.

Objectives

This Code aims to provide guidance to all Employees of the Company on how and in what manner the conduct of Officers should be when they are undertaking business on behalf of the Company.

The Code is formulated with the intention of achieving the following aims: -

- 1) To articulate the high standard of honesty, integrity, ethics and law abiding behaviour within the Group;
- 2) To improve self-discipline in order to provide good quality services;
- 3) To ensure that NTPMers are aware of their ethical obligations; and
- 4) To enhance the standard of corporate governance.

Coverage

This Code applies to all the Directors, management and employees of NTPM. Employee shall mean all individuals on full-time or part-time employment with the Company, with permanent, probationary, trainee, retainer, temporary or contractual appointment.



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I. Principles

1. Compliance with Laws

- 1.1 NTPM operates in a highly regulated business environment and its activities are subject to numerous laws, regulations and licensing conditions. NTPMers must ensure that they familiarise themselves with the laws, regulations and licence conditions applicable to their activities. If in doubt, they are to seek advice from the Manager of Human Resources Department.
- 1.2 NTPMers' activities and the business activities of NTPM must be conducted in absolute compliance with applicable laws and regulations.

2. Health and Safety

- 2.1 Health and safety, social responsibility and environmental sustainability are crucial to maintaining our social licence to operate. Safe operations depend not only on technically sound plant and equipment, but also on every person working for NTPM taking responsibility for preventing workplace-related injuries and illnesses and using the tools and procedures we have in place.
- 2.2 NTPM is committed to provide effective support and training for the employees of NTPM to assist them in their responsibilities of ensuring a safe workplace and reducing the environmental impacts of their activities.

3. Fair Dealing and Equality in Employment

- 3.1 The aim is to provide an environment in which the NTPMers, customers, suppliers and other business partners are treated fairly and equitably irrespective of, amongst others, sex, race, sexual orientation, age, disability, and religion or ethnic origin. NTPMers are to conduct themselves and the business activities of NTPM to facilitate these aims being achieved.
- 3.2 NTPM will compete effectively and fairly in the markets in which it operates. It will be ethical and responsible in the way it presents products and services to its customers, uses its market power and its pricing practices.
- 3.3 No NTPMers shall offer to, solicit or accept any gift or personal benefit in connection with their work. However, NTPM acknowledges that modest gifts and



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reasonable entertainment, which are of socially acceptable nature and value, form part of the normal course of business.

- 3.4 NTPM is committed to developing and maintaining a diverse workforce and to providing a work environment in which every employee is treated fairly and with respect, has the opportunity to contribute to business success and to realize their potential.

4. Confidentiality and Protecting NTPM Assets

- 4.1 NTPMers must keep confidential all information that would reasonably be considered to be confidential, including but not limited to terms and conditions of contracts entered into by NTPM, employee and customer details, performance and financial details and policies and procedures of NTPM.

- 4.2 NTPM will only collect and retain confidential information that is necessary to meet business requirements, and as permitted by law in places where we operate.

- 4.3 Assets including all kinds of physical assets, movable, immovable and tangible property and confidential information should be fully protected and the NTPMers are responsible for safeguarding and appropriately using the same under their control. NTPM assets and confidential information must not be used for personal gain or for any other reason that is not in the best interests of NTPM.

- 4.4 Intellectual property can be an invention, trademark, original design or the practical application or expression of a good idea that has commercial value. NTPMers must work to safeguard NTPM's intellectual property from use by outsiders.

- 4.5 Misappropriation of property owned by NTPM, the NTPMers, customers or suppliers will not be tolerated. Any misappropriation should be immediately reported and properly investigated. Appropriate disciplinary and/or legal action will be taken.

5. Conflict of Interest

- 5.1 NTPM respects the privacy of the NTPMers. However, on the job or in NTPMers' personal time, NTPMers must not act or do anything that may conflict with their responsibilities to NTPM or compromise, or appear to compromise, the quality of their work performance, their commitment to their work or their ability to make impartial business decisions. NTPMers are to act in the best interests of NTPM.



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5.2 If NTPMers fail to make the required disclosure on own accord and NTPM becomes aware of an instance of conflict of interest that ought to be disclosed by the NTPMers, NTPM shall take a serious view of the matter and consider suitable disciplinary action against the NTPMers.

6. Integrity and Professionalism

6.1 NTPMers should conduct themselves with the highest degree of integrity and professionalism in the workplace or any other location while on business.

6.2 The personal and professional behaviour of NTPMers shall confirm to the standards expected of persons in their positions, which includes:

- A commitment to and adherence to professional standards in their work and in their interactions with other Employees of the Company;
- A commitment to maintaining the highest standards of integrity and honesty in their work
- An adherence to ethical and legal standards to be maintained in business;
- A responsibility to support the Company in its efforts to create an open and mutually supportive environment;
- A responsibility to share information and give willing assistance in furthering the goals and objectives of the Company; and
- A responsibility to ensure that there is no misrepresentation of facts. Wherever a misunderstanding is thought to have taken place through unclear communications, this should be corrected promptly

7. Violation of the Code

7.1 NTPMers must not use inside information, confidential material or non-public information for their own financial benefit either directly or indirectly. In addition to being a violation of law, NTPMers should report to supervisors, managers, HODs or Head of Human Resource about the known or suspected illegal or unethical behaviour. The Company's Executive Directors and senior management shall promptly report any known or suspected violations of the Code to the Board. NTPMers shall refer to and adhere to the Whistle Blower Policies and Procedures.



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8. Consequences of non-compliance with the Code

- 8.1 In case of breach of the Code by the NTPMers, the Company shall initiate appropriate action as deemed necessary.
- 8.2 Any exceptions to the norms laid down in this Code may be allowed at the discretion of the Chairman/ Managing Director or any appropriate authority delegated by them.

II. Appropriate Communication and Feedback Channels

1. NTPMers or external parties are to report genuine suspicions of non-compliance with the Code without fear of retribution or retaliation.
2. The reporting of non-compliances with the Code may either be made to the Manager of Human Resources Department, Chief Executive Officer or Senior Independent Non-Executive Director and such reporting shall be in safe environment which enables the NTPMers or external parties to speak up without fear, reprisal or victimisation.

III. Amendment to the Code

1. The provision of the Code may be modified by the Board of the Company from time to time in line with changes in law and the Company reserves the rights to change/ amend / add /delete/ modify this Code in whole or in part, at any time without assigning any reason whatsoever.
2. NTPMers acknowledge that they will not be personally advised of any such change/ amendment / addition /deletion/ modification. NTPMers are advised to check for any such change/ amendment / addition /deletion/ modification regularly. NTPMers hereby unconditionally agree to all such changes / amendments / additions / deletions / modifications.