



IJM Corporation Berhad Group

Code of Conduct and Ethics for Employees

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1. Introduction

IJM Corporation Berhad ("**IJM**") and its subsidiaries (collectively referred to as the "**Company**") are committed to conducting its business in a legal and professional manner, with the highest standard of integrity and ethics. The Company practices a zero-tolerance approach against all forms of bribery and corruption, and upholds all applicable laws in relation to anti-bribery and corruption.

In line with the Company's commitment, all Employees (as defined below) are expected to conduct themselves with regard to the highest standard of integrity and ethics.

2. Scope and Application

This Code of Conduct and Ethics for Employees ("**Code**") shall apply to all Directors of the Company, and all employees of the Company, including full-time or permanent employees, part-time employees, employees on probation, trainees and interns, employees on secondment and Employees on fixed-term contracts (collectively, "**Employees**").

This Code is not meant to cover all possible circumstances in which Employees may encounter in the course of work. The objective of this Code is to assist the Employees in defining ethical standards and conduct in the course of work.

In any circumstance which is not covered by this Code or in case of any doubt, employees must refer to your immediate superior, Head of Department or the HR Department for clarification or guidance. Directors must refer to the Chairman of the Board or the CEO.

3. Obligations

The Company is committed to doing business the right way, by acting ethically and consistently with this Code, its policies and all applicable laws, rules and regulations. Employees have a continuing obligation to familiarise themselves with applicable laws relating to their duties and responsibilities and the Company's policies.

New Employees must read and acknowledge this Code in IJM's system. They must also acknowledge this Code or any amendments and take part in any acknowledgement process as and when required after the initial acknowledgement.

Employees who are managers and/or managing/engaging third party, contractors, consultants and/or Employees positioned in the Company's premises, they have the additional responsibility of leading and being a positive example of this Code to their subordinates and ensuring all third parties, contractors, consultants and/or Employees positioned in the Company's premises comply to the Code too. Managers must also be aware of, and report any unethical or illegal business practices.

Employees must comply and observe this Code when working with the Company. In some instances (such as confidentiality obligations), Employees are also bound by it even after leaving the Company.

Employees must also observe all laws and regulations that govern all of the matters covered in this Code. In the event of a conflict between the content of this Code and any applicable law, the applicable law shall prevail and Employees shall comply with applicable law.



Non-compliance with this Code will be treated seriously and may result in disciplinary action, including the possibility of suspension or dismissal, and if warranted, be subjected to legal proceedings. Violation of applicable laws may subject you to civil and/or criminal penalties imposed by regulatory authorities or courts, in addition to disciplinary action.

4. Workplace Culture and Environment

i. Equal Opportunity and Non-Discrimination

The Company upholds the principle of diversity of workforce, equal opportunity, non-discrimination and fair treatment in all aspects of employment, including recruitment and hiring, compensation and benefits, working conditions, training, rewards and recognition, career development and retirement. Employees must strive to create a workplace where everyone is treated fairly and equally. Employees cannot discriminate based on race, religion, gender, politics or disability. Employees must be fair to all, and strive to be seen as fair to all.

ii. Health, Safety and Environment ("HSE")

The Company is committed to providing a safe and healthy work environment to you. Safety is everyone's responsibility. Employees must ensure a safe and healthy environment for everyone including the public and comply with all related laws, the Company's policy, systems and processes that govern HSE. Employees must be appropriately trained and competent in the specified areas of HSE and apply the same to the discharge of their duties and responsibilities.

Employees must report any occupational incident (accident, hazard, unsafe act or condition) to your Head of Department. Employees are required to actively participate in related HSE programs.

Employees who are managers and/or managing/engaging third party staff, contractors, consultants and/or Employees working for the Company, shall have the additional responsibility to ensure that all comply with all HSE requirements.

iii. Harassment, Threats and Violence

The Company seeks to provide a work environment where Employees are treated with respect and free from any form of harassment, threat, intimidation, violence or any other inappropriate behaviour. Employees are responsible to report any harassment, intimidation, offensive or inappropriate behaviour. All complaints or grievances will be investigated and appropriate action will be taken to stop such conduct and prevent future occurrences.

iv. Drugs, Alcohol and Prohibited Substances

Employees are expected to perform their duties and responsibilities free from the influence of any substance that could impair job performance or pose unacceptable safety risk to themselves or others. The Company therefore prohibits among others, working under the influence of alcohol, illegal drugs or controlled substances. In addition, the use, possession, distribution or sale of illegal drugs or other controlled substances in the workplace (other than for approved medicinal purposes) is strictly prohibited.



5. Company Information, Records and Assets

i. Data Protection

The Company has put in place policies governing use of data. Employees shall comply with such policies and record, manage, store and transfer all personal data and records in compliance with applicable legal, tax, regulatory and accounting requirements.

"*Personal data*" refers to any information that relates directly or indirectly to an individual, who is identified or identifiable from that information or from that or other information in the Employees' knowledge and/or possession. Such information may include address, identification card number, passport number, email addresses and contact details, as well as any expression of opinions about that individual and any intentions of the data user in respect of that individual.

ii. Protection and Use of Company Assets and Resources

The Company provides its Employees a variety of resources and assets, which may include any licensed software for Employees to deliver their work. Employees shall safeguard and make proper and efficient use of the assets and resources in compliance with all applicable laws, company policies and licensing agreements, and take all necessary steps to prevent loss, damage, misuse, theft, fraud or destruction of the Company's assets and resources.

If Employees use the Company's assets and resources for personal use, it must not be used for any illegal reason or purpose, does not go against any specific rules or policies and must not have a negative impact on the Company, such as cost, safety, reputation or productivity nor distract the Employees from focusing on their duties and/or responsibilities.

Employees must not store or view or download or send any materials which are pornographic, sexist, racist or illegal in nature or which can create hatred or ill feelings.

Employees must not share usernames and passwords with anyone at all, nor allow access to systems through their own usernames and passwords, even if it is for work.

Employees must not duplicate copyrighted materials, copy the Company's proprietary software or install unauthorized software into the Company's assets.

iii. Records and Reporting

The Company has put in place the policies which sets out the time period to retain and destroy data and records, based on the specific statutory and regulatory requirements, some of which are specific to a particular business operations or functions. Employees are responsible to retain and store proper records in compliance with Company policy, legal and regulatory requirements.

iv. Proprietary and Confidential Information

All Employees are required to exercise caution and protect the Company's confidential information and guard such confidential information against any unauthorised disclosure or use.

Employees are also required to protect any confidential information which third parties may have access to in the course of work. Confidential information includes, but are not limited to, data and technical know-how, business plan and budget, product design, customer list and information, information on current and future projects and work processes, and any non-published financial or other data.



In the event that any Employee knows of material information affecting the Company which has yet to be publicly released, the material information shall be treated as confidential information and must be held in the strictest confidence until it is publicly released.

Unless required by law or authorised by the Company, you shall not disclose confidential information or allow such disclosure or use confidential information for unauthorised purposes. This obligation continues beyond the termination of employment.

Employees must not share or discuss openly information which are not known in the public domain such as information on employees, customers, suppliers, business partners, technical information, data, knowhow and business information, marketing strategies, financial conditions and operations. These information should also not be used for any unauthorized reason and/or purpose.

Employees must not misrepresent, falsify, improperly amend or remove any information in the Company's records.

Employees must not access, copy, distribute, share or send out any customers' information without proper authorization or other than through approved process.

6. Conflicts of Interest

Employees have an obligation to act in the best interest of the Company at all times. Employees are prohibited from using their position or knowledge gained directly or indirectly in the course of their duties and responsibilities or employment for private or personal advantage or for any unauthorized purpose.

If there are cases of potential or actual conflict of interest, employees are obliged to disclose the conflict promptly by submitting the completed Employee Conflict of Interest Declaration to the Human Resource Department and Directors are obliged to disclose to the Company Secretary of the Company so that a determination can be made as to the existence and seriousness of any potential or actual conflict.

Any dealings of family members / relatives / friends with the Company must be disclosed, regardless whether directly or through a third party vendor / contractor.

Employees must not work in any other trade, business, employment or directorship other than their employment with the Company, whether within or outside of working hours, without the prior written approval from the Human Resource Department.

7. Compliance with the Law

The Company will comply with all applicable laws, rules and regulation of the governments, commissions and exchanges in jurisdictions within which the Company operates. Employees are expected to understand and comply with the laws, rules and regulations that are applicable to their positions and/or work, including but not limited to the Anti-Money Laundering and Anti-Terrorism Financing Act 2001, Malaysian Anti-Corruption Commission Act 2009, Personal Data Protection Act 2010 and Competition Act 2010. The Company reserves the right to report any actions or activities suspected of being criminal in nature to the police or other relevant authorities.



8. Bribery and Corruption

In line with the Company's policy and zero-tolerance approach against bribery and corruption, the Company has put in place the Anti-Bribery and Corruption System ("ABCS") to consolidate and manage elements, policies, objectives and processes in relation to bribery and corruption risks in the Company. Employees are required to comply with the ABCS Manual and its corresponding policies. Please refer to the ABCS Manual, which can be found here portal.ijm.com for more information.

As a general rule, Employees shall not, directly or through any third parties, offer, give, solicit or accept any bribes in order to achieve any business or personal advantage for themselves or others or engage in any transaction that contravene any applicable anti-bribery or anti-corruption laws.

9. Gifts

The Company does not prohibit gifts offered and/or received in the normal course of business. However, it is important to note that certain gifts may cause improper influence, or appear or be perceived to cause improper influence. Such gifts may even be seen as a bribe and may adversely tarnish the reputation of the Company.

i. Gifts that are usually acceptable

As a guiding principle, gifts that are sufficiently modest and usually acceptable in the course of business will be approved in accordance to the Company's usual limits of authorities. However, all Employees should take into consideration the following when determining whether the offering or receiving of gifts is usually acceptable:

a. Intention and timing

What is the intention of offering or receiving such gifts and when is such gift being offered or received?

No gifts should be offered or received with the intention of influencing a party's objectiveness in making a business decision. Any gift that comes with a direct/indirect suggestion, hint, understanding or implication that some expected or desirable outcome is required in return for the gift is not allowed. Accordingly, gifts should not be offered or received immediately before or after, or during the negotiations of business decision.

b. Transparency

Would you be embarrassed if your superior, colleague or anyone else becomes aware of the gift offered or received?

All gifts offered and received should be made openly and not in secret.

c. Frequency

How frequent is the gift being offered or received?

All gifts offered and received should be made as an occasional occurrence and should not create any expectations. All gifts should be reasonable, appropriate and be justifiable in the normal course of business.



d. Compliance with the other party's policies and rules

Is the gift offered or received allowed by the other party's policies and rules?

All Employees should ensure that the gift offered and received does not violate the other party's applicable policies and rules.

e. Legality

Is the gift offered or received illegal under any applicable laws?

All gifts offered and received must not be illegal under any applicable laws in the countries of both the offeror and recipient of such gift.

ii. Gifts that are strictly prohibited

As a guiding principle, the following gifts are **strictly prohibited**:

- (a) Any gift that is illegal or in breach of any laws, regulations or rules;
- (b) Any gift offered to a Government Official to facilitate or expedite a routine procedure;
- (c) Gifts involving parties currently engaged in a tender or competitive bidding process;
- (d) Gifts made in cash or cash equivalent i.e. anything that can be easily converted to cash;
- (e) Any gift that is a "*quid pro quo*", i.e. something offered in return for something else such as business advantage; and
- (f) Any gift that is paid for personally to avoid having to declare or seek approval for.

iii. Gifts that require prior approval

For gifts that are neither usually acceptable in the course of business nor strictly prohibited as stated above, such gifts may be acceptable with specific prior approval. Prior approval must be sought from the respective business manager in charge (first level approval) and the Compliance Officer (second level approval).

In observing the above guiding principles and in the spirit of transparency, all gifts received and/or offered shall be recorded in a gift register. The Compliance Officer shall be primarily responsible over the gift register and have oversight over the gift process, including the maintenance of the gift register.

If ever in doubt as to whether a gift is allowed, the Compliance Officer should be consulted.



10. Hospitality and Entertainment

The Company recognises that providing modest hospitality and entertainment are legitimate ways of building relationships in and as such a common practice within the business environment to foster good business relationships. However, the Company is mindful that hospitality and entertainment may be perceived as a way of improperly influencing the judgment and decision making process in a business transaction.

i. Hospitality and entertainment that are usually allowed

As a guiding principle, hospitality and/or entertainment that is sufficiently modest and usually acceptable in the course of business is allowed and do not require specific approval. However, similar to the considerations taken into account in relation to gifts, all Employees should consider the following:

a. Intention and timing

What is the intention of the hospitality and entertainment, and when is such hospitality and entertainment being offered or received?

No hospitality and entertainment should be offered or received with the intention of influencing a party's objectiveness in making a business decision. Any hospitality and entertainment that comes with a direct/indirect suggestion, hint, understanding or implication that some expected or desirable outcome is required in return for the gift is not allowed. Accordingly, hospitality and entertainment should not be offered or received immediately before or after, or during the negotiations of business decision.

b. Transparency

Would you be embarrassed if your superior, colleague or anyone else becomes aware of the hospitality and entertainment offered or received?

All hospitality and entertainment offered and received should be made openly and not in secret.

c. Frequency

How frequent is the hospitality and entertainment being offered or received?

All hospitality and entertainment offered and received should be made as an occasional occurrence and not create any expectations. All hospitality and entertainment should be reasonable, appropriate and be justifiable in the normal course of business.

d. Compliance with the other party's policies and rules

Is the hospitality and entertainment offered or received allowed by the other party's policies and rules?

All Employees should ensure that the hospitality and entertainment offered and received does not violate the other party's applicable policies and rules.



e. Legality

Is the hospitality and entertainment offered or received illegal under any applicable laws?

All hospitality and entertainment offered and received must not be illegal under any applicable laws in the countries of both the offeror and recipient of such gift.

ii. Hospitality and entertainment that are strictly prohibited

As a guiding principle, the following hospitality and entertainment are **strictly prohibited**:

- (a) any hospitality and entertainment that is illegal or in breach of any laws, regulations or rules;
- (b) any hospitality and entertainment offered to a Government Official to facilitate or expedite a routine procedure;
- (c) hospitality and entertainment involving parties currently engaged in a tender or competitive bidding process;
- (d) hospitality and entertainment offered or received as a "*quid pro quo*", i.e. something offered in return for something else such as business advantage;
- (e) any hospitality and entertainment that are sexually oriented;
- (f) any hospitality and entertainment provided or received that would be perceived as lavish or excessive or may adversely tarnish the reputation of the Company; and
- (g) any hospitality and entertainment that is paid for personally to avoid having to declare or seek approval for.

11. Insider Trading

'Insider Trading' is a criminal offence and is prohibited under the Securities Industry Act 1983, the Companies Act 2016 and the Listing Requirements of Bursa Malaysia Securities Berhad. Sections 183 to 198 and 201 of the Capital Markets and Services Act 2007 contain relevant provisions prohibiting insider trading.

Employee is an 'insider' if they have material information not available to the public, which would have an effect on the price or value of the Company's securities ("**Inside Information**"), and know or deemed to know that information is not generally available.

If any Employee are in possession of Inside Information, they are not allowed to trade in securities of the Company or another listed company if that information has not been made public. Employees are also prohibited from disclosing any Inside Information to any third party.

Employees must exercise due care when dealing, either purchasing or in the sale of shares of the Company in view of the implications under insider trading laws.



12. Money Laundering

Money laundering is a process by which persons or groups try to conceal the proceeds of illegal activities or try to make the sources of their illegal funds look legitimate.

Employees should always ensure that they are conducting business with reputable customers, for legitimate business purposes and with legitimate funds. Employees need to be mindful of the risk of the Company's business being used for money laundering activities and if they suspect money laundering activities, they should report it to their respective Head of Department or the relevant person designated by the Company.

13. Fraud

Employees have collective responsibilities to detect and report fraudulent activities such as:

- (a) Forgery or alteration of documents;
- (b) Misappropriation, destruction or disappearance of funds, inventories, supplies or other Company's tangible or intangible assets;
- (c) Improper handling or reporting of financial transactions;
- (d) False, fictitious or misleading entries of reports; and
- (e) False or misleading statements to those conducting investigation of irregularities.

Suspected irregularities or corruptions must be reported in accordance with the Whistleblowing Policy immediately.

Employees are not to discuss their suspicions with anyone other than the investigation team.

14. Punctuality & Attendance

Employees must be on time to any event they are required to be part of, whether working hours or meetings or external events which are part of their duties and responsibilities.

Employees must get their Head of Department or such designated person's approval before leaving your workplace for personal matters.

If absent from work, Employees must tell their Head of Department or such designated person at the first available opportunity the reason for their absence. The Head of Department or such designated person however has the right to reject the Employees request and if so they have to report to work immediately. Head of Departments are required to exercise good judgment and in such instance balancing the needs of the Company and the individual.

15. Purchasing & Sourcing

All purchases must be made in the interest of the Company. Employees must practice equal treatment to all vendors, with due care on confidentiality, transparency and with no conflict of interest.

Any conflict of interest through relationships, business or others must be declared to the Employees' Head of Department, regardless of access to or not to tender or procurement-related sensitive information.



All monetary commitments on behalf of the Company must be within the Company's limits of authority.

If an Employee has tendered his resignation, such Employee shall no longer be allowed to make any commitment on behalf of the Company.

16. Competitors

As much as the Company wants to gain competitive advantage against our competitors, the Company will not use illegal or unethical methods to achieve such goal. The Company does not tolerate anyone who steals, procures, obtains or possesses any of its competitors' proprietary information or trade secrets. If Employees have obtained such information by mistake, immediately consult the Legal Department.

17. Media and Interactions

i. Social Media

Social media is a very fast changing area. Whilst the Company respects the Employees' rights to freedom of speech, they must be mindful of what is acceptable and what is not to be posted on social media. If Employees are officially posting on behalf of the Company, they must have been authorized to do that, and they must comply with applicable procedures and policies. If it's a personal post, Employees must not give the impression that they are posting on behalf of the Company, and they must be aware that their comments may implicate the Company even if they had posted it as a personal post.

Employees must not publish, post, release any materials or confidential information or participate in any forums that may harm the reputation of the Company.

Any posting which may potentially create an unpleasant working environment within the Company is not acceptable.

These requirements apply to postings done during or after working hours, regardless of whether Employees are using their own or the Company's equipment/devices.

ii. Media

If Employees receive any queries from the media, Employees shall direct them to the Corporate Communication Department. Employees are not to respond unless prior authorisation has been given.

Any requests from financial analysts shall be directed to the Investor Relations Department and any requests from shareholders shall be directed to the Company Secretary.

iii. Employees Conduct with Internal Parties

The Company does not tolerate anyone using their ranks, seniority, race, physical size or gender to intimidate others. All conduct with internal parties must reflect the Company's values and employees are responsible to monitor and ensure effective controls are implemented in their respective area of work.



Employees who are supervisors shall have the added responsibility of managing their subordinates. They must make objective decisions and without any prejudice or discrimination.

iv. Employees' Conduct with External Parties

All Employees are representatives of the Company. As such, all Employees must at all times ensure business is done with the highest integrity and professionalism.

The Company does not condone anyone who offers, makes or demands for unlawful payments to secure sales/business. If any Employee receives any non-routine requests from government or regulatory agencies, immediately check with the relevant departments handling the matter.

18. Responsibility over Your Security

All Employees must report any security incidents and/or any potential security related risks to their supervisor or Head of Department.

Employees ID tag and access into the Company's premises is for their use only and not to be shared. All Employees must always wear and display your Company ID tag within the Company's premises and report any losses.

Employees who are supervisors and/or managing/engaging third party, contractors, consultants and/or Employees, they have the additional responsibility to ensure that all comply with all the security requirements as per this Code.

19. Whistleblowing Policy

The Company has put in place a Whistleblowing Policy, which can be found on www.ijm.com, to uphold the highest standards of professionalism, integrity and ethical behaviour in the conduct of its business and operations. The policy sets out procedures which enables employees and members of the public to raise genuine concerns regarding actual or suspected unethical, unlawful, illegal, wrongful or other improper conduct and also sets out the process for managing any action, intimidation or harassment against a whistleblower.

If Employees suspect of any possible violations of law or unethical conducts such as fraud, corrupt practices, misrepresentations or deliberate errors connected with our financial statements, any form of harassment or conflict between personal life and work or anything else that carries substantial risks to the Company and/or public health or safety and security, they must report it.

The identity of the whistleblowers will be kept confidential when raising concerns or report any violations of this Code, unless required to be declared under the law.

20. Review of the Code

The Board shall monitor compliance with the Code and review the Code regularly to ensure that it continues to remain relevant and appropriate.