

ANCOM NYLEX BERHAD [Registration No.: 196901000122 (8440-M)] (Incorporated in Malaysia)	Date of Revised Statement:	11/07/2024
	Last reviewed and approved by the Risk Management Committee:	18/07/2024
	Approved by the Board of Directors:	13/09/2024

CONFLICT-OF-INTEREST POLICY

1. INTRODUCTION

- 1.1 ANCOM NYLEX BERHAD (“ANB” or “Company”) and its subsidiaries (collectively “Group”) are committed to maintaining the highest ethical and governance standards. Accordingly, the Directors and Senior Management of the Group are expected to conduct themselves with integrity, impartiality and professionalism at all times, and to avoid any conflict of interest that may arise in the performance of their duties.
- 1.2 This Conflict-of-Interest Policy (“Policy”) aims to manage actual, potential and perceived conflict of interest (including interest in any competing business) and clearly state the principles with which the Group approaches any such situations.
- 1.3 This Policy is adopted in addition to the conflict of interest as provided under the Companies Act 2016, The Anti-Money Laundering, Anti-Terrorism Financing and Proceeds of Unlawful Activities Act 2001 (“AMLR”), MAIN Market Listing Requirements of Bursa Malaysia Securities Berhad (“Listing Requirements”) and Malaysian Code on Corporate Governance (“MCCG”) 2021, which Directors and Senior Management are required to observe and adhere to.

2. PURPOSE

The purpose of this Policy is to set out the framework and the appropriate controls and measures to ensure a systematic identification and management of all conflict-of-interest situations within the Group.

3. SCOPE

This Policy is intended to apply to all Directors and Senior Management of the Group who are involved or intend to be involved in a conflict-of-interest situation from their current or future activities (hereinafter refer to as singularly “Interested Person” or collectively “Interested Persons”).

4. IDENTIFYING CONFLICT-OF-INTEREST

4.1 A conflict-of-interest would arise where a person’s ability to perform his/her duties effectively or impartially is potentially impaired by personal interest, considerations or relationships.

4.2 Generally, conflict-of-interest situations may arise under the following broad categories: -

(a) **Equity ownership in entities having a business relationship with the Group**

This is where the Interested Persons hold shares in privately owned entities having a business relationship with the Group, either directly or indirectly (e.g., through a family member). This does not apply to shares held in publicly quoted companies which have a business relationship with the Group unless such holding is considered to be material (more than 5%) and the Interest Persons are directly or indirectly involved in

decision making position and the interest is likely to impair the objectivity of the Interested Persons.

(b) Directorship, partnership or other forms of beneficial interest in entities having a business relationship with the Group

This applies to situations where the Interested Persons have material interest (more than 5%) and have decision making role in entities having a business relationship with the Group and the Interest Persons are directly or indirectly involved in decision making position and the interest is likely to impair the objectivity of Interested Persons.

(c) Other employment, business appointment or undertakings

This applies to situation where the Interested Persons hold other part time employments or undertake other business appointments or undertakings which may interfere with the proper discharge of their official duties in the Group.

(d) Personal relationship

This applies to Interested Persons who have family members with interests in the form of ownership, directorship, partnership or employment in entities which are engaged in similar and competing business as the Group and such involvement may interfere with the proper discharge of their official duties in the Group.

(e) Dealing with competitors

This applies to situations where the Interested Persons are also involved in business entities which are engaged in similar and competing business as the Group and such involvement may interfere with the proper discharge of their official duties in the Group.

5. GENERAL RESPONSIBILITIES

All Interested Persons are responsible for identifying and managing conflict-of-interest on an ongoing basis (throughout their tenure with ANB and/or the Group) and are required to:

- a) Comply with this Policy and other applicable laws, policies and guidelines relating to the identification, documentation, escalation and management of conflict-of-interest;
- b) Act with objectivity, integrity and independence, and exercise sound judgement and discretion;
- c) Avoid, wherever possible, situations giving rise to conflict-of-interest as described in this Policy; and
- d) Immediately declare the conflict-of-interest situation, abstaining from the decision-making process and not seeking to influence such decisions any further.

The declaration shall be made as and when the conflict arises and shall be made at the earliest opportunity. i.e., as soon as the Interested Persons become aware of the conflict.

6. **MANAGING CONFLICT-OF-INTEREST**

When a determination has been made that there is a conflict-of-interest case, the Audit Committee of the Company shall:

- (a) Immediately inform the Board of the conflict-of-interest situation; and
- (b) Make recommendations to the Board to direct the Interested Person to:
 - (i) Withdraw from all his/her executive involvement in the Group in relation to the matter that has given rise to the conflict-of-interest. (for example, in the case where the Interested Person is an Executive Director);
 - (ii) The Interested Person may however at the request of the Chairman of the Board, be present at the Board Meeting to answer any questions. In circumstances where a party is determined to have a significant, ongoing and irreconcilable conflict-of-interest with the Group, and where such conflict-of-interest significantly impedes the Interested Person's abilities to carry out his/her fiduciary responsibility to the Group, the Audit Committee may determine that resignation of the Interested Person from the Group is appropriate and necessary.
 - (iii) Abstain from all Board deliberation and involvements in matters where he/she has a conflict-of-interest and shall abstain from any Board discussion relating to the recommendation of the Audit Committee. The Interested Person shall not vote or in any way attempt to influence the discussion of, or voting on, the matter at issue.
 - (iv) The Company Secretary shall record in the minutes the details of the conflict-of-interest that has arisen, the declaration by the Interested Person and the fact that the Interested Person was requested to leave the Board meeting for discussion of the matter at issue.

7. **MAINTAIN OF RECORDS**

For conflict-of-interest involving Interested Persons, the Company Secretary shall maintain records of all conflict-of-interest declarations, the evaluations and approvals as well as other related documents.

8. **CONFLICT-OF-INTEREST DISCLOSURE**

Any potential conflict-of-Interest situations, including interest in any competing business, that an Interested Person has with the Group shall be disclosed as follows: -

- a) Immediate disclosure of the interests of the Interested Person to the Audit Committee for deliberation and approval, before submitting it to the Board for final endorsement and recorded by the Company Secretary;
- b) Such a conflict-of-interest statement shall be disclosed in ANB's Annual Reports; and
- c) Such a conflict-of-interest statement shall be disclosed as part of the accompanying Notices of Annual General Meetings for the election of new Directors or re-election of retiring

Directors (if the Interested Persons are Directors) in the Company's General Annual Meeting.

9. BREACH OF POLICY

9.1 In the event of any breach of conflict-of-interest situation arises, the Audit Committee shall immediately inform the Board of such conflict-of-interest situation and to take the necessary remedial actions including right to institute any legal action against such conflicted party in accordance with the Policy.

9.2 The Board has the right to institute disciplinary and/or legal action against the Interested Person who fail to disclose a conflict-of-interest situation ("Defaulting Party"). Failure to disclose is a breach of this Policy and may lead to disciplinary action to be instituted against that Defaulting Party.

10. OTHER RELEVANT DOCUMENTS

This Policy must be read in conjunction with ANB's Anti-Bribery and Corruption Policy and other related policies. The Conflict-of-Interest Declaration form must be used to disclose any conflict-of-interest situation of the Interested Persons.

11. REVIEW AND PUBLICATION OF THE POLICY

The Board shall publish the Policy in the Company's website at *www.ancomnylex.com*. The Board shall also review the Policy annually and make necessary amendments to ensure that the Policy remains consistent with the Board's objectives, current regulatory requirements and governance best practices. Changes in the Policy shall be adopted by the Board with a resolution.

ANCOM NYLEX BERHAD
Company Registration No. 196901000122 (8440-M)
(Incorporated in Malaysia)

CONFIRMATION BY DIRECTOR AND KEY SENIOR MANAGEMENT IN RESPECT OF CONFLICT-OF-INTEREST FOR THE PERIOD FROM _____ TO _____

I do hereby solemnly and sincerely declare as follows:-

1. I confirm that I have read and understood the Conflict-of-Interest Policy issued by Ancom Nylex Berhad.
2. *I am involved in the following conflict-of-interest situation (actual/potential) during the reporting period:

Please tick if applicable	Type of Interest
	Equity ownership in entities having business relationship with the Group
	Directorship, partnership or other forms of beneficial interest in entities having business relationship with the Group
	Other employment, business appointment or undertakings which may affect my proper discharge of responsibilities in the Group
	Family members with interest in entities engaging in similar and competing business with the Group
	Interest in entities engaging in similar and competing business with the Group

PLEASE PROVIDE BELOW DETAILS OF CONFLICT-OF-INTEREST OR POTENTIAL CONFLICT OF INTEREST:

3. *I am not involved in any conflict-of-interest situation during the reporting period.

I hereby confirm that this is a complete disclosure of all conflict-of-interest or potential conflict-of-interest situations to the best of my knowledge.

Signature
Name :
Designation :

* - to strike out whichever is not applicable.