



LANDMARKS BERHAD
(185202-H)

CODE OF ETHICS AND CONDUCT

1 Introduction

The Board of Directors, management and employees of Landmarks Berhad (“Landmarks” or “Company”) and its subsidiaries (“Group”) are committed to a corporate culture where the Group’s business activities are carried out in an ethical manner, upholding the highest standards of professionalism and exhibiting exemplary conduct and behaviour.

The principles and standards of business ethics and conduct of the Directors, management and employees in the Group are set out in this Code of Ethics and Conduct (“Code”).

2 Objective

This Code aims to assist the Directors and employees of the Group in defining ethical standards and conduct at work to, amongst others:

- uphold the name of Landmarks and maintain public confidence;
- have a harmonious work place for all; and
- maintain high standards of personal integrity and professionalism.

This Code is not exhaustive. In addition to compliance with this Code, the Directors and employees of the Group shall at all times observe and ensure compliance with all applicable laws, rules and regulations to which they are bound in the performance of their duties.

3 Applicability

This Code is applicable to all Directors and employees of the Group.

Employees include full-time, part-time, probationary, contract and temporary staff of the Group. Every employee has a duty to read and understand this Code. Disciplinary action, including termination of employment, in accordance with the Human Resource policies may be taken on employees who violate any provision of this Code.

4 Conduct

4.1 Conflicts of Interest

Directors and employees should avoid engaging in real or apparent conflict of interest situations, whether directly or indirectly, between themselves as individuals and the interest of the Group. Directors and employees must not use their position or knowledge gained in the course of their duties or employment for private or personal advantage, directly or indirectly.

A Director or an employee shall avoid any situation in which the Director or employee has an interest in an entity or matter that may influence the Director or employee's judgment in the discharge of his/her responsibilities.

4.2 Confidential Information

Directors and employees must exercise caution and due care to safeguard confidential information and sensitive matters relating to the Group which are acquired in the course of their service or employment, and are strictly prohibited from disclosing the same to any person, unless the disclosure is authorised or legally mandated.

In the event a Director or an employee knows of material information affecting the Group which has not yet been publicly released, the material information must be held in the strictest confidence by the Director or employee involved until it is publicly released.

4.3 Inside Information and Securities Trading

Directors or employees shall not use price sensitive non-public information, which would affect the price of the securities of the Company when it becomes publicly known ("Inside Information"), for personal benefit. Directors and employees are prohibited from trading in the securities or to provide information to others to trade in the securities of the Company until the Inside Information has been publicly released. Directors or employees shall also not trade in securities in any other company where they have Inside Information which they obtained in the course of performing their duties.

4.4 Protection of Assets and Funds

Directors and employees must protect the assets of the Group to ensure their availability for legitimate business purposes and that no property or information belonging to the Group or any opportunity arising from them be used for personal gain.

4.5 Compliance with the Law

The Group will comply with all applicable laws, rules and regulations of the governments, commissions and statutory bodies in the jurisdictions within which the Group operates. Directors and employees are expected to understand and comply with the laws, rules and regulations that are applicable to their appointments and/or responsibilities. The Group reserves the right to report the

actions or activities committed by any Director or employee which are suspected of being criminal in nature to the police or other relevant authorities.

4.6 Personal Gifting

Directors and employees must not accept or provide personal gifts, favours, entertainment or services, in cash or kind, that will, or will appear to, influence objective and fair business decisions.

The permitted gifts, favours, entertainment or services that are deemed as not given to influence the Directors' or employees' performance of duties include normal business courtesies (meals or entertainment), token gifts which are occasional, gifts during festive or special occasions, and gifts from social functions attended by the Directors or employees on behalf of the Group.

4.7 Health and Safety

The Group will use its best endeavors to ensure a safe workplace and maintain proper occupational health and safety practices commensurate with the nature of the Group's business and activities. Directors and employees should understand and abide by the Group's policies and procedures on the same.

4.8 Harassment

Harassment in whatever form by any Director or employee is unacceptable. The Group is committed to provide all employees with a working environment free from any form of harassment. Questions concerning issues of such harassment should be directed either to the employee's superior or the Human Resource Department. All such reports and/or complaints shall be treated with the strictest confidence.

4.9 Additional Interest or Employment

Directors shall devote reasonable time and effort to attend to the Group's business and to discharge their duties and responsibilities in a responsible manner for the benefit and success of the Group.

Employees shall devote their entire time, effort, attention, energies and skills solely for the business of the Group and the purpose of their employment. An employee is not permitted to engage, directly or indirectly, in any other business or occupation whether as principal, agent, servant or broker while in the employment of the Group, unless such business or occupation, which must not be in conflict with the Group's interest, has been disclosed to the senior management.

Directors and employees must use their best endeavours to promote the interest of the Group and not engage in any additional interest or employment that will undermine their performance or bring disrepute to the Group.

4.10 Fair and Courteous Behaviour

Directors and employees are to treat their fellow Directors and employees fairly

and courteously without regard to race, creed, religion, gender, nationality, age or disability, and shall not create any form of discrimination or prejudice in the workplace.

All employees should behave in a professional and harmonious manner, by treating each other with respect, dignity, fairness and courtesy.

4.11 Public Statements

Employees shall not, without authority, make any public statement or public comment on any matter relating to the work, decisions or policies of the Group either orally, in writing or in any other manner.

4.12 Misconduct

Directors or employees are not to be involved in or abet any activity that is deemed by the Group to be an act of misconduct, including the use and abuse of drugs.

5 Reporting of Violations of the Code

Any Director or employee who becomes aware of, or suspects, a violation of this Code, is encouraged to whistleblow or report the concerns through the Whistleblowing Policy. No individual will be discriminated against or suffer any act of retaliation for reporting in good faith on violations or suspected violations of this Code.

6 Clarifications on the Code

Directors who require further clarification on the Code may refer or highlight any concerns to the Chairman of the Board of Directors or the Executive Deputy Chairman & CEO. Employees may refer or highlight any concerns to his/her immediate superior, Head of Department or Head of Human Resources.

7 Review of the Code

The Board of Directors will monitor compliance with this Code and review the Code regularly to ensure that it continues to remain relevant and appropriate.