

# **CENTURY BOND BHD**

(Company No.228669-V)

(Incorporated in Malaysia)

## **Code of Conduct and Business Ethics Policy**

### 1. Introduction

This Code of Conduct and Business Ethics Policy of Century Bond Bhd ('CBB') was formulated taking into consideration the Board and Company's commitment to ethical values and behaviour, revolving around the core values of sincerity, integrity, responsibility trust worthiness and corporate social responsibility.

### 2. Code of Conduct and Business Ethics Policy

In the performance of his duties, a director should at all times observe the following code of ethics and conduct:

- 2.1 A clear understanding of the mission, vision and values and purpose, capabilities and capacity of the company;
- 2.2 Devote time and effort to attend meetings and to know what is required of the board and each of its directors, and to discharge those functions;
- 2.3 Ensure at all times that the company is properly managed and effectively controlled;
- 2.4 Should stay abreast of the affairs of the company and be kept informed of the company's compliance with the relevant legislation and contractual requirements;
- 2.5 Insist on being kept informed on all matters of importance to the company in order to be effective in corporate management;
- 2.6 Limit his directorship of companies to a number in which he can best devote his time and effectiveness; each director is his own judge of his abilities and how best to manage his time effectively in the company in which he holds directorship;

**Code of Conduct and Business Ethics Policy (Continued)**

- 2.7 Have access to the advice and services of the company secretary, who is responsible to the board to ensure proper procedures, rules and regulations are complied with;
- 2.8 At all times exercise his powers for the purposes they were conferred, for the benefit, well-being, growth and future of the company;
- 2.9 Disclose immediately all contractual interests whether directly or indirectly with the company;
- 2.10 Neither divert to his own advantage any business opportunity that the company is pursuing, nor may he use confidential information obtained by reason of his office for his own advantage or that of others;
- 2.11 At all times act with utmost good faith towards the company in any transaction and to act honestly and responsibly in the exercise of his powers in discharging his duties; and
- 2.12 Be willing to exercise independent judgment and, if necessary, openly oppose if the vital interest of the company is at stake
- 2.13 Relationship with Shareholders, Employees, Creditors and Customers
  - 2.13.1 Conscious of the interest of shareholders, employees, creditors and customers of the company;
  - 2.13.2 At all times promote professionalism and improve the competency of management and employees; and
  - 2.13.3 Ensure adequate safety measures and provide proper protection to workers and employees at the workplace.
- 2.14 Social Responsibilities and the Environment

**Code of Conduct and Business Ethics Policy (Continued)**

- 2.14.1 Ensure that necessary steps are taken in accordance with the law to properly wind-up or strike off the company register if the company has not commenced business or has ceased to carry on business and is not likely to commence business in the future or resume business as the case may be;
  - 2.14.2 Adopt an objective and positive attitude and give the utmost cooperation for the common good when dealing with government authorities or regulatory bodies;
  - 2.14.3 Ensure the effective use of natural resources, and improve quality of life by promoting corporate social responsibilities;
  - 2.14.4 More proactive to the needs of the community and to assist in society-related programmes; and
  - 2.14.5 Ensure that the activities and the operations of the company do not harm the interest and well-being of society at large and assist in the fight against inflation.
- 2.15 Policy on share trading
- 2.15.1 As a general policy, all Directors and employees of the Group are discouraged from engaging in speculative trading (as opposed to investing) in the Company's listed securities, and are reminded to observe the prohibitions imposed on "insiders" in relation to Insider Trading under the Capital Markets and Services Act 2007.
  - 2.15.2 All Directors and key management personnel, identified and designated by the Group Managing Director pursuant to the Board's Corporate Disclosure Policy ("designated key management personnel") are required to comply with Bursa Malaysia Securities Berhad's Listing Requirements on Dealings in Listed Securities under Chapter 14.

**Code of Conduct and Business Ethics Policy (Continued)**

2.15.3 The designated key management personnel, must notify the Group Managing Director in writing of any dealing in securities of the Company within 3 market days from the date of trading.

2.15.4 All Directors and designated key management personnel are prohibited from dealing in the Company's listed securities when they possess material inside information\* which has not been made known to the investing public.

*\* Material Inside information is information which is reasonably expected to have a material effect on:*

- the price, value or market activity of the Company's listed securities, or*
- the decision of a holder of the Company's securities or an investor in determining his choice of action.*

This Code of Conduct and Business Ethics Policy was adopted on 18 July 2014 and last reviewed on N/A.