

Code of Conduct and Ethics

Introduction

In pursuant with Practice 3.1 Malaysian Code on Corporate Governance 2021, this Code of Conduct and Ethics (“Code”) is formalised to articulate acceptable practices and guide the behaviour of employees, directors and business associates of Apollo Food Holdings Berhad and its subsidiaries (“the Group”). This Code includes fundamental guiding principles and standards to encourage ethical behaviours practiced by the Group over the years.

This Code is not intended to be exhaustive and it should be read in conjunction with the existing framework of all relevant laws and regulations. There may be additional obligations that employees, directors and business associates are expected to behave and conduct when performing their duties.

Ethical Principles

This Code is formulated based on below principles:

- **Integrity**

The employees, directors and business associates shall have the quality of being honest and having strong moral principles when discharging their duties.

- **Accountability**

The employees, directors and business associates shall own the quality of being accountable and responsible on the jobs or authorities assigned.

- **Duty to Act in the Public Interest and Best Practices of the Group**

All employees and business associates of the Group have statutory duty to act in the public interest to prevent any negative loss on the Group’s reputation. Further, directors and board members have statutory duty to ensure the maintenance of fair, orderly and transparent market.

Code of Conducts

The Code covers the following areas:

I. Compliance with Laws, Rules and Regulation

The Group is committed to comply with relevant laws, rules and regulations that govern the conduct of the business. Failure to comply with laws and regulation will result fines, penalties, damages and losses to the Group. As the Group is operating in food industry, any non-compliance with laws and regulations will cause negative image to the Group’s operation.

Employees, directors and business associates shall familiarise themselves on relevant laws and regulation to prevent any potential losses bring to the Group. If there is any non-compliance issue in the workplace or in dealing business with the Group:

- Employees shall highlight the issue immediately to supervisor or head of department;
- Directors and management shall discuss the issues and settle the issues as soon as possible; and
- Business associates shall report the issue via Whistle-blowing Policy published on the corporate website of the Group.

II. Conflict of Interest

A conflict of interest is a situation in which a person is involved in multiple interests, either direct or indirect, one of which could possibly corrupt the motivation or decision making of the person against what is the best for the organisation. Conflict of interest may arise when you, a family member or a friend:

- Engage in activities that compete with the Group's interests;
- Use the Group's property and information for personal benefit or the benefit of others;
- Have outside employment that negatively affects your job performance; or
- Have a financial interest in or receive any personal benefit from a supplier, customer, competitor, or a company that wish to do business with the Group.

Employees, directors and business associates shall declare their interest and relationship via conflict of interest declaration form before entering an employment relationship or establishment of business relationship with the Group. If there is any actual/potential/perceived conflict of interest arise, a review on conflict of interest shall be perform to determine the materiality.

Conflict of interest also includes below:

- **Fair Business and Competition**

Standards of fair business and competition are to be upheld. Appropriate means to safeguard customer information must be available.

- **Insider Trading**

Insider Trading is the trading of a public company's stocks or securities by individuals with access to non-public information about the company for personal interests. Under section 188 of Capital Markets & Services Act 2007, a person who is involve in insider trading can face an imprisonment of up to 10 years and a fine of not less than RM1 million.

The employees, directors and business associates of the Group shall not disclose any material non-public information to third parties who may trade stocks or securities based on the information given as this will result unforeseen losses to the Group. Persons who hold higher positions in the Group has to be more aware especially during the conversation with third parties to prevent the use of non-public information by others for stocks or securities trading.

The Group also prevent the use of non-public information by employees and directors for personal gain. Disciplinary actions will be taken on this illegal practice. Any illegal practices shall report by the employees immediately to the top management and board members.

- **Improper Use of Company's Assets**

Fraud, theft, abuse or improper use of the Group's resources and assets are unacceptable in the Group as these practices will cause waste of assets and direct impact to the Group's profitability. The Group's resources and assets include facilities, supplies, equipment, machineries, spare parts, raw materials, vehicles, company funds, company times, intellectual property, and information systems.

All employees, directors and business associates shall protect the Group's assets, either tangible or intangible, to ensure the assets and resources are used efficiently. Examples of improper use of the Group's resources and assets are:

- Use the Group's vehicles for unauthorised personal transportation needs;
- Resell scraps or wastes for personal gain;
- Charge unauthorised personal expenses on the Group's expenses; and
- Take products or supplies for personal use.

Employees shall report to their head of department if there is any improper use of the Group's resources and assets aware in the workplace. The same responsibility goes to the management and directors.

- **Anti-money Laundering**

All employees, directors and business associates must not involve, directly or indirectly, in any money laundering activities. Non-compliance shall be a violation of this Code.

III. Anti-Corruption

Corruption is a form of dishonest or unethical conduct by a person entrusted with a position of authority to acquire for personal gain. This includes bribery, extortion, kickbacks, corrupt payments, facilitation payments, and inappropriate gifts to government officials or any commercial person or commercial entity.

The Group prohibits any form of corruption as corrupt activities not only a code violation but also a violation of the Malaysian Anti-Corruption Commission Act 2009 practiced in Malaysia. If there is any form of corruption aware in the workplace or in dealing business with the Group, employees, directors and business associates are encouraged to report the matter through Anti-Bribery and Corruption Compliance Unit ("ABCCU") or via Whistle-blowing Policy published on the corporate website of the Group.

IV. Confidentiality

Employees, directors and business associates might acquire certain information about the Group, its customers, suppliers, or business partners that is confidential, competitively sensitive and proprietary during their employment. Confidential information includes non-public information that you are expected to safeguard from disclosure to the public.

Confidential and proprietary information can be in physical form (paper, email, or diskette) or in verbal form (conversations to which you are a party or that you overhear). Employees, directors and business associates shall maintain confidentiality of information entrusted to them unless this is specifically required to disclose under laws and regulations. The following practices should be

followed to help prevent the misuse of confidential information:

- Avoid discussing confidential matters in places where you may be overheard by people who do not have a valid need to know such information;
- Always put confidential documents away when not in use;
- Avoid unnecessary copying of confidential documents;
- Use shredders to dispose confidential documents;
- Never distribute internal use only documents outside the company; and
- Refer request for information on the Group's financial and investment information from financial community, regulators, or media and press to Executive Directors.

If employees are uncertain as to whether the information is confidential, employees shall seek advices from supervisor or head of department for guidance. Management shall seek advices and solutions from directors if material confidential information is believe to disclose to somebody who does not have a valid to know it.

V. Harassment

Sexual harassment is any unwanted conduct of a sexual nature, whether verbal, non-verbal, visual, gestural or physical, directed at a person which is offensive or humiliating or is a threat to his well-being, arising out of and in the course of his employment. If there is any harassment in the workplace, employees should report to head of departments or Human Resource and Admin Department for their further investigation.

VI. Reporting Channel

Any stakeholders (including employees, directors and business associates) who aware of, or suspect, a violation of the Code, could report the matter via Whistle-blowing Policy published on the corporate website of the Group. Whistleblower will be protected under the Whistleblower Protection Act 2010.

VII. Enforcement

Anyone who fails to comply with the Code will be subject to disciplinary action, up to and including dismissal. The employees will also subject to disciplinary action for making false report or fails to cooperate fully in any investigation of any violation.

Business associates found to be non-compliance with the Code shall be subject to termination of contract in accordance with the terms of the contract.

Review and Approval of the Code

This Code will review by the Board when deemed necessary to ensure the Code is in line with the Group's objectives.

This Code is reviewed and approved by the Board on 22 June 2023.