



RESERVOIR LINK ENERGY BERHAD

CODE OF BUSINESS CONDUCT ("COBC")

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RLEB/CP-001	CODE OF BUSINESS CONDUCT (COBC)	19.05.2020	0

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DESIGNATION	SENIOR MANAGER – CONTRACT & CORPORATE SERVICES	FINANCIAL CONTROLLER	

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1. OVERVIEW

The Board establishes this Code of Business Conduct (“COBC”) applies to all Directors and Employees of Reservoir Link Energy Berhad (“the Company”) and its subsidiaries (collectively “the Group”) to promote safe work environment, good business conduct and maintain a healthy corporate culture that engenders integrity, transparency and fairness.

Although the COBC is specifically written for the Company Group’s Directors and Employees, the Company Group expects that contractors, sub-contractors, consultants, agents, representatives and others performing work or services for or on behalf of the Company Group to comply with the COBC in relevant parts when performing such work or services. Failure by contractors, sub-contractors, agents, consultants or other service providers to comply with the principles and standards as set out in the COBC may result in the termination of the non-complying party’s relationship with the Company Group.

The Company is committed to conduct its business in full compliance with all applicable laws and regulations in Malaysia and in countries where the Company has operations. The Company’s professionalism, honesty and integrity must at all times be upheld in the Company’s business dealings with customers, vendors, suppliers, contractors, government, regulators, investors, the business community as a whole and in the relationship of its own employees. Employees are not permitted to be involved or engaged in practices that affect or impair the Company’s integrity, impartiality or reputation and are required to promote the interests of the Company, perform their duties with skill, honesty, care and diligence, using authority in a fair and equitable manner, abide by the Company’s policies and procedures, instructions and lawful directions that relate to their employment and duties.

It is the responsibility of every employee to act in accordance with the policies detailed in the COBC and any updates or amendments which may be issued from time to time by the Company. It is also the employee’s responsibility to seek clarification, to ask questions and to report suspected violations or express concerns regarding compliance with the COBC. Managers have added responsibility of supporting the implementation and monitoring compliance of the COBC.

2. OBJECTIVE

It is a guide to assist the Company’s Directors and Employees to observe ethical and legal business standards. It provides guidance on Employees conduct when dealing with other parties that have business dealings with the Company. It also provides guidelines for the manner Employees should conduct themselves at the work place, while performing their daily duties for the Company. It is not intended to be exhaustive and there may be additional obligations that Directors and Employees are expected to behave or conduct when performing their duties whether or not these are also imposed by law.

The objective of the COBC is to ensure that the Company’s business interactions should not in any circumstances, tainted by malpractices.

All employees must take ownership and responsibility in the performance of their duties in relation to the affairs of the Company Group and always act in the best interests of the Company.

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The Company reserves the right to modify, revise, or waive any of the provisions under this COBC from time to time at the Company's discretion. Any modification, revision or waiver of any of the provisions made from time to time shall be read together and form part of the COBC.

3. CORE AREA OF COBC

3.1 Health, Safety and Environment

The Company will use its best endeavours to ensure a safe workplace and maintain proper occupational health and safety practices to commensurate with the nature of the Company's businesses and activities. Such a commitment in return requires that all Directors, Employees, sub-contractors, agents, consultants or other services providers understand and abide by the Company's HSE policies and procedures.

3.2 Fair and Courteous Behaviour

Directors and Employees are to treat their fellow Directors and Employees with respect to maintain a healthy, safe and productive work environment that is free from discrimination and harassment based on race, religion, political inclination, gender, sexual orientation, marital status, national origin, disability, age or other factors that are unrelated to the Company's legitimate business interests.

3.3 Use of Resources and Asset Protection

Directors and Employees must protect the assets of the Company entrusted to them for legitimate business purposes and that no property, information or position belonging to the Company or opportunity arising from these be used for personal gain.

Assets shall include all physical assets, proprietary information, intellectual property rights, patents, trademarks and copyrights.

Directors and Employees are not allowed to use the Company's assets including equipment, resources and proprietary information for any outside work or for personal gain.

Directors and Employees shall return all the Company's assets entrusted to them upon cessation of their employment including documents which contain the Company's proprietary information. Additionally, they may not disclose or use the Company's proprietary or confidential information.

3.4 Data Integrity and Records

All information must be recorded accurately, timely and with integrity in order to meet the Company's legal and financial obligations and to manage the affairs of the Company.

All books, records and accounts should conform to generally accepted and applicable accounting principles and to all applicable laws and regulations.

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No unauthorized, false, improper or misleading records or entries shall be made in the books and records of the Company, under any circumstances.

3.5 Confidential Information

It is pertinent that all Directors and Employees exercise caution and due care to safeguard any information of confidential and sensitive nature relating to the Company which is acquired in the course of their employment, and are strictly prohibited to disclose to any person, unless the disclosure is duly authorized or legally mandated.

Personal data and/or sensitive personal data shall have the same meanings as prescribed in the Personal Data Protection Act 2010 (“Act”). All employees with access to personal data and/or sensitive personal data shall comply with the requirements of the Act.

3.6 Conflict of Interest

The Directors and Employees are expected to make business decisions in the best interest of the Company and should avoid involving themselves in situations where there is real or apparent conflict of interest between them as individuals and the interest of the Company. Directors and Employees must not use their positions or knowledge gained directly or indirectly in the course of their duties or employment for private or personal advantage.

In addition, a Director or an Employee shall avoid any situation in which the Director or Employee has an interest in any entity or matter that may influence the Director or Employee’s judgment in the discharge of responsibilities.

When faced with a personal conflict, the Directors and Employee owes a duty to the Company Group to put its interest first and to declare any potential conflict of interest situation to the Managing Director. The individual concerned should withdraw from the decision making process.

3.7 Bribes and Corruption

The bribes may be in any form, monetary or otherwise including but are not limited to unauthorized remuneration such as referral fee, commission or other similar compensation, material goods, services, gifts, business amenities, premiums or discounts of an inappropriate value or of an unreasonable level or that are not generally offered to others or that are prohibited by law or may reasonably be viewed as having crossed the boundaries of ethical and lawful business practice.

Corruption is defined as dishonest behaviour by those in positions of power, such as managers or government officials. Corruption can include giving or accepting bribes or inappropriate gifts, double dealing, under-the-table transactions, manipulating elections, kickbacks, diverting funds, laundering money and defrauding investor.

The Company takes a zero-tolerance approach towards bribery and corruption, and is committed to behaving professionally, fairly and with integrity in all the business dealings

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and relationships wherever the Company operates, and implementing and enforcing effective systems to counter bribery and corruption.

Directors and Employees shall not offer, give, solicit or accept bribes in order to achieve business or personal advantages for themselves or others or engage in any transaction that can be construed as having contravened the anti-corruption laws.

Directors and Employees must also refrain from any activity or behaviour that could give rise to the perception or suspicion of any corrupt conduct or the attempt thereof. Promising, offering, giving or receiving any improper advantage in order to influence the decision of the recipient or to be so influenced may not only result in disciplinary action but also criminal charges.

The Company Group is committed in complying with anti-bribery and corruption laws that apply to its' operations, Malaysian Anti-Corruption Commission Act (Amendment) 2018. Under these laws, all Directors and Employees are prohibited from offering or accepting bribes to or from government officials, customers, partners, principals or suppliers to secure or award any contract, retain business or to direct business to any persons or to have an improper advantage.

If any Directors and Employee, contractor, sub-contractor, agent, consultant or other service provider is confronted with a demand or offer for a bribe from anyone, such demand or offer must be reported immediately to his or her immediate superior and/or respective Head of Department and/or senior management for further action.

All the Directors and Employees are prohibited from corrupt practices in dealing with government officials. It is an offense to make or offer a payment, gift or other benefits to any government official in order to induce favourable business treatment.

3.8 Gifts

Directors and Employees or their family members must not solicit any gifts from Counterparts or Business Partners directly or indirectly. They are also discouraged from accepting gifts from these parties. Notwithstanding this, the Company recognizes that the occasional acceptance of modest gifts may be a legitimate contribution to good business relationships.

Gift given must be;

- (a) nominal and reasonable and not lavish or extravagant and be infrequent. Corporate gifts such as calendars, diaries, umbrellas, mouse pads and the like which are inexpensive, openly distributed during festivities and special occasions such as flowers/fruit baskets and deemed trivial are acceptable.
- (b) connected to a legitimate business promotional activity or performance of any existing contract consistent with Company Group's business practices.
- (c) appropriate to the official responsibilities of the employees.
- (d) in accordance with the prevailing guidelines and policies of Company Group such as the Company Group's approval authority guidelines., any gifts and requisition of

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entertainment policy and terms and conditions of contracts with principals, customers and suppliers.

- (e) in accordance with applicable laws and regulations, customer’s internal gift policy, generally accepted business practices and customs.
- (f) Directors and Employees offer gifts to promote good business relationships. However, they must be sensitive to the recipient organisation’s gifts receiving policy.
- (g) not to be given with a corrupt intent namely to improperly influence relationships or decisions or to obtain special treatment in connection with Company Group’s business.
- (h) be accurately recorded in the Company Group’s books and records.
- (i) the value of the gift shall be less than **RM500**. Any gift exceeding the threshold limit can be brought back to the Company, to fill Declaration Form and submit to authorized personnel for determining the treatment for it (reject or accept with disposition decision)

Directors and Employees or their family members must never accept or offer, with or without approval, gifts in the form of cash or cash equivalents, personal services or those otherwise that may put themselves in a position of conflict, influence the business decision or was otherwise intended or given with the expectation of gaining any advantage, or which may adversely affect the Company’s reputation.

3.9 Entertainment

Directors and Employees;

- (a) must not solicit any form of entertainment from Counterparts or Business Partners directly or indirectly. They may accept invitations to social events or entertainment within reason according to the scope of their work provided these events or entertainment are not lavish or become a regular feature that may influence business decision making process.
- (b) may also offer modest entertainment that is legal and reasonable within the scope of their work. When offering entertainment, they must be sensitive to the recipient organisation’s entertainment receiving policy. Employees must consult and obtain prior approval from the Head of Department.
- (c) Must not accept, engage or offer any entertainment that is indecent, sexually oriented or that otherwise might put themselves in a position of conflict or adversely affect the Company’s reputation.

3.10 Donations and Sponsorships

The Company Group is committed to the principles of “corporate responsibility” and is committed to sponsorships and donations to demonstrate “good corporate citizenship” to the communities in which the Company Group operates.

Any donations or sponsorships in cash or in kind offered by the Company Group to charitable organisations, non-governmental organizations, community groups will be evaluated on a case to case basis and with due regard to the merits of the donation/sponsorship request in accordance with the Company Group’s approval

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authority guidelines. Donations and sponsorships should generally be related to the industry in which the Company Group operates as well as the locations where the Company Group is based.

3.11 Political Contribution

Directors and Employees must not use their position with the Company to try to influence any other person (whether or not employed by the Company) to make political contributions or to support politicians or their parties.

Directors and Employees may not make any contribution or incur any expenditure using the Company's resources to benefit any political campaign, party or politician.

The Company's facilities, equipment and resources may not be used for any political campaigns or party functions.

Charitable donations may not be used as a substitute for prohibited political payments.

3.12 Money Laundering and Anti-Terrorism

Money laundering is the process of concealing the true nature or source of unlawfully obtained funds and convert the "dirty" money to a legitimate source of income or asset. It is an offence under the Anti-Money Laundering and Anti-Terrorism Financing Act 2001 in Malaysia.

Directors and Employees are prohibited from involvement in money laundering activities, either directly or indirectly.

Directors and Employees are expected to be mindful of the risk of the Company's business being use for money laundering activities and to raise any suspicious transactions to their immediate superior.

Directors and employees shall not engage in any financial transactions involving properties or funds which promotes or are the results of criminal activity including diverting, concealing, receiving or using the proceeds of such criminal activity.

Directors and employees shall not also finance, sponsor, facilitate or assist any terrorist person, activity or organization or any such person's activity or organization designated as a terrorist person, activity or organization.

3.13 Anti-Competition

Anti-competition law protects free enterprise and prohibits behaviour that limits trade or restrict fair competition and promotes a free and fair marketplace.

The Company Group complies with all applicable anti-competition laws which apply to its operations.

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Anti-competitive behaviour will damage the Company Group’s business and reputation for fairness and honesty. Anti-competitive practices are unacceptable. Violation of anti-competition law by any employee may subject both the employee and the Company Group to severe consequences.

3.14 Law Compliance

The Company will comply with all applicable laws, rules and regulations of the governments, commissions and exchanges in jurisdictions within which the Company operates. Directors and Employees are expected to understand and comply with the laws, rules and regulations that are applicable to their positions and/or work, including the Anti-Money Laundering and Anti-Terrorism Financing Act 2001, Malaysian Anti-Corruption Commission Act (Amendment) 2018, Personal Data Protection Act 2010, Competition Act 2010, etc.

The Company reserves the right to report any actions or activities suspected of being criminal in nature to the police or other relevant authorities.

3.15 Sexual Harassment

Sexual harassment by any Director or Employee is unacceptable. It is the Company’s policy to provide all Employees with a working environment free from any form of sexual harassment. Any questions concerning issues of such should be directed either to the Head of Department or the HR & Admin Department. All such reports and/or complaints shall be treated with strictest confidence.

3.16 Insider Trading

Employees who are in the possession of market sensitive information are not allowed to trade in securities of the Company or the shares of another listed company if that information has not been made public.

Further, employees shall not disclose such price sensitive information to any third party or encourage any other person to deal in price-affected securities.

Employees must consult their respective Head of Department if unsure of the status of the information held by them.

Employees must ensure that all transactions in the Company shares comply with the procedures set out in the Bursa Malaysia Listing Requirements and the law on insider trading.

3.17 Public Disclosure

Any written or oral communication made publicly on behalf of the Company Group is a public disclosure.

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Employees shall not either orally or in writing or in any form (including on social media websites such as Twitter, Facebook, Instagram, Facebook and others) make or circulate any public statement on the policies, decisions, measures or work undertaken by the Company Group, unless the employees are duly appointed or authorised to make such statement on behalf of the Company Group.

Misleading the public can be a regulatory offence. Inaccurate and delayed information disclosure can damage the Company Group's reputation.

3.18 Equal Opportunity

Equal opportunity is to ensure that current and potential employees are offered the same opportunities regardless of race, nationality, ethnic origin, age, religion or belief, sex, marital status, disability, or any other characteristic unrelated to the performance of the job.

The Company Group is committed to promote equal opportunities in employment to ensure that all its employees and job applicants are treated fairly and are not subjected to unfair or unlawful discrimination.

The Company Group aims to recognize and reward individual or potential talents with an equal opportunity to excel and ensure that the Company Group's vision is achieved

3.19 Human Right

In compliance with human rights commitment, the Company seek to all the Directors and Employees committed and respect internationally recognised human rights and contribute to sustainable development of the Company.

Directors and Employees requires to adhere to the following principles;

- (a) Freedom of Labour, by not engaging or employing people, under any circumstances, against their own free will or engaging in bonded labour/debt slavery.
- (b) Prevention of Child Labour, by not employing children below the legal minimum working age requirement of any country. Employees and contract personnel must be at least eighteen (18) years of age (unless otherwise determined by the local laws of the host country).
- (c) Wages and Benefits, by complying with all applicable laws related to employee compensation, including minimum wage, overtime hours and legally mandated benefits.
- (d) Working Hours, by complying with local laws of the host country or agreements regarding working hours, overtime hours, and work during holidays.

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- (e) Establish Grievance Mechanisms, which provide a means of grievance reporting and appropriate follow-up measures while ensuring that the identity of the complainant is protected.
- (f) Non-Discrimination, by respecting diversity in the workplace and not engaging in any form of unlawful discrimination based on gender, race, ethnicity, skin colour, religion, nationality, sexual orientation, age, marital status, pregnancy, political affiliation, or disability in hiring and employment practices.
- (g) Freedom of Association, by respecting the legal rights of employees to become members of a labour union or otherwise.
- (h) Humane Treatment, by respecting employee's rights and ensuring no harsh and inhumane treatment, including any form of mental or physical coercion, or verbal abuse of employees.
- (i) Foreign or Migrant Workers, where if foreign or migrant employees are engaged, they are to be employed in full compliance with the labour and immigration laws of the host country.

3.20 Disclosure Duties

Directors and Employees shall report any suspected, illegal, unethical or improper conduct of which they have become aware during the performance of work and business dealings.

Directors and Employees may also disclose any alleged or suspected improper conduct using the procedure provided for in Company's Whistleblowing Policy.

Any breach of the COBC shall be reported to the immediate superior and/or respective Head of Department and/or Management Committee and/or Head of Human Resources in accordance with the description in COBC.

The Company Group will not tolerate any retaliation against anyone making such a report in good faith. Appropriate action will be taken against employees making a not good faith complaint according to the Company's Whistleblowing Policy.

4. VIOLATIONS OF THE COBC

Non-compliance with the COBC is a misconduct, which will result in an investigation / inquiry to establish the facts and if substantiated may lead to action being taken.

In the case of suspected criminal activities or breach of law or regulation, the Company has the right to report the case or breach to the appropriate authorities.

Any Employee who knows of, or suspects, a violation of the COBC, is encouraged to whistle blow or report the concerns through the Whistle Blowing Policy. No individual will be discriminated against or suffer any act of retaliation for reporting in good faith on violations or suspected violations of the COBC.

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5. REVIEW OF THE COBC

The Board will review the COBC from time to time to ensure that it continues to remain relevant and appropriate.

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DECLARATION BY EMPLOYEE**

I, (NRIC/Passport No.....), hereby confirm that I have read and understand the Code of Business Conduct (“COBC”) and agree to observe and adhere to the COBC as amended from time to time.

I shall conduct myself with complete professionalism, integrity and be true to the spirit of the COBC in the daily execution of my duties and assignments and as an employee of Reservoir Link Energy Berhad (RLEB).

I acknowledge that failure to abide by the COBC will lead to the appropriate action being taken against me.

Name:
Date :