

IDEAL JACOBS (MALAYSIA) CORPORATION BHD (857363-U)

CODE OF ETHICS FOR DIRECTORS

A. PRINCIPLE

The principle of this Code is to uphold sincerity, integrity, responsibility and corporate social responsibility.

B. PURPOSE

This Code of Ethics is formulated to enhance the standard of corporate governance and corporate behaviour with the intention of achieving the followings :

1. To establish a standard of ethical behaviour for directors based on trustworthiness and values that can be accepted, are held or upheld by any one person.
2. To uphold the spirit of responsibility and social responsibility in line with the legislation, regulations and guidelines for administrating a company.

C. DEFINITION

In the context of this code, director includes both executive and non-executive directors.

D. CODE OF ETHICS

The director should at all times observe the following codes:

- A clear understanding of the objective and purpose, capabilities and capacity of the Company;
- Devote time and effort to attend meetings with well prepared on all the proposals as presented in Board papers;
- Ensure at all times that the Company is properly managed and effectively controlled;
- To stay abreast of the affairs of the Company and be kept informed of the Company's compliance with the relevant legislation and contractual requirements;
- Insist on being kept informed on all matters of importance to the Company in order to be effective in corporate management;
- 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;
- 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;
- At all times exercise his powers for the purposes they were conferred, for the benefit and prosperity of the Company;
- To disclose immediately all contractual interests whether directly or indirectly with the Company;
- No conflict of interest in the Company nor may he use confidential information obtained by reason of his office for his own advantage or that of others;

- 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
- To exercise independent judgment and objectively and, if necessary, openly oppose if the vital interest of the Company is at stake.
- Give a fair and balance view. Deliberate all proposals rationally before put to vote.

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