



CODE OF CONDUCT & ETHICS

THREE-A RESOURCES BERHAD

199901006659 (481559-M)

1. PURPOSE AND SCOPE

The Code of Conduct and Ethics (“**Code**”) applies to all Directors (both Executive and Non-Executive) and employees (including full time, probationary, contract, part-time and temporary) (“**Personnel**”) of THREE-A RESOURCES BERHAD (“**3A**”) and its subsidiaries (collectively known as “**3A Group**”).

The Code sets out the principles to guide standards of behaviour and business conduct when Personnel deal with third party. In this context, third party refers to any individual or organisation the Personnel comes into contact with during the course of his/her work, and includes actual and potential customers, competitors, suppliers, contractors, distributors, business contacts / partners, agents, advisers, regulators, government and public bodies and officials, shareholders, investors and the community in which 3A Group operates in.

The Code is not a comprehensive guide that covers every ethical situation Personnel may encounter in their course of work. In any circumstance which is not covered by the Code or in case of any doubt, Personnel shall refer to the Head of Department or the Human Resources (“**HR**”) Department for clarification or guidance.

2. RESPONSIBILITIES AND COMPLIANCE

It is the responsibility of Personnel to act in accordance with the policies, principles and guidelines detailed in this Code, and any update or amendment which may be issued from time to time by 3A Group. It is also the Personnel’s responsibility to report violations or suspected violations of this Code and support the implementation of this Code. Any violation or suspected violation of this Code shall be reported to the HR Department or the Head of Department or such other officer designated by the 3A Group from time to time.

Non-compliance with this Code will be treated seriously and may result in disciplinary action, including the possibility of suspension or dismissal, and if warranted, legal proceedings against the Personnel. Violation of applicable laws may subject Personnel to civil and/or criminal penalties imposed by a governmental agency or a court, in addition to disciplinary action.

3. DUTIES OF GOOD FAITH, DILIGENCE AND INTEGRITY

3.1 Conflict of Interest

Personnel must not engage directly or indirectly in any business activity that competes or conflicts with the interests of 3A Group. These activities include, but are not limited to the following:

- Other Business Interests

Personnel shall not conduct any business other than the businesses of the 3A Group during office hours.

- Other Employment

Personnel are discouraged from carrying out additional gainful employment outside 3A Group. In the event of engaging part-time employment after and outside normal office hours, full details of such employment shall be given to Human Resource (“**HR**”) Department and to obtain the written approval from the Management of 3A Group before undertaking such employment. Approval shall only be granted where the interests of 3A Group will not be prejudiced.

Personnel must not use their positions or knowledge gained directly or indirectly in the course of their duties or employment for private or personal advantage (directly or indirectly). Personnel shall avoid any situation in which they have an interest in any entity or matter that may influence the Director or Employee's judgment in the discharge of responsibilities.

Personnel are advised to consult the HR Department and/or the Management of 3A Group for any uncertainty about a situation of potential conflict of interest.

3.2 Bribery or Unethical Trading Practices

Personnel shall neither offer or accept bribes in any form; nor make or accept facilitation payments, and shall refrain from illegal, unlawful or unethical actions that might damage the reputation of or any act that jeopardises the integrity and standard of competency of 3A Group.

3.3 Accepting or Giving Gifts and Other Benefits

Personnel are prohibited to offer or accept any gifts, hospitality, entertainment, commission, emolument, service, gratuity, cash, property or any benefit in kind for personal benefit or advantage from any person / agent / representative / corporation having a direct or indirect business dealing with 3A Group.

Where any gifts or benefits offered, the Personnel shall immediately inform the Head of Department and/or HR Department, regardless of its value.

Personnel are encouraged to refer to 3A Group's Anti Bribery and Corruption Policy for more detailed information on giving and accepting of gifts, hospitality and entertainment.

3.4 Inside Information and Securities Trading

Personnel shall not use price sensitive non-public information, which can affect the prices of the securities of 3A and/or related listed companies when it becomes publicly known ("Inside Information"), for personal benefit.

Personnel are prohibited to trade in securities or to provide information to others to trade in securities of the 3A and/or related listed companies until the Inside Information is publicly released. Personnel shall also not trade in securities in any other companies where they have Inside Information which they obtain in the performance of their duties.

Personnel who possess inside information are prohibited from influencing any other person to deal in the securities concerned or communicating such information to any other person, including all other Personnel who do not require such information in discharging their duty.

3.5 Compliance to the Law

3A Group will comply with all applicable laws, rules and regulations of the governments, commissions and exchanges in jurisdictions within which 3A Group operates. Personnel 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 (Amendment) Act 2018, Personal Data Protection Act 2010 and Competition Act 2010. 3A Group reserves the right to report any actions or activities suspected of being criminal in nature to the relevant authorities.

3.6 Whistleblowing and Grievance and Procedure

3A Group has established grievance procedures and whistleblowing channels which all Personnel and external parties are encouraged to use to report potential or actual ethics, human rights, legal or regulatory violations, including improper or unethical business practices, and there are mechanisms in place to ensure that the person making such a report shall do so without fear of intimidation. All complaints will be investigated and any breaches can lead to disciplinary measures, including removal or dismissal.

4. COMPANY INFORMATION, RECORD AND ASSETS

4.1 Protection and Use of Assets and Resources

Personnel must protect the assets and resources of 3A Group to ensure availability for legitimate business purposes and that no property, information or position belonging to 3A Group or opportunity arising from these be used for personal gain.

Personnel shall safeguard and make proper and efficient use of the assets and resources in compliance with all applicable laws, policies and licensing agreements, and take all necessary steps to prevent loss, damage, misuse, theft, fraud or destruction of 3A Group assets and resources.

4.2 Business Record and Control

Accurate, timely and reliable records are necessary to meet the Group's legal and financial obligations and to manage the affairs of 3A Group. All books, records and accounts should conform to generally accepted and applicable accounting principles and to all applicable laws and regulations. The preparation and maintenance of accurate and adequate business records are the responsibility of each Employee. No unauthorized, false, improper or misleading records or entries shall be made in the books and records of 3A Group, under any circumstances.

4.3 Confidential Information

It is pertinent that all Personnel exercise caution and due care to safeguard any information of a confidential and sensitive nature relating to 3A Group 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.

In the event that a Personnel knows of material information affecting 3A Group which has not yet been publicly released, the material information must be held in the strictest confidence by the Personnel involved until it is publicly released.

Personnel shall not during, or after termination of directorship in or employment with 3A Group (except in the proper course of the duties or with written consent) divulge or make use of any secrets, copyright material, or any correspondence, accounts or dealings of 3A Group.

4.4 Media Relation

All enquiries from the media eg TV, Radio, Press etc must be referred to the Management of the 3A Group. Any Personnel is not permitted to give interviews for any purpose connected with 3A Group without the prior consent of the appropriate authority.

5. WORKPLACE CULTURE AND ENVIRONMENT

5.1 Equal Opportunity and Non-Discrimination

3A Group upholds the principle of diversity of workforce, equal opportunity, non-discrimination and fair treatment in all aspects of employment, including recruitment and hiring, compensation and benefits, working conditions, training, rewards and recognition and career development. Personnel must strive to create a workplace where everyone is treated fairly and equally.

5.2 Health and Safety

3A Group 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 Group's businesses and activities. Such a commitment in return requires that all Directors and Employees understand and abide by the 3A Group's policies and procedures.

5.3 Harassment, Threat and Violence

3A Group seeks to provide a work environment where Personnel are treated with respect and free from any form of harassment, threat, intimidation, violence or any other inappropriate behaviour. Personnel are responsible to report any harassment, intimidation, offensive or inappropriate behaviour. All complaints or grievances will be investigated and appropriate action will be taken to stop such conduct and prevent future occurrences.

5.4 Drugs, Alcohol and Prohibited Substances

Personnel are expected to perform their job duties free from the influence of any substance that could impair job performance or pose unacceptable safety risk to the others. 3A Group therefore prohibits working under the influence of alcohol, illegal drugs or controlled substances. In addition, the use, possession, distribution or sale of alcohol, illegal drugs or other controlled substances in the workplace is strictly prohibited.

5.5 TRADE UNION, POLITICAL AND SOCIAL ACTIVITIES

Any trade union, political and social activities shall be conducted outside the premises of 3A Group and after working hours. Personnel shall ensure the involvement or participation in these activities will not infringe upon or interfere with the duties and responsibilities to 3A Group.

3A Group, however, reserves the right to request Personnel to stop the involvement or participation in these activities if these activities prevent the commitment to the duties and responsibilities and/or cause detriment or embarrassment of any kind to 3A Group.



CONFLICT OF INTEREST DECLARATION FORM

All Employees of THREE-A RESOURCES BERHAD and its subsidiary SAN SOON SENG FOOD INDUSTRIES SDN BHD (collectively known as “3A Group”) should avoid any situation that involves, or appears to involve, a conflict between their personal interests and the interests of 3A Group. Employees with a conflict of interest must disclose any obligation, commitment, relationship or interest that could conflict or may be perceived to conflict with his or her duties by making a disclosure in the Conflict of Interest Declaration Form. Where an employee is found to have any actual or potential conflict of interest but failed to declare it, the employee is in violation of the Code of Conduct and Ethics and may be subject to legal claims or proceedings or disciplinary measures including termination of employment.

PERSONAL DETAILS	
Name	
Position	
Department	
DISCLOSURE DETAILS	
<input type="checkbox"/> I hereby confirm that I have nothing to declare	
<input type="checkbox"/> I hereby declare that I or my affiliated persons have an actual or potential conflict of interest as follows:	
<input type="checkbox"/> Business or personal dealing with business partners of 3A Group	
<input type="checkbox"/> Direct or indirect interest in any business transaction with 3A Group	
<input type="checkbox"/> Owner / Director / Shareholder / Officer of 3A Group’s business partners	
<input type="checkbox"/> Family members and close personal relationship of 3A Group’s business partners	
<input type="checkbox"/> Employment and/or activities outside of 3A Group	
<input type="checkbox"/> Gifts, hospitality or other benefits	
<input type="checkbox"/> Other relevant interests	
Please state details:	

I hereby declare and confirm that all the information provided is true to the best of my knowledge.

Signature

Date

* **Affiliated Persons** include immediate family members (spouse, children, parents, siblings or relatives) and beneficial owner / shareholder / director / officer / partner / employee of any corporation or entity

* **Business Partners** include but not limited to suppliers, contractors, service providers, customers, agents, distributors, consultants and competitors