



# Code of Conduct

(Last review: 22 April 2020)

## INTRODUCTION

This Code of Conduct (“Code”) is applicable to all directors and employees of SEG International Berhad and its subsidiaries (“SEGi”).

This Code is adopted to ensure that all our directors and employees have a clear understanding of the principles and values that we want to uphold. The Code of Conduct also addresses matters relevant to the Company’s legal obligations as well as other obligations to its stakeholders. This Code is intended as a frame of reference only and will be implemented throughout SEGi’s operations in further details. The Code is not intended to be exhaustive, and there may be additional obligations that directors and employees are expected to take on when performing their duties.

## OBJECTIVE

This Code stipulates the sound principles and values that will guide all directors and employees in discharging their duties. It is designed to affirm, promote and demonstrate honesty, integrity and professionalism within SEGi.

The Code also seeks to cultivate mutual trust, protect confidentiality and to provide a safe working environment for all directors and employees.

## KEY AREAS OF CONDUCT

### Compliance with Laws, SEGi’s Policies and Procedures

Directors and employees of SEGi shall always observe and ensure compliance with all applicable laws, rules and regulations, SEGi’s policies and procedures whether expressed or implied. In addition, all directors and employees must comply with the ethical and technical requirements of any relevant regulatory or professional body. Should there be uncertainties regarding the laws, rules and regulations, SEGi’s policies and procedures, you should seek clarification so as to avoid any violations.

### Conflicts of Interest

Conflict of interest arises when there is actual, potential or perceived personal interest of a director or employee that adversely affects their professionalism and judgement in acting in the best interest of SEGi.

Giving special favours, priorities or treatment to a related party could give rise to a conflict of interest. A “related party” refers to any immediate family such as parents, parents-in-law, siblings, spouse, children, grandparents, grandparents-in-law or nominees of the directors or employees. Directors and employees linked to a related party shall not deal in anyway with the related party and shall not be the approving party for any transactions involving the related party.

All directors and employees of SEGi should take appropriate action to remove or manage any actual, potential or perceived conflict of interest.

### Confidentiality

SEGi values and protects all confidential or proprietary information.

It is pertinent that all directors and employees exercise caution and due care to safeguard any confidential information relating to SEGi in their course of duties. They must not disclose confidential information unless proper authorisation is given or legally mandated. This obligation continues even after the appointment/employment has ceased

### **Insider Trading**

No director or employee shall use price sensitive non-public information, which can materially affect the price of the securities of SEG International Berhad when it becomes publicly known (“Inside Information”), for personal benefit. Directors and employees are prohibited to trade in securities or to provide information to others to trade in securities of the SEG International Berhad until the Inside Information is publicly released.

### **Appropriate Use of SEGi’s resources**

All directors and employees shall safeguard SEGi’s resources. Resources include all SEGi intellectual properties, methodologies, materials, systems of instructions developed in the course of employment, confidential information, all office equipment, computer systems and data, trademarks, know-how and other operating assets of SEGi.

The resources are intended for legitimate business purposes. Directors and employees are expected to use these resources in a responsible and ethical manner.

### **Communication with the Government and Media**

Should a director or employee be approached by an external party, for e.g. a representative of a governmental agency or press media personnel, they should inform the management. Meanwhile, the director or employee should advise the representative that SEGi will fully comply with its legal obligations but that the matter must first be referred to the Group Marketing.

A director or employee shall not either orally or in writing or in any form make any public statements on the policies or decisions of SEGi nor shall he circulate any such statement made by him or anyone else without prior approval from the management.

### **Working Environment and Equal Opportunity**

SEGi aims to promote an environment which fosters mutual respect where directors, employees and stakeholders are treated with dignity and free from harassment.

We operate as a team, promote inclusiveness and treat all directors, employees and stakeholders fairly and courteously without regard to race, creed, religion, gender, nationality, age, sexual orientation, political beliefs, disability or other distinguishing characteristics. SEGi will avoid any action or decision that will cause discrimination, prejudice or harassment in the workplace.

### **Occupational Safety, Health and Environment**

In SEGi, we believe that our directors and employees have the right to perform their duties in a safe and hygienic environment. We are committed to providing a safe workplace and maintaining proper occupational health and safety practices to commensurate with the nature of the SEGi’s businesses and activities.

SEGi also ensures that business operate in a sustainable manner, reducing the impact on the environment without sacrificing long term economic value creation.

### **Personal Data Protection**

SEGi is committed in protecting and processing the personal data during its day-to day operations in the manner set out in accordance to SEGi’s privacy policy available at <https://www.segi.edu.my/privacy-policy/>.

## **Fraud**

SEGi does not accept or endorse any action or behaviour that is intended to defraud others. All our directors and employees are encouraged to prevent fraud within SEGi and to report any fraud or suspicion of fraud.

Fraud refers to intentional deception by the perpetrator to secure an unfair or unlawful gain, or to deny a right to a victim. Fraud can come in many forms, namely corruption, asset misappropriation and financial statement fraud. Fraudulent activities include (but is not limited to) bribery, theft of cash, inventory or equipment, and over or understatement of account balances.

## **Anti-Bribery and Anti-Corruption**

SEGi is committed to conducting its business with honesty and integrity. This means avoiding practices of bribery and corruption in the conduct of SEGi's daily operations and business.

All of SEGi's directors and employees are required to adhere to anti-bribery and corruption laws and SEGi's policy in this regard. SEGi also encourages all parties to prevent, detect and report any bribery or corruption act or suspicion of such acts.

More details regarding this area can be found within the SEGi Anti-Bribery and Anti-Corruption Policy available at <https://www.segi.edu.my/corporate-policies/>.

## **COMPLIANCE WITH THE CODE**

All directors and employees are required to comply with this Code.

## **REPORTING, INVESTIGATION AND DISCIPLINARY ACTION ON VIOLATION OF THE CODE**

Any director or employee who knows of, or suspects, a violation of the Code, is encouraged to raise their concerns. Remaining silent in the event of a possible violation could worsen the situation and decrease trust.

SEGi will conduct an investigation into the matter. Violation of this Code will be dealt with in accordance to the relevant detailed policies and procedures implemented throughout SEGi and where appropriate, disciplinary action may be taken. Violation of this code may also incur civil and criminal penalties.

You may raise your concerns via the Whistle Blowing Channel. The provision, protection and procedure of the Whistle Blowing Policy for reporting of the violations of the Code are available on SEGi's website, <https://www.segi.edu.my/corporate-policies/>.

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.

## **REVIEW OF THE CODE**

The Code may be reviewed regularly by the Board to ensure that it continues to remain relevant and appropriate and will be published on the Company's website, <https://www.segi.edu.my/corporate-policies/>.

## **WAIVER OF THE CODE**

Waiver of the Code may be made by the Board or the appropriate Committee of the Board. Waiver of the Code may be granted on a case-by-case basis and only in extraordinary circumstances.