



KUMPULAN JETSON BERHAD

(Company No. 34134-H)

CODE OF ETHICS & CONDUCT

1. INTRODUCTION

The Directors, Senior Management and Employees of Kumpulan Jetson Berhad (the “**Company**” or “**Jetson**”), together with that of its subsidiaries (“**Jetson Group**” or the “**Group**”) are committed to adhering to the best and acceptable practice in corporate governance and observing the highest standards of integrity and behaviour in all activities conducted by the Jetson Group, including the interaction with its customers, suppliers, shareholders, business partners and stakeholders, and within the community and environment in which the Jetson Group operates.

The Directors, Senior Management and Employees of the Jetson Group play an important role in establishing, maintaining and enhancing the reputation, image and brand of the Jetson Group and ensuring the observance to and compliance with the standards of integrity and behaviour that the Jetson Group is committed to.

It is required that the Directors, Senior Management and Employees display the highest levels of professionalism in all aspects of their work and comply with this Code of Ethics & Conduct (“**Code**”) and all applicable laws, regulations and other policies applicable within the Jetson Group.

It is the Group’s policy that all businesses of the Company be conducted in accordance with the highest ethical standards. Good ethics is good business from both moral and practical perspectives. Each employee must ensure that this policy is communicated to not only his fellow employees, especially new employees, but also all third parties dealing with the Company.

2. APPLICABILITY

The Code applies to all Directors, Senior Management and Employees (including full time, probationary, contract and temporary staff) of the Jetson Group (“**Employees**”).

The standards set out in the Code extend beyond normal working hours and apply to all Employees fulfilling their roles while on the business of the Jetson Group, including afterhours functions, conferences and social activities.

Each Employee has a duty to read and understand the Code. They must also act in compliance with the Code and all applicable laws, regulations and other policies of the Jetson Group. Violation of any of the Code’s provisions can result in disciplinary action, including termination of employment and/or appointment.

3. CODE OF ETHICS & CONDUCT

3.1 Compliance to the Laws, Rules and Regulations

The Employees must comply with all applicable laws, rules and regulations of the governments, exchanges, commissions in the jurisdictions within the Group operates. Directors and Employees are expected to understand and comply with the laws, rules and regulations that are applicable to their positions and/or work. The Group reserves the right to report any actions or activities suspected of being criminal in nature to the police or other relevant authorities.

3.2 Conflict of Interest

The Employees should avoid involving themselves in situations where there is real or apparent conflict of interest between them as individuals and the interest of the Group. Conflict of interest can arise where the Employee hold any office or possesses any property whereby, whether directly or indirectly, duties or interests are created in conflict with his duties or interests as the Employee. This includes a situation where the Employee, whether directly or indirectly, is interested in a contract or proposed contract with the Company.

Any Employee found to be in a position of conflict must declare his interest and abstain from taking part in any decision-making process concerning that contract or involving the supplier, customer, agent or competitor as the case may be. Any Employee found to have gained a financial benefit from such contract in which he has failed to declare his interests shall be deemed to have committed a major misconduct and shall be subject to disciplinary action.

Any situation that creates, or even appear to create a conflict of interest between personal interests and the interests of the Group must be appropriately managed. The conflicts of interest whether actual or potential conflicts must be reported to Human Resources.

3.3 Insider Information and Securities Trading

It is important that insider information (such as the Company's financial results, knowledge of a proposed major acquisition or disposition or any event that could affect the share price of Jetson) be not disclosed to anyone until it has been officially released to the public. This is to ensure that all investors have access to significant information about the Company at the same time. The Employees must not disclose this insider information to anyone else, whether inside or outside of the Company. The Employees are prohibited to trade in securities or to provide insider information to others to trade in securities of the Company until such information is publicly released.

3.4 Confidential Information

It is pertinent that all Employees exercise caution and due care to safeguard any information of a confidential and sensitive nature relating to the Group which is acquired in the course of their employment, and are strictly prohibited to disclose to any person, unless the disclosure is duly authorized or legally mandated. In the event that an Employee knows of material information affecting the Group, which has not yet been publicly released, the material information must be held in the strictest confidence by the Employee involved until it is publicly released.

3.5 Assets and Funds Protection

The Employees must protect the assets and funds of the Group for legitimate business purposes and ensure that assets and funds not used for personal gain.

3.6 Health and Safety

It is envisaged that the Group will conduct its business activities and operations in a safe manner and in an environment that prevents, to the extent possible, injury to its Employees, customers, suppliers and contractors. The Group will use its best endeavors to ensure a safe workplace and maintain proper occupational health and safety practices to commensurate with the nature of the Group's businesses and activities and will seek to do this through continual improvement of environmental performance, protection and safety.

3.7 Sexual Harassment

Sexual harassment by any Employee is unacceptable. It is the Group's policy to provide all Employees with a working environment free from any form of sexual harassment. Any questions concerning issues of such should be directed either to the Employees' superior or the Human Resource Department. All such reports and/or complaints shall be treated with strictest confidence.

3.8 Gifts, Loans and Entertainment

A financial interest in a supplier, customer, agent or competitor is deemed to be a conflict of interest. An indirect interest can arise in which a person connected with that Employee has a financial interest in the supplier, customer, agent or competitor. "A person connected with the Employee" shall include his/her spouse, parents, siblings, offspring and the spouse of such offspring.

All forms, manifestations and appearances of bribery are opposed. Therefore, no Employee shall accept any money, loans, gifts or favors of any substantial value. Advertising and promotional items (e.g. ballpoint pens, calendars, scratch pads. etc.) with no commercial value, which does not subject the staff of the Company or its supplier to any embarrassment or obligation, are not considered items of "substantial value" and may be accepted.

If an employee of the Company receives unsolicited gratuities by any means whatsoever, he/she shall:

- Notify his/her superior;
- Complete the appropriate documentation to return the item(s) to the giver; and
- Return the item(s).

The exchange of social amenities between suppliers and business relationship in the best interests of the Company, any representative of a company with which it does business is permissible.

Luncheon and dinner conferences with suppliers are sometimes necessary and desirable. Out of courtesy to suppliers, the Company representatives will pay for these meals on a reciprocal basis, as appropriate. Excessive entertainment of any sort is prohibited. In all matters of this sort, the Company is concerned about the possible appearance or suspicion of undue influence. The general rule is to be “beyond reproach”. Gifts and lavish entertainment are not desired and are not conditions for doing business with the Company.

We are committed to mutual beneficial relationships based on honesty and respect:

- * Acceptance of cash gifts by the Employees is not allowed. The only exception to the cash gifts policy is giving/ receiving of very nominal value amount (RM 10.00 or less) in accordance with local custom such as *ang pow* at Chinese New Year;
- * Non-cash gifts to the Employees are inappropriate. Item of nominal promotional value (RM100 or less) may be accepted on an infrequent basis but gift giving is discouraged;
- * Gifts in the form of commissions, share in profits, gift certificates, travel or other payments, loans or advances: materials, services, repairs or improvements at no costs or unreasonably low prices: gifts of merchandise of more than nominal value (RM100.00 or less) are strictly prohibited;
- * Entertainment must have a clear business purpose, must not be extravagant and must be capable of being reciprocated by the Employees; or
- * Sponsorship of motor sports / events / holiday packages must be communicated and rendered at company-to-company level only, if any.

3.9 Abuse of Power

It is envisaged that the Employees must never use one’s position of power in an abusive way. This abuse of power can take many forms such as taking advantage of someone, gaining access to information that shouldn’t be accessible to the public, or just manipulating someone with the ability to punish them if they don’t comply.

3.10 Anti-Money Laundering

It is envisaged that the Group must never participate in any form of money laundering in its conduct of business activities.

3.11 Anti-Corruption and Bribery

The Group must never use improper means to influence another person's business judgements. The Company must never provide bribes or other improper benefits to another person in order to retain and obtain businesses.

4. REPORTING OF VIOLATIONS OF THE CODE

Any Employee who knows of, or suspects, a violation of the Code, is encouraged to whistle blow or report the concerns through the Whistleblowing Policy. The provision, protection and procedure of the Whistleblowing Policy for reporting of the violations of the Code are available in Human Resource Manual, a manual issued to all new employees. No individual will be discriminated against or suffer any act of retaliation for reporting in good faith on violations or suspected violations of the Code.

5. REVIEW OF THE CODE

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

6. QUESTIONS ABOUT THIS CODE

Questions about the Code and its application by Employees should be directed to their Manager or Human Resource Department.