

CONFLICT-OF-INTEREST POLICY

1. PURPOSE

- 1.1 Ancom Nylex Berhad ("ANB" or "Company") and its subsidiaries ("Group") are committed to conducting business with integrity, transparency and in the best interests of the Group and its stakeholders.
- 1.2 A conflict of interest is not in itself misconduct. Conflicts arise in the ordinary course of business and are frequently unavoidable. What matters is that they are recognised early, disclosed candidly, and managed openly, so that every business decision of the Group is made objectively and is free from — and is seen to be free from — improper influence.
- 1.3 This Policy establishes the principles for identifying, disclosing, managing and monitoring actual, potential and perceived conflict-of-interest situations, and is to be read together with the Companies Act 2016, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Listing Requirements"), the Malaysian Code on Corporate Governance, the Group's Related Party Transactions Policy and Code of Conduct, and other applicable laws and internal procedures.

2. SCOPE

- 2.1 This Policy applies to the Directors, Key Senior Management and employees of the Group whose responsibilities may expose them to conflict-of-interest situations ("Covered Persons"), and to candidates for appointment as a Director.
- 2.2 This Policy also governs how the Group identifies, assesses, manages, monitors and discloses conflict-of-interest situations involving its major shareholders and persons connected with any Director, Key Senior Management or major shareholder, notwithstanding that such persons may not themselves be Covered Persons.

3. WHAT CONSTITUTES A CONFLICT OF INTEREST

- 3.1 A conflict of interest arises where the personal interests, relationships, external appointments, activities or loyalties of a person conflict, or may reasonably be perceived to conflict, with that person's duties and responsibilities to the Group.
- 3.2 A conflict may be actual, potential or perceived, and may be financial or non-financial, direct or indirect. It may arise from, among other things:
 - (a) a direct or indirect financial interest or ownership in an entity that has, or may have, dealings with the Group;
 - (b) a directorship, partnership, advisory role or other external appointment;
 - (c) secondary employment, business activity or professional engagement outside the Group;
 - (d) a family, personal, business or professional relationship that may influence, or be perceived to influence, a business decision involving the Group;
 - (e) involvement in a business or activity that competes with the Group; or
 - (f) competing loyalties or duties owed to another person or organisation.
- 3.3 The above examples are not exhaustive. Any circumstance that may impair, or may reasonably be perceived to impair, a person's independence, objectivity or ability to act in the best interests of the Group is to be treated as a conflict of interest.

4. RESPONSIBILITIES OF COVERED PERSONS

- 4.1 Covered Persons are required to:
 - (a) comply with this Policy and with applicable legal and regulatory requirements;

- (b) exercise sound judgement, integrity and objectivity in performing their duties;
 - (c) avoid situations giving rise to a conflict of interest wherever practicable;
 - (d) disclose any actual, potential or perceived conflict of interest promptly upon becoming aware of it, and not wait for the next scheduled declaration; and
 - (e) abstain from participating in discussions, deliberations, decisions and approvals relating to any matter in which they have an interest.
- 4.2 A Director's obligations under this Policy are in addition to, and do not limit, the statutory duties owed under the Companies Act 2016, including the duty under Section 221 to declare the nature and extent of any direct or indirect interest in a contract or proposed contract with the Company at a meeting of the Board as soon as practicable after the relevant facts come to the Director's knowledge, and the restrictions under Section 222 on participating and voting in relation to such a contract.
- 4.3 Where a Director abstains under this Policy or under the Companies Act 2016, the abstention and its reason shall be recorded in the minutes, and the Director shall not be counted in the quorum for the relevant item unless the law permits otherwise.

5. DISCLOSURES

- 5.1 Every conflict-of-interest situation shall be disclosed through the prescribed declaration process.
- 5.2 Directors and Key Senior Management shall complete a written declaration in the form set out in the Appendix:
- (a) on appointment, and — in the case of a candidate for appointment as a Director — before appointment;
 - (b) at least annually; and
 - (c) as soon as practicable upon becoming aware of any new or changed conflict of interest.
- 5.3 Directors shall also declare any interest in a matter tabled for decision at the commencement of the relevant Board or Committee meeting, whether or not previously declared.
- 5.4 The Company Secretary shall maintain a register of the interests disclosed under this Policy, recording the nature of each interest, the date it was disclosed, the measures adopted to manage it, and the date it ceased.

6. MANAGEMENT OF CONFLICTS

- 6.1 The Board, or the relevant Board Committee, shall review each disclosed conflict-of-interest situation and determine the appropriate course of action, which may include:
- (a) requiring the person to abstain from discussions, deliberations, decision-making and voting;
 - (b) restricting the person's access to relevant information or Board papers;
 - (c) implementing safeguards, supervision or monitoring measures;
 - (d) requiring the person to divest an interest or to discontinue the conflicting activity or relationship; or
 - (e) where the conflict is fundamental and cannot be managed, requiring the person to resign from the relevant position.
- 6.2 The measure adopted shall be proportionate to the nature and significance of the conflict, and shall be recorded.

7. GOVERNANCE OVERSIGHT

- 7.1 The Board of Directors has overall responsibility for the governance of conflicts of interest within the Group and for determining how a disclosed conflict is to be managed.

- 7.2 The Audit Committee shall review conflict-of-interest situations that have arisen, persist or may arise within the Group, together with the measures taken to resolve, eliminate or mitigate them; shall satisfy itself that appropriate procedures exist to identify, assess and monitor conflict-of-interest risk; and shall review the related disclosure to be made in the Company's annual report.
- 7.3 The Remuneration & Nominating Committee shall assess any conflict of interest, including any interest in a business that competes with the Group, in respect of a candidate for appointment as a Director and of any Director standing for re-election, and shall report its assessment to the Board.
- 7.4 Management shall establish and maintain the procedures, controls and records necessary to give effect to this Policy.

8. DISCLOSURE IN ANNUAL REPORT

- 8.1 The Company shall make the disclosures on conflict-of-interest situations required by the Listing Requirements, including a description of any conflict-of-interest situation involving a Director or major shareholder that arose or persisted during the financial year and the measures taken to address it, and any interest of a Director or major shareholder in a business that competes with the Group.

9. BREACH OF POLICY

- 9.1 A failure to disclose, or to appropriately manage, a conflict of interest is a breach of this Policy.
- 9.2 The Board may take such remedial, disciplinary or other action as it considers appropriate, having regard to the nature and severity of the breach and to applicable laws and regulations.

10. REVIEW AND PUBLICATION

- 10.1 This Policy shall be reviewed at least once every three years, and whenever there is a material change in the applicable law, regulation or guidance, or in the circumstances of the Group. Any amendment is subject to the approval of the Board.
- 10.2 This Policy shall be made available on the Company's website at www.ancomnylex.com.
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11. APPENDIX — DECLARATION OF CONFLICT OF INTEREST

Declaration by a Director or member of Key Senior Management of Ancom Nylex Berhad for the period from [] to [].

I confirm that I have read and understood the Conflict-of-Interest Policy issued by Ancom Nylex Berhad. I declare as follows (tick one):

☐	I am not involved in any conflict-of-interest situation (actual, potential or perceived) during the reporting period.
☐	I am involved in the conflict-of-interest situation(s) set out below.

Where applicable, indicate the type or types of interest and give details:

Tick	No.	Type of interest	Description
	1	Financial interest	Direct or indirect ownership or investment in an entity that has, or may have, business dealings with the Group.
	2	External appointments	Directorship, partnership, advisory role or other position held in an external organisation.
	3	External employment or business activities	Employment, business activity or professional engagement outside the Group.
	4	Family or personal relationships	A relationship that may influence, or be perceived to influence, a business decision involving the Group.
	5	Competing interests	Involvement in a business or activity that competes with the Group.
	6	Other	Any other circumstance that may impair, or be perceived to impair, independence or objectivity.

Details of each conflict of interest or potential conflict of interest

Item	Details
Date the interest arose or was identified	
Measures you propose to manage the conflict	

I confirm that this is a complete disclosure of all my conflict-of-interest situations, actual, potential and perceived, to the best of my knowledge and belief, and I undertake to notify the Company Secretary promptly of any new or changed conflict of interest.

Signature:	Name:
Designation:	Date:

DOCUMENT CONTROL

Document	Conflict-of-Interest Policy
Owner	Audit Committee
Approved by	Board of Directors
Date of approval	29 September 2026
Supersedes	Conflict-of-Interest Policy dated 11 July 2024