

APM'S CODE OF CONDUCT

FOR EMPLOYEES

Effective Date:	22 November 2019	Document ID:	APM/APMCSS/GHR/ COC-E/1
Version:	1.0	Revision:	0
Document Owner:	Group Human Resources	Approved by:	Board of Directors
Prepared by:	Group Legal	Endorsed by:	*EMC



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*EMC: APM’s Executive Management Committee

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PART A

ABOUT THIS CODE

1. INTRODUCTION

1.1 **APM Automotive Holdings Berhad** (Company No. 424838-D) and its subsidiaries (collectively, “**APM**”) places the highest priority on integrity, trust and professionalism. We advocate good corporate governance, business ethics and social responsibility at all times.

2. FUNCTION AND PURPOSE

2.1 This Code provides the reference point in prescribing acceptable standards and guidance on situations and issues that are critically important to APM.

2.2 It largely represents what we stand for and what we expect from you as our employee.

3. AIM

3.1 This Code is intended govern your conduct and behaviour during and throughout your tenure with us.

4. APPLICATION

4.1 This Code applies to all Employees of APM and its Associated Companies wherever they are located. For the purposes of this Code:

4.1.1 the expression “**Associated Companies**” mean companies in which no majority or controlling stake is held by APM or its nominees and whose shareholders have unanimously or by majority agreed to exclusively adopt and comply this Code; and

4.1.2 the expression “**Employees**” mean any private individual not being an independent contractor who is employed by or serving APM or any Associated Companies through a contract of service at all levels and grades wherever they are located.

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4.2 This Code is not a standalone document. It forms part of APM’s other policies, guidelines, procedures, manuals, regulations and codes. It also forms part of your employment terms and conditions. However, this Code is not an employment contract in itself and confers no rights relating to employment.

5. COMPLIANCE AND CONSEQUENCES OF NON-COMPLIANCE

5.1 All Employees are expected to observe and comply with the provisions of this Code at all times.

5.2 Non-compliance of this Code without justification that is acceptable to APM shall be deemed as a misconduct which may be met with disciplinary action and possibly termination.

6. FOUNDATION AND BASIS

6.1 This Code is developed based on APM’s vision, mission and core values as set out in **Appendix A**, the principles of the United Nations Global Compact and applicable laws and practices.

7. AMENDMENT

7.1 This Code is not exhaustive and may be amended, updated or replaced in part or in whole by APM from time to time.

7.2 You will be notified of any amendment(s) to this Code through www.apm.com.my and/or email circulars. You are encouraged to regularly visit www.apm.com.my for updates concerning this Code.

8. CONFLICT AND INCONSISTENCIES

8.1 We want to conduct all of our business in compliance with the Code. However, nothing in this Code should be understood as an instruction to break the law.

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9. RESPONSIBILITY

9.1 The responsibility for this Code shall be as follows:

NO.	DESCRIPTION OF RESPONSIBILITIES	BOARD OF DIRECTORS	EXECUTIVE MANAGEMENT COMMITTEE ("EMC")	GROUP HUMAN RESOURCE
1	Ownership of this Code.	✓		
2	Supervision, Assessment, Amendment, Evaluation, Enforcement and Governance of this Code.		✓	
3	Implementation, Management, Updating, and Administration of this Code.			✓

10. QUERIES AND CONCERNS

10.1 You can direct any queries or concerns in respect of this Code to Group Human Resources in the following manner:

10.1.1 by email to the **Group Human Resources** at grouphr@apm.com.my ; or

10.1.2 by telephone to: **+603-3161888 (Group Human Resources) Ext. 8721**

PART B

EMPLOYMENT PRACTICES

11. HUMAN RIGHTS AND FAIR LABOUR PRACTICES

11.1 **Child Labour**

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11.1.1 We do not tolerate, employ or benefit from the employment of children under the legal age of employment in any country or local jurisdiction. If no minimum age of employment is defined, then such age shall for the purposes of this Code be 18 years. Workers under the age of 18 shall only perform work in accordance with applicable law (e.g. with regards to working time and working conditions) and subject to any requirement regarding education or training.

11.2 Forced Labour

11.2.1 We do not tolerate, use or benefit from any form of forced, bonded or involuntary labour. All labour must be voluntary.

11.3 Compensation and Working Hours

11.3.1 We comply with all applicable laws and mandatory industry standards on working hours, overtime, wages and benefits. APM pays its employees in a timely manner and clearly convey the basis on which they are being paid.

11.3.2 Deductions from wages as a disciplinary measure shall not be allowed if not legally permitted.

11.4 Freedom of Association and Collective Bargaining:

11.4.1 We recognize and respect the right to collectively bargain in accordance with applicable laws. As such, you are free to join or not to join a union/employee representation of their choice, free from threat or intimidation.

11.5 Freedom of Speech

11.5.1 We recognise and respect your freedom of speech but the exercise thereof must be accompanied with care and prudence to ensure that the interest and reputation of APM are not jeopardised, destroyed or undermined.

11.6 Diversity and Non-Discrimination

11.6.1 We encourage and promote an inclusive work environment that values diversity. We do not discriminate or tolerate discrimination with respect to

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gender, race, religion, age, disability, marital status, veteran status, genetic information, pregnancy, sexual orientation, national origin or any other characteristic protected under applicable law.

11.6.2 Accordingly, our employment decision such as hiring, pay, title, promotion, discipline, work conditions and termination are based on **ability, merit** and/or **performance** and not on personal factors.

11.7 Equal Opportunity

11.7.1 APM is an equal opportunity employer. We encourage and strive to provide equal opportunity for all our Employees at all levels regardless of colour, gender, age, ethnicity or religious beliefs.

11.7.2 Reward (including promotion and the provision of opportunity to improve accomplishments, skills and capabilities) for our Employees are determined based on merit, capability and performance.

11.8 Open and Honest Communication

11.8.1 We value creativity and the free flow of thoughts, ideas, questions, and concerns. You are therefore encouraged to raise work-related issues or concerns through our established processes as soon as issues or concerns arise provided such issues and concerns are raised in good faith.

11.9 Non-Retaliation

11.9.1 We do not tolerate any retaliation against Employees who in good faith report possible violations of law, this Code, or other APM guidelines, or who asks questions about on-going or proposed conduct.

11.9.2 Those who retaliate or attempt to do so will be deemed to have violated this Code. Employees who believe they have experienced retaliation for reporting possible violations of the law, this Code or other APM guidelines should contact Group Human Resource.

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PART C
CONDUCT & BEHAVIOUR

12. MUTUAL RESPECT

12.1 We encourage mutual respect among colleagues and between us and our business associates. Hence, we expect you treat individuals with respect. Never bully, intimidate or threaten another. Always avoid behaviour that is offensive or inappropriate.

13. DEALING CUSTOMERS, SUPPLIERS AND OTHERS

13.1 Our business is premised on integrity, mutual respect and trust. To maintain and build upon these relationships, we expect our Employees to treat everyone they deal with on our behalf with integrity, fairness and respect.

13.2 When you interact with others, whether for marketing purposes or otherwise, you must present yourself and where applicable, our products and services in a fair, accurate, professional and responsible manner.

14. DRUGS, ALCOHOL AND SUBSTANCE ABUSE

14.1 The use of illegal drugs or indulging in alcohol or other substance abuse at the workplace is strictly prohibited.

14.2 As such, do not use or possess illegal drugs at work and do not work while intoxicated or under the influence of drugs or alcohol.

15. ANTI-HARRASMENT

15.1 We disapprove and do not tolerate any form of harassment. All Employees, co-workers, vendors, customers, and suppliers must be treated with dignity and respect.

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16. INSURBODINATION

- 16.1 The need for all of you to work with each other amicably is crucial for our business. As such, we do not tolerate any form of insubordination.
- 16.2 For the purposes of this Code, insubordination occurs when you wilfully and without acceptable justification disrespect or refuse to obey a reasonable, direct and lawful order from your superior.

17. CONFLICT OF INTEREST

- 17.1 A conflict of interest arise when your personal activities or relationships interfere with your objectivity in doing what is best for APM. Conflicts of interest, be it real, potential and even by appearance, can result in serious consequences for you and APM. Conflicts of interest can occur in both direct and indirect situations. We expect you to be diligent in these matters and avoid such conflicts.
- 17.2 Conflicts of interest typically arise many situations including those specified below. You are therefore are encouraged to avoid these situations:
 - 17.2.1 having a close or personal relationship with someone you supervise or might hire;
 - 17.2.2 having a personal relationship with a person connected or working with or for any of our suppliers, vendors, contractors, consultants or customers;
 - 17.2.3 having a family member working with or for any of our suppliers, vendors, contractors, consultants or customers;
 - 17.2.4 directly or indirectly own, manage or operate a business or being part of an organization that competes with APM;
 - 17.2.5 accepting a side job that that competes with APM; or
 - 17.2.6 where you or your family member have vested interest in a current or potential customer, vendor, service provider, supplier or competitor.

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17.3 However, we recognize that situations involving a conflict of interest may not be avoidable at times. In such circumstances, you must declare your involvement to your superior in writing as soon as possible and abstain from making any decision in connection thereto.

PART D BUSINESS PRACTICES

18. FAIR COMPETITION

18.1 One of our core values is to conduct business with uncompromising integrity and professionalism. Hence, we compete on the merit of our products and services.

18.2 Accordingly, we do not collude with competitors or agree with them on important issues such as price fixing, market sharing or customer allocation. We also do not condone the sharing of commercially sensitive data with competitors and where you have to participate in activities that involve competitors, you must obtain pre-approval from your superiors before attending. For the purposes of this Code:

18.2.1 the expression “commercially sensitive data” includes prices, surcharges discounts, rebates, profitability, business plans, aftermarket strategies, forecasts and product development plans; and

18.2.2 the expression “competitors” means any entity that competes with the interest of APM in a particular market.

19. RECORD KEEPING

19.1 APM’s financial and other business records not only reflect but also shape the business decisions it makes. Those in charge must therefore ensure that such records are complete, fair, accurate, and timely and represent an honest reflection of our operations and business activities.

19.2 If you notice an error or inaccuracy, you must report it immediately to your superior in writing. If you notice or suspect any fraudulent reporting, you must report it in accordance with our Special Complaints Policy which can be found on our Intranet.

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20. USE OF APM’S NAME AND LOGOS

20.1 Use of our name and logos is permitted only for official business purposes. You must not use our name or logo for other purposes without prior written permission.

21. INTELLECTUAL PROPERTY AND TRADE SECRETS

21.1 No Employee shall be allowed to copy, reproduce, or transmit any of APM’s Intellectual Property or those belonging to others such as technical inventions, patents, trademarks and trade secrets without prior written authorization.

22. CONFIDENTIALITY

22.1 You have an obligation to protect information that we consider as confidential. These include non-public information about our personnel, organization, processes, products, innovation or strategic plans. Theft or unauthorised use or disclosure of such information is strictly prohibited.

23. PUBLIC COMMUNICATIONS

23.1 As a publicly listed company, APM must comply with a variety of regulations that govern public communications to investors and the public and promote transparency in financial markets. We have specific requirements for financial reports and documents that we submit to Bursa Malaysia and in other public communications.

23.2 Therefore, those of you who are responsible for preparing such reports or contributing information for such reports must cause and ensure that the disclosures are accurate, reliable and complete.

23.3 In addition, only authorized Employees may make any public statements on behalf of APM, whether to the media, investors, or in other external forums, including the Internet.

23.4 Where you are requested to update or comment on a topic concerning APM for which you are not authorized to comment, you shall politely defer the request or refrain providing any comment and thereafter refer the request to Group Human Resource for the next course of action.

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24. APM’S ASSETS AND REPUTATION

- 24.1 All Employees shall:
 - 24.1.1 have the responsibility to protect the value and safety of our assets against theft, loss, damage, or misuse and uphold our reputation at all times; and
 - 24.1.2 use these assets for official and authorised purposes only.
- 24.2 For the purposes of this Code, the expression “assets” include tangible assets such as laptops, servers and vehicles and non-tangible assets such as reputation, image, branding, trade secret and strategies.

25. INTELLECTUAL PROPERTY

- 25.1 APM’s intellectual properties such a copyrights (ie. ideas, proprietary information, drawings, designs, plans or creations), patents (ie. inventions) and trademarks (ie. logos) are valuable assets and must be protected and safe guarded at all times, especially against unauthorised use or disclosure.
- 25.2 We therefore expect you to ensure compliance with the above.
- 25.3 For those of you in charge of intellectual property belonging to others which have been placed with us for business or work purposes, you must also ensure that these intellectual property are properly safe guarded against unauthorised use and disclosure.

26. REPRESENTING APM

- 26.1 The value of APM’s reputation and good name must be upheld at all times, especially whenever you represent APM.

**PART E
LAWS AND REGULATIONS**

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27. COMPLIANCE WITH APPLICABLE LAWS AND REGULATIONS

27.1 APM complies with all applicable laws and regulations. Accordingly, we expect you to do the same. The onus is on you to know and comply with all applicable laws or regulations. You are encouraged to consult Group Legal (for Malaysian laws and regulations) or a local expert (for local laws and regulations) if you are uncertain or have any question in this regard.

28. ANTI-CORRUPTION AND ANTI-BRIBERY

28.1 We do not tolerate any form of corruption. As such, you must at all times comply with all applicable anti-corruption laws and APM’s Anti-Corruption and Anti-Bribery Policy.

29. INSIDER DEALING

29.1 You may at times come across material non-public information concerning us, our operations and/or business activities. These information (also known as “insider information”) may include significant changes to our order books, acquisitions, diversifications, insolvency of strategic partners, customers or suppliers, major operational risks, product quality problems, unexpected changes in financial results innovative products or technologies, legal disputes or governmental investigations.

29.2 You must not use for your own account or for others or make any unauthorised disclosure of such information whether directly or indirectly.

29.3 You must also not induce encourage or cause whether by yourself or through others to engage in insider dealing.

30. ANTI-COMPETITIVE DEALINGS

30.1 Anti-competition laws and regulations (sometimes known as anti-trust laws) govern the way that companies and organizations conduct themselves in the marketplace. These laws are designed to encourage and maintain competition by inter alia prohibiting restraints on trade and price fixing. In essence, the laws here are designed to address the ways companies deal

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with their competitors, customers and suppliers. Violating these laws is a serious matter and can put both APM and you at risk of severe penalties.

- 30.2 You are therefore prohibited from undertaking or participating in any activity that will or may infringe any applicable anti-competition laws. You are encouraged to consult Group Legal in the event of any uncertainty.

31. PERSONAL DATA PROTECTION

- 31.1 When we are entrusted with personal information about individuals, we safeguard it and take appropriate steps to protect it from misuse. We observe and comply with all applicable privacy laws when we collect, use, and share personal information about individuals.
- 31.2 In short this means that you:
 - 31.2.1 are not permitted to access personal information stored on our systems, unless authorised and except for business purposes that reflect the scope for which the information was collected; and
 - 31.2.2 must not use or share personal information with others unless authorised or permitted.
- 31.3 The manner in which we use, collect and process personal data can be found in APM’s Personal Data Notification which you can view at www.apm.com.my. In the event of uncertainty, contact Group Legal for clarification.

PART F HEALTH, SAFETY AND THE ENVIRONMENT

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32. SAFE AND HEALTHY WORKING CONDITIONS

- 32.1 We believe accidents, incidents, injuries, near misses, work-related illnesses, and unsafe conditions are often preventable. By prioritizing compliance with safety requirements in planning and operations, we ensure our work environment meets applicable health and safety laws and requirements. In order to do so, health and safety programs, rules and regulations apply at all sites. It is therefore the responsibility of each of you to comply with all health and safety regulations.
- 32.2 In other words, you are to take responsibility for your own safety and the safety of others around you. You must correct or report hazards and address any unsafe behaviour. You must know and follow all safety requirements, including the use of personal protective equipment. Do not take shortcuts or ignore required safety practices. If you are a manager or in a supervisory position, ensure those under your charge are properly trained and equipped for their jobs.

33. ENVIRONMENTAL MANAGEMENT AND COMPLIANCE

- 33.1 A number of environmental laws, standards, requirements and policies may apply to our business operations, practices and products. APM has a responsibility to understand and follow these laws, standards, requirements and policies, including:
- 33.1.1 conserving energy, water, raw materials and other natural resource;
 - 33.1.2 managing materials and wastes properly, and
 - 33.1.3 complying with environmental regulations and requirements.
- 33.2 We support a precautionary approach to the use of materials in products and strive to reduce, minimize or if possible do away with the use of hazardous and environmentally unfriendly materials and processes.
- 33.3 Accordingly, we expect you to comply and ensure APM complies with all applicable environmental laws and standards.
- 33.4 In short, you must take all required precautions when handling or transporting hazardous materials, dangerous parts, or waste, including during loading, unloading, or storage. If you are not familiar with these requirements, ask your manager for direction. Use and dispose of

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chemicals and other materials properly, and report any spills, discharges, or environmental concerns.

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APPENDIX A

VISION

A GLOBALLY PREFERRED INNOVATIVE MOBILITY SOLUTIONS PROVIDER

MISSION

- (1) CULTIVATE A SUSTAINABLE TEAM ORIENTATED CULTURE INVOLVING EMPLOYEES THROUGH LEADERSHIP AND ACCOUNTABILITY.
- (2) VALUE CREATION THROUGH OPERATIONAL EXCELLENCE, INNOVATION AND EXEMPLARY CUSTOMER SERVICE.

CORE VALUES

- CUSTOMER:** We will continuously surpass customer expectations.
- LEADERSHIP:** We will inspire and lead by example.
- EXCELLENCE:** We will continuously strive to be better ourselves in delivering outstanding performance, products and services.
- RESPECT:** We will value, care and respect each other and our diversity.
- INTEGRITY:** We will uphold our core values of professionalism including honesty, consistency, respect, responsibility and honouring our word without compromise, no matter what.
- TEAMWORK:** We are one team sharing one vision.
- INNOVATION:** We will continuously find ways to excite and entice our customers through breakthrough thinking and innovation.

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