



## Employee Code of Conduct and Ethics

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The Board continues to adhere to the Code of Conduct for Directors which sets out the standard of conduct expected of Directors, with the aim to cultivate good ethical conduct that in turn promotes the values of transparency, integrity, accountability and social responsibility.

The Board recognises the importance of adhering to and complying with the provisions of the Code of Conduct in their day-to-day functioning. Thus, the Board collectively and individually acts within the authority conferred upon them in the best interest of the Group.

The Board also practices the following Code of Conduct:

- a) acts in the best interest of, and fulfils their fiduciary obligations to the Group and its shareholders;
- b) acts honestly, fairly, ethically and with integrity;
- c) conducts themselves in a professional, courteous and respectful manner without taking improper advantage of their position;
- d) acts in good faith, responsibly, with due care, competence and diligence without allowing their independent judgement to be subordinated;
- e) uses their prudent judgement to avoid/abstain from all situations, decisions or relationships which give or could give rise to conflict of interest or appear to conflict with their responsibilities within the Group, and to inform the Board, at the earliest opportunity, of any existing or potential conflict of interest situation;
- f) not exploit for his own personal gain, opportunities that are discovered through use of corporate property, information or position, unless the Group declines to pursue such opportunity for its business interest;
- g) acts to enhance and maintain the reputation of the Group; and strives to contribute towards the growth and stability of the Group.

NPC adopts and practices the company Code of Conduct (“CoC”), which stands to preserve and cultivate ethical standards within the entire company. The CoC was introduced to help its employees make the right choices and act appropriately in response to any ethical dilemmas in their daily work.

The CoC applies to all members of the Board, management personnel and employees. In addition, as part of Human Resources policy, every new employee is given to understand and sign Schedule III – Employee Code of Conduct (“ECoC”) as part of standard employment procedure.

ECoC covers the following areas:

- Appropriate conduct to preserve the Company’s reputation and image;
- Procedure in the event of any legal proceedings against third party that might implicate the Company;
- Confidentiality of private Company information;



# NPC RESOURCES BERHAD

(Bursa Stock Code: 5047)

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- Observance of all established Company policies and procedures;
- Prohibition of all Insider Trading activities
- Usage of Company property, belongings or services for own personal benefit or use
- Personal use of own account in the name of the Company for any transactions with third parties;
- Strict forbiddance of financial gifts or favours in money
- Abuse of position in the Company for personal benefit
- Solicitation of favours, gifts or offers of any form
- The Code on Sexual Harassment (detailed in Schedule IV – Code of Practice on the Prevention and Eradication of Sexual Harassment in the Workplace
- Steps to take to report serious breaches of discipline, and the deterrent actions in response

The CoC and ECoC are extensive but not exhaustive and the Group expects its employees to exercise sound judgement in their decision- making in order to adhere to the highest ethical standards. Both Codes of Conduct will be reviewed periodically. All complaints against employees or the Board are taken seriously and seriously reviewed, with appropriate disciplinary penalties taken.