

<b>MALAYSIA DEBT VENTURES BERHAD</b>  Document no: COCP-V2R1/2020	<b>CODE OF CONDUCT POLICY</b>			<b>RESTRICTED</b>
	<b>Effective Date</b> 2020	<b>Version No.</b> 2	<b>Revision No.</b> 1	



# CODE OF CONDUCT POLICY

**MALAYSIA DEBT VENTURES BERHAD**

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## DOCUMENT SIGN-OFF CERTIFICATE


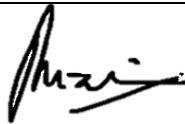
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This is to place on record that the **Code of Conduct Policy** had been reviewed, signed-off and approved by the following parties:

### Document Owner Review:

	Name	Position	Signature	Date
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**Approval/ Endorsement Checklist:**

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## Definitions/ Glossary of Terms

For the purpose of the Code of Conduct, the following definitions and glossary of terms will apply:

“All parties”	Refers to all individuals/ parties covered by the Code of Conduct as stated in paragraph 1.2.1 below.
“Board of Directors”	Includes the independent and non-independent non-executive directors, executive directors and their alternates.
“Cash equivalents”	These include government bonds, bank certificates of deposits, bankers’ acceptance, corporate commercial paper and other money market instruments.
“CEO”	Refers to Chief Executive Officer of MDV appointed by the Ministry of Finance.
“Chairman”	A person appointed by the Ministry of Finance as the Chairman of the Board of Directors of MDV.
“Confidential information”	This is information which concerns or relates to the trade secrets, processes, operations, style of work, or apparatus, or to the production, sales, shipment, purchases, transfers, identification of customers, inventories, or amount, or source of any income, profits, losses, or expenditures of any firm, partnership, corporation, or other organisation, or other information of commercial value.

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- “Conflict of interest” This occurs when an individual has several interests and uses his/ her official position to exploit, in some way, his or her position for his/ her own direct, unique, financial, and personal benefits.
- “Consultants” Experienced professional(s) who provides expert knowledge for a fee to MDV and works in an advisory capacity only.
- “Contractors” Independent entity that agrees to furnish MDV with certain number or quantity of goods, material, equipment, personnel, and/ or services that meet or exceed stated requirements or specifications, at a mutually agreed upon price and within a specified timeframe.
- “Counterparty” Other party(s) or participant(s) in an agreement, court case, deal, or negotiation with MDV.
- “Employees” A person employed by MDV, whether confirmed in a position or on probation, or any other person employed on contract, temporary basis or secondment or retained or appointed by the company for a fixed or indefinite term to perform any function for the company (inclusive of interns and apprentices).
- “Family Members” Refers to spouse, parents, spouse’s parents, children, siblings, and the spouse of such children and siblings (biologically and non-biologically).
- “Gifts” Cash, cash equivalents, personalised gifts, bonds, commissions, negotiable securities, personal loans, travel package, airline tickets, usage of vacation property, vouchers, shares, etc.

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“Insider trading”	The illegal practice of trading on the stock exchange to one’s own advantage through having access to confidential information.
“Management”	Refers to any individual/ group/ committee which has a decision-making authority on certain issues/ areas.
“Managers”	Includes all senior and middle management and anyone who is in a supervisory role.
“MDV/ Company”	Refers to Malaysia Debt Ventures Berhad.
“Misconduct”	Means a mode of behaviour or conduct of an employee which is inconsistent with expressed or implied obligations to the Company.
“MNPI”	Refers to materials non-public information.
“NGO”	Refers to non-government organisation.
“Sexual Harassment”	Refers to any unwanted conduct of sexual nature having the effect of verbal, non-verbal, visual, psychological or physical harassment.
“SOP”	Refers to standard operating procedure.
“Whistleblowing”	The disclosure by a person to MDV or to those in authority of mismanagement, corruption, illegality, violation of the Code of Conduct or some other wrongdoings.

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## Document Revision History

Version	Date	Document No.	Summary of Changes
1	2016	-	Original document.
2	January 2020	COCP-R2V1/2020	<ul style="list-style-type: none"> <li>i. Coverage under the Code of Conduct - realign the sequence of importance of the parties involved in CoC and incorporation of other relevant parties.</li> <li>ii. Guiding Principles and Seeking Clarification - incorporating the frequency of review.</li> <li>iii. Acknowledgement and Affirmation - formalise the current practice into the CoC.</li> <li>iv. Commitment To Ethics And Integrity - reiterate the main documents under the CoC and relevant authorities for reporting in the event of violation of CoC.</li> <li>v. Declaration of Assets &amp; Interests - counter-refer Fit &amp; Proper Policy and SOP into the CoC.</li> <li>vi. Acceptance/ Providing of Gifts, Entertainment and Corporate Hospitalities - synchronise with the Integrity &amp; Anti-Corruption Policy and SOP.</li> <li>vii. Bankruptcy - the current operational guidelines on the bankruptcy as prescribed under the Fit &amp; Proper Policy and SOP is counter-referred accordingly in the CoC.</li> <li>viii. Workplace Harmony - widen/generalise the scope of harassment and intimidation.</li> <li>ix. Appendix I – Employee Undertaking and Acknowledgement (new) - incorporate/ formalise the Employee Undertaking and Acknowledgement form into the CoC.</li> <li>x. Appendix II – Declaration of Assets and Interests (new) - incorporate/ formalise the Declaration of Assets and Interests form into the CoC.</li> </ul>



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Version	Date	Document No.	Summary of Changes
			<ul style="list-style-type: none"> <li>xi. Appendix III – Examples of Potential Conflict of Interests - synchronise with the Integrity &amp; Anti-Corruption Policy and SOP.</li> <li>xii. Appendix IV – List of Possible Misconducts (non-exhaustive) - Inclusion of “Engaged in extramarital affairs within the Company’s premise”.</li> </ul>

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## 1. INTRODUCTION

### 1.1. The Purpose of the Code of Conduct

- 1.1.1. The purpose of the Code of Conduct is to act as a guide to help MDV employees and relevant stakeholders adhere to the established ethical standards.
- 1.1.2. The Code of Conduct is neither a contract nor a comprehensive manual that covers every conceivable situation that may occur. It serves as a guide on behavioural expectations of all involved as well as identifies relevant policies, procedures, laws and regulations.
- 1.1.3. The Code of Conduct must be read in conjunction with all other MDV's laws, regulations, policies and procedures.

### 1.2. Coverage under the Code of Conduct

- 1.2.1. Unless expressly stated otherwise, this Code of Conduct covers the following groups of individuals and/ or parties which are in relations with MDV, namely;
- i. All members of the Board of Directors
  - ii. All employees
  - iii. Customers
  - iv. Vendors/ suppliers/ contractors
  - v. Solicitors/ agents/ consultants
  - vi. Joint venture partners
  - vii. Introducers
  - ix. Other counterparties

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### 1.3. Guiding Principles and Seeking Clarification

- 1.3.1. The Code of Conduct represents basic guiding principles for all parties to follow and live by, in form as well as in spirit and rationale.
- 1.3.2. In case of lack of understanding or ambiguity, all parties must seek clarification from the Risk Management Division or Internal Audit Department as guardians of the Code of Conduct Policy.
- 1.3.3. This Code of Conduct will be reviewed once in every three (3) years or as and when deemed fit by MDV's Management, especially to reflect changes in the working environment or to establish new standards.

### 1.4. Responsibility and Accountability

- 1.4.1. All parties are obliged to ensure their actions abide by the Code of Conduct, rules and regulations set by MDV.
- 1.4.2. It is the responsibility of the Board members as well as the Management to set the right "*Ethical Climate*" and for all managers to adopt the said ethical climate and lead based on its philosophy.
- 1.4.3. In case of known or suspected illegal/ unethical actions that violate the Code of Conduct, all parties must refer it to the Management or to the Audit Committee via MDV's Whistleblowing Policy & Procedures. MDV expects all parties to cooperate fully in the event of an investigation, inquiry, audit or litigation relating to the Company.
- 1.4.4. All employees are governed by the Code of Conduct as part of the terms and conditions of employment and any violation of the policy will lead to disciplinary action appropriate to the violation and may even result in immediate termination of employment.

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1.4.5. All parties must always strive to demonstrate conduct and behaviour which reflects high ethical values and professionalism at all times, during or outside working hours. Hence, all parties are expected to conduct themselves in a manner that do not cause any disrepute, embarrassment or discredit to MDV.

## 1.5. Acknowledgement and Affirmation

1.5.1. Upon joining MDV, new employees are required to acknowledge in writing that they have read and understood the contents of the Code of Conduct, Anti-Fraud, Whistleblowing, Integrity and Anti-Corruption policies and SOPs.

1.5.2. Existing employees are required to acknowledge their understanding and compliance of the content of the Code of Conduct, Anti-Fraud, Whistleblowing as well as Integrity and Anti-Corruption policies and SOPs on annual basis which is a condition of continued employment (refer to **Appendix I** for the **Employee Undertaking and Acknowledgement**).

1.5.3. Other external parties may access the Third Party Code of Conduct via MDV's website and required to sign/ acknowledge the Third Party Declaration Form and Third Party Non-conflict of Interest as stated under the Integrity & Anti-Corruption Policy and SOP.

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## 2. COMMITMENT TO ETHICS AND INTEGRITY

MDV expects all parties to maintain the highest ethical standards in everything they do which means;

- i. All parties are responsible to make ethical decisions and comply with all applicable rules, regulations and laws (e.g. insider trading, fraud, corruption, money laundering, workplace safety, etc.).
- ii. Protecting confidentiality and trust is crucial for MDV hence any breach of confidence either through abuse, misuse or carelessness when dealing with confidential information is highly unacceptable and consequently punishable. It is best to assume all information relating to MDV (business or personal) is confidential, unless clearly stated otherwise.
- iii. All parties are required to report any known or suspected violations of the Code of Conduct, Anti-Fraud, Whistleblowing, and Integrity & Anti-Corruption policies and SOPs, as well as other internal MDV policies, laws or regulations to MDV and/ or the relevant authority.

To ensure the highest level of ethics and integrity, all parties are subject to the following (unless clearly advised otherwise by MDV's Management);

### 2.1. Declaration of Assets & Interests

- 2.1.1. All employees are required to annually declare their assets (including those jointly owned by them and other persons/ parties) as well as interests in any companies i.e. directorship/ position held/ shareholdings to HCD/ CEO (refer to Fit & Proper Policy and SOP for the operational procedures). The template is as provided in **Appendix II (Declaration of Assets and Interests)**.

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Assets are defined as follows;

**a) Immovable assets:**

- i. Land, whether freehold or leasehold, including land that is occupied under Temporary Occupation Licence (TOL).
- ii. Any type of residential place, such as houses, flats, apartments, or condominiums.
- iii. Buildings, including shop houses or shop spaces, office spaces or stalls.

**b) Movable assets:**

- i. Any form of cash or cash equivalents wherever deposited or kept.
- ii. Shareholding/ securities in respect of holdings 5 percent (5%) or more (listed or unlisted).
- iii. Any form of trading, business or commercial licenses or permits.
- iv. Any movable assets including motor vehicle, jewellerys, club memberships, furniture and sports equipment where the price of each purchase exceeds six (6) months' salary of an employee or RM10,000 whichever is lower.

2.1.2. Assets & interests declaration requirement is **compulsory** each year regardless whether there are changes to assets ownership/ interests in any companies or not.

**2.2. Conflicts of Interest**

2.2.1. Conflict of interest is a serious matter that may involve either employees or Board members, hence each individual must be wary of and avoid.

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2.2.2. In case one finds himself/ herself in a position that could be construed as or is an actual conflict of interest, he/ she must declare all facts, including the nature, character and extent of the conflict as soon as practicable to;

- i. CEO for all MDV employees.
- ii. Chairman of the Board for CEO and other members of the Board of Directors.

CEO/ Chairman will advise on the proper next course of action.

2.2.3. Employees/ Board Members are not allowed to engage (directly or indirectly), in any business activity that conflicts with or is prejudicial to the interests of MDV.

2.2.4. Employees/ Board Members must not have any outside financial interest in any legal entity, whether as a sole proprietor, partner, shareholder, creditor or debtor where such interest can directly or otherwise, place the person in a position of conflict with the interests and functions of MDV.

2.2.5. Employees/ Board Members are also required to make a declaration should he/ she become aware of any involvement or interest in any outside activities by his/ her family members or any involvement/ interest by his/ her family members that might be construed as a conflict of interest.

2.2.6. Should that be the case, the employees/ Board Members are required to declare the fact and nature of such interests and holdings held by, or the involvement of his/ her family members.

2.2.7. Employees/ Board Members are considered to be in conflict of interest when a situation arises placing him/ her in a position to exploit in a professional, official capacity or any other way for self, family or acquaintance benefit.

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2.2.8. In the event that the CEO/ Chairman is of the view that there is a conflict or potential conflict of interests, he/ she may advise or issue directives to the employee/ Board Member on the appropriate course of actions.

2.2.9. A non-exhaustive list of possible scenarios where an employee may be faced with conflict of interests is provided in **Appendix III**.

### **2.3. Other employment and the conduct of other business within and outside working hours**

2.3.1. Unless prior consent in writing has been granted by the CEO, employees are not allowed to engage in the following activities while under the employment of MDV, regardless of whether such activities take place during or outside MDV's office hours, as such activities may directly or indirectly prejudice the interests of MDV or adversely affect the job performance of the staff concerned:

- i. Be directly or indirectly involved in any other external employment, whether at executive or non-executive level, whether full-time or part-time, with any organisation or entity or on an individual basis or in partnership.
- ii. Carry out any part time or full time business activities (e.g. direct selling, sale of food, etc.) during office hours.
- iii. Accept reward for any work done for any institution, company, firm or an individual.
- iv. Be involved in or own any business entity.
- v. Accept a directorship in any corporation.
- vi. Make use of any of MDV's properties or facilities such as equipment or entertainment allowance, in order to conduct business, activities or for personal use not related to the staff's official duties at MDV.

2.3.2. To obtain such approval, the employee needs to formally request CEO's consent in writing by stating nature of business/ employment/ activity in question, possible conflict with MDV or



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MDV's business, timetable, expected income and any other information considered as essential to CEO's decision making. CEO reserves the right to either consent or otherwise to any/ all requests without providing any fact or reason.

## **2.4. Confidentiality & Secrecy**

2.4.1. Protecting confidentiality and trust is crucial for MDV's business hence any breach of confidence either through abuse, misuse or carelessness when dealing with confidential information is highly unacceptable and is severely punishable.

2.4.2. Confidential information may be in written, oral or electronic (both voice and data) form and may originate from different sources (e.g. technology applications, business strategies, customer lists, credit procedures, personnel information etc.). It is best to assume all information relating to MDV (business or personal) is confidential, unless clearly stated otherwise.

2.4.3. All parties must exercise due care in handling information/ data (including the safekeeping and/ or destruction thereof), obtained in the course of their duties, in particular information/ data which is considered as confidential.

2.4.4. All parties are bound by any statutory/ legal provision which regulates data/ data privacy such as the Computers Crime Act 1997 or the Personal Data Protection Act 2010.

## **2.5. Misuse of Position or Information**

2.5.1. The use of position to obtain preferential treatment, such as in purchasing goods or permissible shares/ securities, is strictly prohibited. All parties must always refrain from using MDV's name for personal advantage in any way or form.

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2.5.2. All parties are also forbidden from using/ abusing any information obtained in their official capacity other than the purpose the information was intended for.

## 2.6. Acceptance/ Providing of Gifts, Entertainments and Corporate Hospitalities

2.6.1. An employee/ Board member must never (directly or indirectly) ask for, accept or receive (whether for his/ her own benefit or otherwise) any gratification (tangible or intangible gifts, services, gratuities, monies, properties, free passages, travel facilities, entertainment, corporate hospitalities or the likes), which are in any way related to the performance of his/ her official duties from any party, as part of a reward or consideration for the work done.

2.6.2. Likewise, an employee/ Board member must never provide any gratification (tangible or intangible gifts, services, gratuities, monies, properties, free passages, travel facilities, entertainment, corporate hospitalities or the likes) to the third parties.

In this regard, all parties are reminded of the various provisions in laws, such as those embodied in the Malaysian Anti-Corruption Act 2009 (Amendment Act 2018) and the Penal Code, which strictly prohibit corrupt practices.

2.6.3. Nevertheless, there are certain exceptions in regards to the acceptance/ providing of gifts, entertainment and corporate hospitalities from/ to the external/ third parties. For the operational details on acceptance/ providing of gifts, entertainment and corporate hospitalities from/ to the external/ third parties, the employees may refer to the Integrity & Anti-Corruption Policy and SOP.

## 2.7. Prevention and Eradication of Sexual Harassment

2.7.1. MDV will not tolerate any form of sexual harassment involving any/ all parties related to the Company either inside or outside MDV's premises, during or outside working hours and would treat reports of sexual harassment seriously and confidentially.

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2.7.2. Any party who files a genuine complaint will be treated fairly and discretely and MDV would not condone/ tolerate any retaliation against those who file a complaint.

2.7.3. Sexual harassment is divided into 2 categories, namely sexual coercion and sexual annoyance:

- i. Sexual coercion is sexual harassment that results in some direct consequence to the victim's employment. An example of sexual harassment of this coercive kind is where a superior, who has the power over salary and promotion, attempts to coerce a subordinate to grant sexual favours. If the subordinate agrees to the superior's sexual solicitation, job benefits will follow. Conversely, if the subordinate refuses, job benefits are denied.
- ii. Sexual annoyance, is sexually related conduct that is offensive, hostile or intimidating to the recipient. The annoying conduct creates a bothersome working environment which the recipient has to tolerate in order to continue working.

2.7.4. Hence, sexual harassment in the work place includes any employment related sexual harassment occurring outside the work place as a result of working responsibilities or working relationships.

## 2.8. Bankruptcy

2.8.1. An employee who is declared a bankrupt by a court of competent jurisdiction shall immediately notify the Human Capital Department who shall then consult with the CEO to decide on an appropriate course of action.

2.8.2. Besides bankruptcy, there are several other circumstances which require the employees to disclose to Human Capital Department. The details are as highlighted under the Fit & Proper Policy and SOP.

2.8.3. Board members are required to inform the Chairman.

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## 2.9. Involvement in Political Activities

2.9.1. Employees are generally not allowed to be involved or participate in the following political activities;

- i. Take an active part in any activities of any political party.
- ii. Engage in canvassing support for any candidate to an office in any political party.
- iii. Stand for or accept an office in any political party.
- iv. Act as an election agent, a polling agent or in any capacity, for or on behalf of a candidate at an election to the Dewan Rakyat or any State Legislative Assembly.
- v. Contest any election in any State Legislative Assembly or any local authority and/ or the Dewan Rakyat or accept an appointment or nomination to the Dewan Negara.

## 2.10. Misconduct

2.10.1. Any violation or infringement of this Code of Conduct, the terms and conditions of employment, any legal or statutory laws and any conduct on the part of the employee/ Board member which is inconsistent with the faithful discharge of his/ her duties towards the company whether committed within or outside the premises of the company would be construed as a misconduct.

The examples set out in **Appendix IV** are some of the possible misconducts. It is important to note that the list is not exhaustive.

2.10.2. Even though in general MDV considers what an employee/ Board member does in his/ her own free time is a private matter, however, where such off duty conduct or behaviour have an adverse effect on the relationship between the employee/ Board member concerned and MDV or on MDV's business or reputation, disciplinary proceedings may be taken by the Company against persons involved.

Examples of off-duty conduct or behaviour, which may attract disciplinary proceedings, include but not exhaustive to:

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- i. Conduct or behaviour that results in adverse publicity on the employee/ Board member, which may then have detrimental impact on MDV's standing.
- ii. Friction created between two or more parties which in turn renders continued working relationships impossible.
- iii. The relationship of trust and confidence has irretrievably broken down between MDV and the employee/ Board member.
- iv. The employee/ Board member being involved in activities outside of work, which could make him/ her unsuitable for continued service with MDV.

2.10.3. It is also important to note that this Code of Conduct is not intended to affect or abrogate any existing and independent right of MDV conferred by law, including the enforcement of its contractual right expressly and impliedly forming part of the contract of employment with the individual employee/ Board member.

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### 3. UPHOLDING PROFESSIONALISM

#### 3.1. Conducting Business

3.1.1. Honesty and integrity is the basis of MDV's relationship with its clients and all its business is conducted legally, ethically and by avoiding conflict of interest. MDV does not practice paying bribes/ under table money in any way or form.

3.1.2. When dealing with clients, these four rules must be abided with;

- i. Protect both their business and personal data.
- ii. Keep clients informed on a regular basis.
- iii. Avoid exclusive, non-transparent relationships between MDV's employee/ Board member and clients.
- iv. Ensure joint visits to client sites and offices are conducted.

3.1.3. Due to MDV's nature of business, all parties may have access to MNPI about clients and other companies conducting business with MDV. Hence, prevention of insider trading and abuse of privileged information is vital.

3.1.4. It is best to consider all information as MNPI unless it has been publicly announced or otherwise disseminated in a way that does not breach any confidentiality or fiduciary duty. Hence employee/ Board member may not:

- i. Buy or sell securities on their own account or any account over which they exercise control (either alone or with others, including client accounts), when in possession of MNPI relating to those securities.
- ii. Pass along MNPI or tip anyone (including relatives and friends) to buy or sell securities while in possession of MNPI relating to those securities. This includes

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knowledge of proposed MDV's client trades, trades by MDV clients' clients or any forthcoming research reports about those securities or the issuer of those securities.

3.1.5. Keep well in mind that MDV has a policy of zero tolerance when it comes to fraud, corruption and money laundering.

3.1.6. MDV is committed to complying with the letter and spirit of all relevant tax laws. This applies to MDV's own tax obligations, to those of our clients as well as dealing with tax havens. Therefore;

- i. MDV's tax obligations: MDV avoids all practices involving the unlawful evasion of tax or the use of opaque tax structures.
- ii. Clients' tax obligations: When dealing with clients, MDV will not provide any advice on tax planning. However, when, due to the nature of a product, it is appropriate to inform clients of its possible tax treatment, MDV will inform them they are being given simple information, not tax advice.
- iii. Dealing with tax havens: No stake may be created or acquired in entities registered in territories regarded as tax havens without the specific authorisation of the board of directors.

### 3.2. Dealing with the Company

All parties have a duty to protect MDV's assets; ensuring proper systems of control; keeping accurate records and interests; and avoiding conflicts of interest. To achieve this, all parties must bear in mind that:

3.2.1. Everyone is responsible in protecting MDV's assets from loss, damage, misuse or theft. MDV's assets include the company's reputation, its people, its proprietary information, funds, properties, fixtures & fittings and equipments.

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- 3.2.2. All financial books, records and accounts must accurately reflect transactions and events. They must meet required accounting standards and satisfy MDV's system of internal controls. They must be properly documented, using appropriate language, bearing in mind they might end up in the public domain. Records must be retained and destroyed in accordance with local statutory and regulatory requirements.
- 3.2.3. All parties must never sign any document or otherwise represent MDV, or authorise any action on its behalf, unless specifically authorised to do so. Everyone must stay within their authority limits. Any delegation of authority, where permitted, should be limited in scope and closely managed to prevent abuse.
- 3.2.4. All communications regarding MDV and its business must be accurate and reflect the Company's views and only can be communicated through the person authorised to speak on MDV's behalf. All parties may not comment on or provide information related to MDV's business or any subject matter related to their job responsibilities or expertise in public forums unless they are specifically authorised to do so. This rule applies whether they identify themselves as MDV employees or not.

### 3.3. Workplace Harmony

MDV is family of professionals from diverse mix of cultures, skills and experiences and so a harmonious working environment is of utmost importance. In order to maintain the needed harmony and build cordial working relationships, each employee must always remember to:

- 3.3.1. Treat each other with respect and fairness. They will also appreciate different opinions/ perspectives in order to foster mutual respect.
- 3.3.2. Ensure a safe workplace by following good health and safety rules and practices. Employees must report accidents/ injuries or unsafe practices/ conditions to the respective Safety and Health/ floor representatives. Any threats of violence, acts of harassment and intimidation are strictly prohibited.



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3.3.3. MDV's premises are a drug/ alcohol free environment and all parties are responsible to maintain it that way.

### 3.4. Being a Good Corporate Citizen

True to MDV's nation building mandate as an organisation under the Ministry of Finance, MDV must continuously play its corporate responsibilities as best as it can. As part of MDV, employees must ensure that they:

- 3.4.1. Behave responsibly by ensuring MDV meets its objectives of supporting the economy and social priorities of the government. Secondly, our lending/ financings programmes does not negatively damage the government's reputation as in the case of embarrassing non-performing loans/ financings or by lending/ financing unsuitable clients.
- 3.4.2. Refrain from using MDV's name, directly or indirectly, to endorse any issue, political candidate or party, business interest, product or service, unless authorised by the CEO. Otherwise, employees may support political issues, candidates and parties of their choice.
- 3.4.3. Avoid soliciting clients, suppliers and other employees for contributions/ donations or other participation even if it is part of doing charity. Having said that, MDV encourages employees to get involved with charities provided the involvement does not interfere with their work.
- 3.4.4. All parties must at all-time respect universally and legally sanctioned human rights in their actions thus should never discriminate/ bias against any nationality, race, colour, ethnicity, religion or gender.
- 3.4.5. MDV promotes environmental responsibility and advocates all parties related to it to do so as well.

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#### 4. DISCIPLINARY ACTION

- 4.0.1. Disciplinary action may be taken against any party which contravenes this Code of Conduct. The severity of punishment will commensurate with the misconduct.
- 4.0.2. MDV may issue a public notice of the dismissal/ contract termination of any party following the disciplinary action.
- 4.0.3. For employees, upon dismissal from the service of the company, he/ she will forfeit all claims to any entitlements, leaves or benefits for which he/ she might otherwise have been eligible.
- 4.0.4. He/ she will also forthwith surrender all documents, records, files, keys, vehicles and any other assets belonging to MDV in his/ her possession and shall immediately settle all outstanding liabilities, loans/ financings and other obligations with MDV.

#### 5.0 CONCLUSION

This Code of Conduct is a guide for all parties related to MDV on their expected behaviour while serving the company. The Management reserves the right to amend the Code of Conduct from time to time as may be deemed necessary.

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**Appendix I – Employee Undertaking and Acknowledgement**



**EMPLOYEE UNDERTAKING AND ACKNOWLEDGMENT**

1. I am an employee of Malaysia Debt Ventures Berhad (“MDV”).
  
2. I hereby declare that I have read and understood **MDV’s Code of Conduct, Anti-Fraud, Whistleblowing and Integrity & Anti-Corruption** policies and standard operating procedures and will adhere to the aforementioned.
  
3. AND I further acknowledge that this undertaking will form part of the terms and conditions of my employment and/ or contract of service.

Signature : \_\_\_\_\_

Name (in block letters) : \_\_\_\_\_

Position : \_\_\_\_\_

Division/ Department : \_\_\_\_\_

Date : \_\_\_\_\_

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## Appendix II – Declaration of Assets and Interests



Malaysia Debt Ventures Berhad (578113-A)  
Private & Confidential

Declaration for year	20XX
Upon joining	
Annual	

### SECTION 1: EMPLOYEE DETAILS

Name	
NRIC	
Designation	

Date Joined	
Staff ID	
Status	

### SECTION 2: DECLARATION OF INCOME

Please indicate your gross income from all sources including joint income.

Source of income <i>i.e. salaries, fixed allowances, business profit, etc.</i>	Description <i>(latest information)</i>	Ownership/ Co-ownership <i>i.e. self, spouse, relatives, friends, etc.</i>	Amount <b>(RM)</b>	Date acquired <i>where applicable</i>	Date disposed <i>where applicable</i>
1.					
2.					
3.					

### SECTION 3: DECLARATION OF MOVABLE/ IMMOVEABLE ASSETS

Assets, properties, vehicles, machineries, mode of acquisition, etc. Assets jointly owned must be declared.

Type of asset <i>i.e. house, apartment, car, lorry, shop lot, land, etc.</i>	Ownership/ Co-ownership <i>i.e. self, spouse, relatives, friends, etc.</i>	Full address/ description <i>(latest information)</i>	Registration/ certificate number	Value purchased/ acquired <b>(RM)</b>	Mode of acquisition <i>i.e. financed, inherited, cash, gift, etc.</i>	Date purchased/ acquired	Date disposed <i>where applicable</i>
1.							
2.							
3.							

Assets & Interests Declaration Form ver2020

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#### SECTION 4: DECLARATION OF INTERESTS IN ANY COMPANIES

Value of shares, bond, debenture, etc. must be declared. For listed companies, value is determined as per market value at point of declaration, for others value is as per book value). Declaration of shareholding is only required if it is 5% or more. Although, you did not own any shareholding in the companies, position held in any other companies/ bodies must be declared. This is to ensure that there will be no perception of conflict of interests in any circumstances in future (particularly those that hold significant posts, if any).

Company name	Full address for owned company (latest information)	Nature of business /description i.e. industry, cooperation, intellectual property, NGO, etc.	Is the company listed? Yes/ No	Date acquired/ incorporated	Date disposed	% of share-holding	Value of investment /cost (RM)	Position in the company i.e. Owner, Partner, Director, CEO, etc.	Date appointed	Date resigned where applicable
1.										
2.										
3.										

Reminder: Please maintain (do not delete) the previously declared assets and interests by updating the **disposed/ resigned** column only.

#### SECTION 5: ACKNOWLEDGEMENT

##### Employee

I hereby confirmed that all information furnished above are true to the best of my knowledge.

\_\_\_\_\_  
Name:

Date:

##### Chief Executive Officer

I hereby acknowledge the asset declaration of the employee mentioned above in accordance with MDV's Terms & Conditions of Employment.

\_\_\_\_\_  
Name:

Date:

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### Appendix III – Examples of Potential Conflict of Interests

Conflicts of interest may arise in the following situations:

1. **Financial interests:** A director or employee has a financial interest in any entity or contract which may place him/ her in a position of conflict with the interest of MDV. This includes contracts or proposed contracts that will or could be funded by MDV.
2. **Personal relationships and interests:** Personal conflicts occur when a director's or an employee's private relationships or interests interfere with the interests of MDV. Directors and employees must consider carefully whether any activities or relationships, including business or volunteer positions outside MDV could conflict or appear to conflict with MDV's interests. Even if an activity does not seem to be related to their roles in MDV, they should seek approval from the Chairman and the board (for directors) and from the CEO (for staff) before engaging in it.

Directors and employees may not therefore participate in or influence the procedures for signing up products or services with companies or people with whom they have an economic or family relationship. They may not provide special treatment or working conditions or recruit staff on the basis of personal or family relationships.

3. **Loans and borrowings:** Directors and employees are not allowed to participate in the consideration or approval of any extension of credit, any waiver of fees or of any other transaction between MDV and themselves or anyone in their immediate family members, or with other people, corporations, partnerships, trusts or other organizations in which they or any member of their immediate family members have a significant financial interest. They are not permitted to borrow from any of MDV's suppliers or clients, except they may receive credit on customary terms for the purchase of goods and services from a commercial establishment. Loans/ financings made to staff members by other financial institutions are allowed, including bank correspondents of MDV, in the ordinary course of business.
4. **Corporate opportunities:** Directors and employees are not allowed to take on (or to direct any other persons to take on) a business opportunity discovered through the use of corporate property, information or position in MDV, unless MDV has already been offered the opportunity and has

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rejected it. Directors and employees are not allowed to use corporate property, information or position for personal gain or to compete with MDV.

5. **Gifts, entertainment and corporate hospitalitys:** Employees and third parties engaged by MDV must not accept or offer any personal benefits (including all types of gifts, meals, entertainment and corporate hospitalitys) likely to conflict with their duties to or from any third parties such as customer, supplier, contractor of MDV etc. Employees should actively, but sensitively, discourage customers, suppliers or contractors etc. from offering personal benefits in any circumstances. Gifts of cash or cash equivalents may not be provided or received under any circumstances. However, MDV's policy does allow some gifts, entertainment and corporate hospitalitys, subject to limitations, approvals, and proper recording as prescribed under the Integrity & Anti-Corruption Policy and SOP.
6. **Outside activities:** Directors and employees must not allow their activities outside MDV to reflect adversely on MDV or to suggest a possible conflict of interest. Employees are expected to put their job with MDV ahead of other business opportunities, not-for-profit activities or a second job. Directors and employees:
- 6.1. May not accept a business opportunity from someone who does or seeks to do business with MDV if the offer is made because of their position in MDV.
  - 6.2. May not allow their activities, or the time they spend on them, to interfere with job performance.
  - 6.3. Must be alert to potential conflicts, be proactive in obtaining any necessary approvals or clearances and, finally, be aware that they may be required to discontinue any activity if a conflict arises.
  - 6.4. May not act as a personal fiduciary for anyone other than a family member or close personal friend (but not if the friendship grew out of an MDV customer or supplier relationship).
  - 6.5. May not take on a business opportunity that belongs to MDV.
  - 6.6. May not engage in a business that competes with MDV.
  - 6.7. May not work for or serve as a director, officer of or advisor to a competitor of MDV.
  - 6.8. May not invest in a competitor of MDV unless the investment is in a public listed company.

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#### Appendix IV – List of Possible Misconducts (non-exhaustive)

1. Absenteeism without prior approval and reasonable excuse.
2. Habitual absenteeism from work without prior permission and reasonable excuse.
3. Late attendance or habitual late attendance.
4. Leaving workplace or leaving earlier than the stipulated working hours, without permission.
5. Malingering at the workplace.
6. Failure to attend training programmes approved by the Management.
7. Refusal to wear Staff Identification card provided by the company.
8. Posting, altering or removing any matter on the bulletin boards posted within the company premises without proper authorisation.
9. Entertaining unauthorised visitors within the company's premises.
10. Using the company's vehicles, equipment or appliances without authorisation.
11. Trespassing into restricted areas of the company.
12. Holding meetings unrelated to the affairs of the company within the company's premises without permission.
13. Indecently dressed within the company's premises.
14. Present at the company's functions and guest areas without proper authorisation.
15. Present within the company's premises after working hours without proper justification or authorisation.
16. Failing to observe health, fire and safety rules or failing to report unsafe action of other staff members.
17. Spending too much time on the telephone for personal matters.
18. Smoking in designated non-smoking areas within the premises of the company.
19. Insubordination.
20. Petitioning/ lobbying against the company or issues related to the company, amongst the staff members or to the public.
21. Taking part in any anti-government activities.
22. Violating and/ or non-compliance to policies and procedures of the company.
23. Not following standard operating procedures of stipulated work process within the company.



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24. Violating or not conforming to the company's policy on the use of Internet, electronic mail, facsimile, telephone or of other computer related or telecommunication facilities.
25. Stealing and/ or act of theft of property belonging to the company, colleagues, building management, clients, etc.
26. Abuse of and/ or misuse of the company's facilities.
27. Falsifying expense claims, statutory declarations and other forms of declarations and/ or information submitted to the company.
28. Other employment outside the company without prior approval from the company.
29. Sleeping while on duty.
30. Accepting bribes.
31. Soliciting funds from colleagues, clients or the public, as a representative of the company, for personal use.
32. Accepting or allowing any form of entertainment from any persons which could influence the performance of his official duties.
33. In the discharge of work, misusing position in the company or acting in a manner to benefit self or any of family members.
34. Obtaining and/ or attempting to obtain leave with false pretence.
35. Failure to report on loss or damage of the company's property, systems, equipment or materials under the staff member's custody.
36. Negligent or reckless in discharging duties.
37. Forging, tampering, defacing or destroying documents belonging to the company.
38. Interfering and/ or tampering with staff member's record.
39. Committing the act of rape and/ or sexual harassment which includes the act of molestation, act of outraging the modesty of another staff member and/ or any form of indecent or immoral act within the premises of the company.
40. Gambling within the premises of the company.
41. Behaving disorderly and/ or in an unruly manner and/ or fighting in the premises of the company.
42. Behaving in a violent or abusive manner to other staff members or occupants in the premises of the company.
43. Instigating ill feelings among staff members towards any other staff member of the company.
44. Involvement in any form of discrimination or harassment.

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45. Disrupting the peaceful working environment within the company.
46. Conducting in such a manner as to bring the company into disrepute or to bring discredit thereto or being involved in any conduct or activity considered prejudicial to the standing and reputation of the company.
47. Possessing or distributing pornographic materials in the premises of the company.
48. Bringing and/ or distributing alcoholic drinks, liquors or prohibited drugs within the premises of the company.
49. Being under the influence of alcohol or drugs within the premises of the company.
50. Acting in a manner that endangers the life and safety of other staff members and occupants within the premises of the company.
51. Uniformed staff member refusing to wear the uniform provided by the company.
52. Misusing the position, entitlement, benefits facilities or utilities provided by the company.
53. Failing or refusing to submit to a search when properly required to do so by the company's authorised security personnel.
54. Failing to cooperate with investigation officers appointed in the discharge of their duties.
55. Impeding the company's investigations in relation to audit or discipline by providing false information or withholding important information.
56. Disclosing information obtained in the course of duties in the company, to unauthorised parties, without the authorisation of the company.
57. Committing unlawful acts or criminal offences under the relevant applicable laws.
58. Living beyond the staff member's legitimate means or income.
59. Engaged in extramarital affairs within the Company's premise.
60. Aiding and abetting in any of the misconduct listed above.

**- END OF POLICY -**