

Code of Conduct for Directors

Introduction

The Board of Directors (“the Board” or “the Directors”) of Green Packet Berhad (“GPB” or “the Company”) has adopted this Code of Conduct for the Board of the Company (“Code”). The Code covers a wide range of business practices and procedures. It sets out basic principles to guide and direct all the Directors of the Company and its subsidiary companies for board conduct and decision- making.

This Code describes the standards of business conduct and ethical behavior for the Directors in the performance and exercise of their responsibilities as Directors of the Company or when representing the Company.

Accordingly, this Code is established to reflect the Board’s commitment to such ownership standards. No Code can offer a complete guide to cover all possible situations that might be encountered, and the Directors must exercise judgement in applying the principles embodied in this Code to any particular situations or circumstances. The provisions of this Code are in addition to, and not in substitution for, any obligation imposed upon a director by agreement, common law, equity, statute or regulation. Compliance with this Code will not relieve a director from any such obligations of due care.

Accountability

1. Abide by the Company’s Constitution, applicable laws, Main Market Listing Requirements, rules and regulations, by-laws and policies of Green Packet Berhad.
2. Exercise reasonable care, good faith and due diligence in Company’s affairs.
3. Fully disclose, at the earliest opportunity, any conflict or any appearance of a conflict of interest to the Chairman of the Board.
4. Fully disclose, at the earliest opportunity, information of fact that would have significance in board decision-making.

Conflict of Interest

A “conflict of interest” occurs when a director’s private interest interferes in any way, or appears to interfere, with the interests of the Company. Conflicts of interest also arise when a director, or a director’s family member, receives improper personal benefits as a result of the director’s position with the Company.

Confidentiality

Respect the confidentiality of information entrusted to them due to board service and not disclose to a third party on any information or make any forward looking statements which are price-sensitive in nature.

Compliance with Laws, Rules and Regulations

Directors will comply with all laws, rules and regulations applicable to the Company, including insider trading laws.

Company's Records

All Company's records are to be prepared precisely, reliably and honestly.

Especially the Directors whom are in-charge of financial statements preparation and contribute to the creation of business records, covering from submission of order records, expense records, and invoice records; to take obligation to maintain business and statutory records for corporate, operational, legal, financial, historical and other purposes seriously and to take appropriate steps to ensure that the content, context and structure of the records are true and reliable.

Whistle-Blowing

Whistle-blowing is a specific reporting mechanism by which a worker or stakeholder can report or disclose through established channels, concerns about any violations of the Code, unethical behavior, malpractices, illegal acts, misconduct or failure to comply with regulatory requirements that is taking place / has taken place / may take place in the future.

Only genuine concerns should be reported under the whistle blowing procedures. Under the Company's whistle-blowing policy, such report should be made in good faith with a reasonable belief that the information and any allegations in it are substantially true, and the report is not made for personal gain. Malicious and false allegations by the whistle blower will be viewed seriously and treated as a gross misconduct and if proven, may lead to dismissal or termination of the whistle blower who abuses this system. The identity of the whistle blower will always be kept in strictest confidentiality.

Anti-bribery and corruption

It is the Company's policy to conduct all of its business in an honest and ethical manner. Directors are prohibited to or prohibited to attempt to offer, give, ask for, accept or receive any form of bribe. The Company takes a zero-tolerance approach to bribery and corruption and is committed to acting professionally, fairly and with integrity in all its business dealings and relationships wherever it operates, and to implementing and enforcing effective systems to counter bribery. A bribe occurs when someone attempts to influence a decision by offering some form of undue or improper advantage, incentive or favor.

Review of this Code

The Board shall periodically review and reassess the adequacy of this Code and make such amendments to this Code as the Board may deem appropriate.