



# **AXIATA GROUP BERHAD**

# **CODE OF CONDUCT**

Duly approved and adopted by the Board of Directors of Axiata Group Berhad at the Board of Directors' Meeting [No. 9-19] held on 28 May 2019

## **PURPOSE OF THE CODE**

This Code of Conduct (Code) records the Axiata Group's commitment to conduct its operations in a manner that is efficient, effective and fair. This Code is meant as a reference for all employees of the Group consisting of the Axiata Corporate Centre, edotco Group, Axiata Digital Services and all Operating Companies (OpCos).

It is a guide to assist the Company's employees in living up to the Axiata Group's core values of Uncompromising Integrity and Exceptional Performance; and provides guidance on employees' conduct when dealing with other parties in carrying out duties for the Company. It also provides guidelines on how employees should conduct themselves at or outside the work place where they can be identified as employees.

The Code highlights key issues and identifies the relevant policies and procedures within the Axiata Group. It is not a comprehensive manual that covers every situation employees may encounter during the course of their work.

### **1. MAIN PRINCIPLES**

#### **1.1 SCOPE**

- 1.1.1 This Code covers the requirements of employees' conduct at the workplace, the usage and safeguarding of the company's assets, business conduct when dealing with external parties, conflicts of interest and reporting of violations of the Code.
- 1.1.2 For the purpose of the Code, "Company" refers to the primary entity the employee is attached to at a given date. "Group" refers to the entire Axiata Group of Companies.
- 1.1.3 The Code will continuously be updated to meet the Company's business requirements.

#### **1.2 GENERAL**

- 1.2.1 This Code applies to all employees both on and off the job, subject to local laws and regulations of the countries of operation. It sets out minimum requirements, which shall be complied with, unless doing so violates the local laws and regulations.
- 1.2.2 This Code reflects the core values of the Group. Employees are expected to embrace/adhere to all the principles set out in this Code in their daily activities as an expression of each employee's commitment and personal responsibility to uphold the core values. This involves making decisions consistent with the core values, acting ethically in all instances and complying with relevant and applicable laws.
- 1.2.3 While this Code provides guidance on the standards of integrity and business conduct expected of the employees, it is not meant to cover all possible situations that may occur. It is designed to provide a frame of reference and guidelines which employees must use to assess any activity, situation or circumstance, with the view to prevent employees from placing themselves in situations or circumstances that might question the employee's integrity.
- 1.2.4 Employees shall seek guidance from the relevant division/function head in their Company when in doubt regarding the proper course of action to be taken in a given situation. The Code is developed based on the applicable laws and regulations within the country of operation in addition to any Company specific values or practices.

#### **1.3 RESPONSIBILITY AND ACCOUNTABILITY**

- 1.3.1 Employees: All employees are to comply with this Code. Being unaware /pleading ignorance of this Code will not be accepted as an excuse for its breach. The Company requires all employees to follow and to sign the Code of Conduct declaration every year.

- 1.3.2 Managers have the added responsibility to set a good example and to lead the employees under their supervision in the application of the Code in their daily business conduct. They are also responsible for promoting open and honest two-way communication to facilitate discussions that may occur in situations where the application of the Code may not be so clear. Managers should diligently be on the lookout for indications where unethical or illegal business conduct has occurred.
- 1.3.3 For the purposes of this Code, “Managers” include people managers, line managers and persons having management responsibility.

## **2. EMPLOYEE CONDUCT**

### **2.1 GENERAL REQUIREMENTS**

- 2.1.1 Employee conduct relates to the conduct of employees both on and off the job, where such conduct must not adversely affect the performance of the employee and other employees, or the legitimate business interests of the Company.
- 2.1.2 Employees shall observe the guidelines set out in this Code and exercise good judgement in decision making and actions to maintain the company’s reputation for integrity and business ethics.
- 2.1.3 Employees must:
- Consider the interest of the Company when making decisions that will impact the company and ensure that such decisions are not based on personal gains or favours.
  - Utilise the company’s assets for business purposes only.
  - Declare the employee’s assets and / or liabilities with any form of business interest at the point of entry into the Company.
  - Declare all business intentions and obtain written approval before participating in such business opportunities, in whatsoever capacity.
  - The Company reserves the right to approve or disapprove the employee’s involvement in other business activities.
  - Any deviation from the aforementioned conditions must be reverted to the relevant function/department in the Company for review and further communication.

### **2.2 WORKPLACE**

- 2.2.1 Employees shall strive to maintain a healthy, safe and productive work environment which is free from discrimination or harassment based on race, religion, political opinion, membership in political group, gender, sexual orientation, marital status, national origin, disability, age or other factors that are unrelated to the Company’s legitimate business interests.
- 2.2.2 Employees shall avoid any conduct in the workplace that creates, encourages or permits an offensive, intimidating or inappropriate work environment including, but not limited to:
- Threats or comments that contain elements of discrimination or harassment;
  - Sexual advances;
  - Violent behaviour or actions;
  - Misuse or abuse of position of authority;
  - Inappropriate dressing in violation of the dress code of the Company;
  - Possession of weapons of any type;
  - Use, possession, distribution or sale of illegal drugs or any prohibited substance, except for approved medical purposes.
  - Consumption of alcoholic beverages on Company premises.
- 2.2.3 Employees shall not engage or be involved in any immoral behaviour and activities such as gambling, indecency, obscenity, vulgarity or vices in Company businesses, on Company premises,

during Company trips/events, when representing the Company or when identifiable as an employee of the Company or when using Company assets.

## **2.3 WORKING ATTITUDE**

2.3.1 The Axiata Group's core values of Uncompromising Integrity and Exceptional Performance along with the Company's additional values, guide our employees' day-to-day actions. Employees should strive to:

- act with integrity in everything they do
- be fair towards everyone regardless of status or personal relationship
- safeguard the interest of the Company
- comply with the laws, regulations and policies governing the business
- have zero tolerance towards corruption in any form
- demand high levels of performance from self and others, whilst being compassionate toward people
- benchmark one's performance rigorously with the very best and strive to improve oneself
- challenge the status quo and embrace change to make things better
- be accountable for one's performance and make no excuses for self
- be determined to win and take pride in winning together with others as a team.

## **2.4 USE OF RESOURCES AND PROTECTION OF COMPANY'S ASSETS**

2.4.1 Employees are provided with a variety of resources and access to Company assets. Regardless of the condition or value, Company assets shall not be misused, taken, sold, lent, given away or otherwise disposed of, or used for personal purposes to the extent that it would affect the interest of the Company.

2.4.2 Employees shall be personally responsible for protecting the Company's assets entrusted to them. Employees shall take all necessary steps to prevent theft, loss, damage or misuse of assets belonging to the Company, the occurrence of which shall be reported immediately to the relevant personnel in the Company.

2.4.3 The types of assets that shall be protected are defined as, but not limited to:

2.4.3.1 Physical Assets such as equipment, systems, facilities, supplies, etc. These shall be used only for conducting the Company's business or for purposes authorised by management. They shall not be used for employees' personal activities.

2.4.3.2 Information and Communication Systems including connections to the internet shall be used for conducting the Company's business or for other incidental purposes authorised by the management of the Company. It is inappropriate to use them in a manner that interferes with employees' productivity.

2.4.3.3 Proprietary Information where all information (whether in written or spoken form and whether on paper or electronic form) relating to technical, product and services, financial data and projections, marketing strategies and business plans, organisational and personnel information, decisions by the Company's board of directors, trade secrets, pricing guidelines, methodology or prices of products and services, profit sharing arrangements, customer information, databases, records and any non-published financial or other data that is not public information or if known will have an adverse effect on the Company. Such information is the result of the innovation, ideas and hard work of employees and of substantial investments in planning, research and development. It is critical that employees treat such information as confidential in accordance with the requirements of Company's policies and take all necessary safeguards to protect this information. The Company's ownership of such proprietary information shall continue even after the employee leaves the

Company.

- 2.4.3.4 Intellectual Property Rights where all ideas, inventions or copyright produced by employees as a result of the work performed for or on behalf of the Company in the course of employment, whether that product is protectable or otherwise. Employees shall understand their responsibility to protect the Company's intellectual property and seek advice from the Relevant Authority when in doubt of their obligation in this regard. The Company's ownership of such intellectual property shall continue even after the employee leaves the Company.
- 2.4.3.5 Employees are not allowed to use the Company's assets including equipment, resources and proprietary information for any work unrelated to the Company. Additionally, employees are not permitted to perform non-Company related work or solicit such business on the Company's premises or while working on the Company's time.
- 2.4.3.6 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.

## **2.5 CYBER SECURITY**

- 2.5.1 Cyber Security involves the application of a multi-disciplinary collection of resources, processes and controls to protect the Company's computer systems and its data from the occurrences of attack, theft or damage. As a service provider, it is vital to protect the data entrusted to the Company by business partners and customers. Employees are required to comply with the Company's policies and procedures to maintain a high level of security and trust.
- 2.5.2 Employees must protect their access credentials and not share them in any circumstances. Information must be classified according to their confidentiality and only handled, stored and shared as prescribed. Employees should work on assigned hardware and approved software only and exercise caution when using email and the internet, and avoid phishing exploits and malware. The security software installed on computers are to protect employees and the company, they must not be tampered with or circumvented. Employees are to consult the IT or Security department when in doubt on the right action to take on cyber security issues.
- 2.5.3 Every employee shall maintain adequate knowledge and awareness of the security process and controls by going through the scheduled training assigned.
- 2.5.4 Employees are expected to use good judgement when using social media and be mindful that irresponsible use of social media can tarnish the reputation of the Company.

## **2.6 PRIVACY**

- 2.6.1 All Axiata's corporate customer, business partner and employee personal information, may it be in physical or digital form, are strictly private and confidential. Confidentiality is critical to protecting the integrity of our information assets, competitive advantage and regulatory compliance. Failure to do so may expose the Company and employees to legal liabilities. Therefore, it is the duty and responsibility of every employee to:
  - ensure a high standard of data protection and privacy within the organisation.
  - access, utilise, manage, maintain and disseminate all such information in accordance with established business purpose(s), accurately and in a secure manner.
  - respect customers' rights to freedom of expression and privacy and shall process all requests in accordance to the law.
  - adhere to the prevailing relevant laws, policies and procedures including observing proper/prescribed exercise of controls.
  - exercise good judgement by seeking clarification or proper authorisation prior to disseminating confidential, proprietary, sensitive or personal information.

- report any non-conformity or violation of personal information to the Privacy Department.

## **2.7 COMPLIANCE WITH ENVIRONMENTAL LAWS & HEALTH & SAFETY PRACTICES**

- 2.7.1 The Company is in strict compliance to applicable laws and regulations (of each OpCo country) concerning environmental conservation and Health & Safety. The applicability or meaning of a particular environmental, health or safety regulation, should be clarified with the relevant personnel mentioned in the Code. Any accident, injury, use of unsafe equipment, or unsafe condition can be reported immediately to a designated person.

## **2.8 INFORMATION INTEGRITY AND RETENTION**

- 2.8.1 Employees shall record and report all information accurately and with integrity.
- 2.8.2 Records shall be managed securely in line with their importance and in compliance with legal, tax, regulatory, accounting and other business retention requirements as required by the laws in the Country and also in accordance with the requirements of the Legal policy.

## **2.9 NON DISCRIMINATION**

- 2.9.1 All employees, officers and management should respect the rights and cultural differences of other individuals in the Company. The Company is an equal opportunity employer and will not discriminate against any employee or applicant because of race, age, sex, religion, caste, marital status and/or disability.
- 2.9.2 This Code applies to all terms and conditions of employment, including, but not limited to, hiring, placement, promotion, termination, layoff, recall, transfer, leave of absence, compensation and training. Discrimination and prejudice constitute unacceptable behavior.

## **2.10 HARASSMENT**

- 2.10.1 The Company is committed to maintaining a work environment that is free of any form of harassment, on the basis of any legally protected status. Employees shall avoid any behavior or conduct that could reasonably be interpreted as harassment.
- 2.10.2 The Code deems unacceptable all conduct, whether verbal, physical or visual, that is based upon a person's protected status under law, such as sex, race, ancestry, religion, caste, national origin, age, disability, medical condition, marital status, veteran status, citizenship status, sexual orientation or other protected group status, or upon the protected status of the person's relatives, friends or associates. The conduct includes epithets, slurs, negative stereotyping or intimidating acts that are based on a person's protected status. It also includes written or graphic materials exhibited in workspaces. Employees should be aware and are requested to abide by the strict guidelines in the Code.
- 2.10.3 The Code further elaborates Company's strict stance with regards to sexual harassment. All forms of sexual advances, requests for sexual favours and other verbal or physical conduct of a sexual nature not only when the conduct is made as a condition of employment, but also when the conduct creates an intimidating, hostile or offensive working environment, is prohibited.
- 2.10.4 Employees are encouraged to immediately report if any act which is inconsistent with the Code is experienced or witnessed. The Code specifies the personnel employees could reach in such instances.

### **3. BUSINESS CONDUCT**

#### **3.1 GENERAL REQUIREMENTS**

- 3.1.1 Business conduct relates to the conduct of employees while engaged in business dealings for and/or on behalf of the company, be it buying, selling or representing the company in any capacity.
- 3.1.2 Employees must be ethical and lawful in all of their business dealings. They must be aware of, and adhere to, the relevant laws and regulations governing relations with external parties in the country they operate in.

#### **3.1.3 DEALING WITH EXTERNAL PARTIES**

- 3.1.3.1 External parties comprise all customers, vendors, business partners, governments, investors, media, analysts and others, that have dealings with the Company. Employees must constantly evaluate how the business is managed and conducted to better meet the needs and expectations of these parties without compromising the Company's objectives and values.
- 3.1.3.2 External parties may also comprise competitors and parties having multiple relationships with the Company. It is important that in any business dealings, employees are aware of, and understand each of the relationships involved, and act accordingly.
- 3.1.3.3 In all dealings with external parties, employees must be honest in their communications, and avoid making misrepresentations or misleading statements to anyone.

#### **3.2 DEALING WITH CUSTOMERS**

- 3.2.1 Customers must be treated with respect and understanding. Employees must always be flexible in how they approach the changing needs of customers.
- 3.2.2 All customer complaints must be dealt with promptly and fairly to ensure a high level of satisfaction and to ensure the image and reputation of the Company is constantly maintained at the highest level.

#### **3.3 VENDORS AND BUSINESS PARTNERS**

- 3.3.1 The Company shall take a collaborative approach in all their partnerships ensuring that employees address the specific needs of the stakeholders, while offering products, services and solutions.
- 3.3.2 The Company shall conduct business with vendors or business partners that share the same ethical commitment as the Company, and shall avoid conducting business with vendors or business partners who are likely to harm the Company's reputation.
- 3.3.3 All vendors/business partners will be subject to the relevant sections in the Code. Employees dealing with external parties must be familiar with the overall requirements the vendors/business partners need to adhere to, in order to maintain the Company's standards and reputation.
- 3.3.4 Facts shall be weighed objectively and impartially when selecting vendors or business partners following the relevant procurement procedure that applies to a particular activity.
- 3.3.5 Employees shall not exert or attempt to exert influence to obtain privilege treatment for any particular vendor. Vendors in competition for contracts with the Company shall at all times be able to have confidence in the integrity of the Company's selection processes.

#### **3.4 GOVERNMENTS**

- 3.4.1 Employees shall hold themselves up to the highest standards of conduct and aim to proactively engage with the government to improve the social and economic conditions of the country.
- 3.4.2 Employees shall be aware of and adhere to the relevant laws and regulations pertaining to relations

between government employees and customers, suppliers and business partners.

- 3.4.3 Employees shall not provide gifts to government employees or those acting on the government's behalf if doing so violates local laws and regulations which could be reasonably construed as an action to seek special favour.

### **3.5 INVESTORS, MEDIA, ANALYSTS AND OTHERS**

- 3.5.1 Any employee approached by investors, prospective investors, media and analysts on confidential information shall refer such requests to the relevant division.
- 3.5.2 Employees shall also refer any request for information on the Company's business from investigators or law enforcement officials to the relevant unit in the Legal division.
- 3.5.3 Employees shall not initiate contract with the media and analysts unless it is part of their job responsibilities, with prior management knowledge and approval. In all instances, employees shall exercise caution in their communications with these parties.

### **3.6 COMPETITORS**

- 3.6.1 Employees shall compete fairly and ethically within the framework of applicable competition laws.
- 3.6.2 Employees shall exercise caution in all business contracts and contacts with competitors, suppliers and vendors and seek advice from the Legal division if in doubt whether an action violates any competition laws.
- 3.6.3 Employees shall disassociate themselves and the Company from participating in any possible illegal activity with competitors and avoid communicating sensitive or confidential information which includes pricing policy, contract terms, marketing and product plans and any other proprietary information.
- 3.6.4 Employees shall not use improper or illegal means to acquire a competitor's trade secrets or other confidential information. When working with such information, employees shall use it in the proper context and for legitimate purposes such as to evaluate the merits of the products, services and marketing of the Company. Such information shall only be made available to other employees on a need to know basis.

### **3.7 AUTHORITY TO MAKE COMMITMENTS**

- 3.7.1 Employees are expected to be aware of and adhere to the Company's defined delegation of authority guidelines and processes for key functions and commitments, limits of authority and supplementary procedural documents.
- 3.7.2 Commitments that bind the Company shall only be made by employees who are authorised to do so and in accordance with established limits of authority guidelines. It is not acceptable for employees to make any business commitments whether oral or written that contradict established guidelines, or which create or modify agreements without proper approval consistent with the limits of authority guidelines.

### **3.8 MISREPRESENTATION OF DATA**

- 3.8.1 The Company does not tolerate withholding or misrepresenting data or hiding of relevant facts in a situation. The following will amount to misrepresentation of data: biased results to a certain group of people, especially in a quality control-related scenario.
- 3.8.2 Intentionally making a false oral or written statement in connection with any Company-related work; and intentionally making a false oral or written statement relating to character, qualifications or reputation.



### **3.9 MONEY LAUNDERING**

- 3.9.1 Money laundering is the process of concealing the identity of proceeds from unlawful activities to convert “dirty” money to a legitimate source of income or asset. Money laundering is an offence under the applicable laws and regulations in all respective OpCo countries.
- 3.9.2 The Company does not tolerate any form of money laundering activities. Appropriate measures shall be implemented, including awareness training, conduct checks and verifications as necessary to prevent its financial transactions from being used by others to launder money.
- 3.9.3 Employees shall be aware of the applicable anti-money laundering laws and shall seek to ensure they are appropriately and adequately informed of developments in the laws relating to this area.
- 3.9.4 Employees are expected to be mindful of the risk of the Company’s business being used for money laundering activities and to raise any suspicious transactions to the relevant personnel in-charge.

### **3.10 BRIBES AND CORRUPTION**

- 3.10.1 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.
- 3.10.2 Employees shall be cognizant of the fact that bribes may be in any form, monetary or otherwise including but are not limited to unauthorised 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.
- 3.10.3 Prior to giving or accepting any business amenity or other gifts (in whatever form or value), employees shall assess the appropriateness of their actions by assessing the influence or appearance of influence of said action on the business relationship of the Company with that organisation or individual or any business decision arising out of that business relationship.

### **3.11 GIFTS, ENTERTAINMENT AND OTHERS**

- 3.11.1 As a general rule, employees are discouraged from giving or accepting gifts, entertainment and other benefits to or from business partners. Notwithstanding this, the Company recognises that the occasional acceptance or offer of modest gifts and entertainment may be a legitimate contribution to good business relationships.
- 3.11.2 Generally, all invitations to business luncheons or dinners may be given or accepted by the employees. Employees receiving or giving the gifts, entertainment and other benefits is responsible for assessing whether it is appropriate and within the boundaries set out in this Code. The following rules and guidelines shall be observed:
  - 3.11.2.1 The purpose of the gifts, entertainment and other benefits shall never be to influence business decision-making processes or cause others to perceive an influence.
  - 3.11.2.2 The situation in which the gifts, entertainment and other benefits is received or given shall not be in connection with contractual negotiations of similar situations.
  - 3.11.2.3 Subject to the above guidelines, where the value of the gifts, entertainment and other benefits received exceed the monetary threshold mentioned in the Code, employees shall declare the gift, entertainment and other benefits received. Refer to the Gift Policy for further guidance.
  - 3.11.2.4 Such gifts declared shall be deemed to be the Company’s assets and shall be treated in accordance to the guidelines set out in the section “Employee Conduct”.

- 3.11.3 Members of the Senior Leadership Team (SLT) or Heads of Department are prohibited from accepting any form of transportation and lodging provided by suppliers or other third parties. Employees should always be guided by the Code on such occasions they are offered by a third party.

#### **4. CONFLICT OF INTEREST**

##### **4.1 GENERAL REQUIREMENTS**

- 4.1.1 Employees shall be aware that they are at all times employees of the Axiata or any subsidiary of the Group, both on and off the job, and that they remain loyal to the Group. Accordingly, employees shall not engage in any activity or advance their personal interests at the expense of the Company's interests. Employees shall avoid all situations where their loyalty may be divided.
- 4.1.2 All employees shall be alert to potential and perceived conflict-of-interest situations and shall diligently assess and avoid such activity or situation. Such situations may involve or could arise as a result of family relationships or interactions with close friends. Where any actual, potential or perceived conflict exists, the employee in question is required to inform the superior and seek direction in line with the Code on how to address or resolve the conflict.
- 4.1.3 The common types of conflicts and requirements are addressed below (4.2 to 4.8) to provide guidance for employees to make informed decisions.

##### **4.2 COMPETING AGAINST AXIATA GROUP**

- 4.2.1 Employees shall not engage in activities that conflict with business interests, even in their own time, including commercially marketing products or services in competition with the current or potential offerings of the Axiata Group.
- 4.2.2 Employees are not allowed to provide any form of assistance to organisations that market products or services in competition with the Axiata Group regardless if they receive any direct or indirect remuneration of any kind for the assistance provided. Accordingly, employees shall not work for the competing organisation in any capacity as an employee, consultant or as a member of its board of directors.

##### **4.3 SUPPLYING TO AXIATA GROUP**

- 4.3.1 Employees shall not supply to the Company, represent a supplier, work for a supplier or be a member of the supplier's board of directors during employment with the Company. The Code Guide specifies any such exclusions possible to this clause in specific circumstances.

##### **4.4 INSIDER TRADING**

- 4.4.1 Employees who possess 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. In the context of the laws and regulations prevailing in the country of operation or relevant country depending on the context of the inside information.
- 4.4.2 Further, employees shall not disclose price sensitive information to any third party or encourage any other person to deal in price-affected securities.
- 4.4.3 If in doubt, employees should follow the Code and refer to the relevant division to clarify the status of the information held by them.
- 4.4.4 Employees must ensure that all transactions in the Company shares comply with the procedures set out in the respective Company's listing body and the law on insider trading.

#### **4.5 NON-BUSINESS ACTIVITIES**

- 4.5.1 Employees are not permitted to engage in personal activities including public service or political activities which conflict with the Company's business interest.
- 4.5.2 Employees shall require written permission to engage during their own time in such activities. The Code Guide specifies the procedure to seek such permission.
- 4.5.3 Permission will not normally be granted unless all of the following criteria are met:
  - 4.5.3.1 The engagement or activities must in no way conflict with the interests of Axiata and/or its subsidiaries and divide the employee's loyalty.
  - 4.5.3.2 The engagement or activities must not put the Company in a disadvantageous position.
  - 4.5.3.3 The time spent in the engagement or activities must not interfere with one's duties in the Company.

#### **4.6 PERSONAL FINANCIAL INTEREST AND BORROWINGS**

- 4.6.1 Employees shall not have a financial interest in any organisation that the Company conducts business with or competes with if that interest results in or appears to present a conflict of interest situation. Employees shall disclose such financial interest as indicated in the Code if it will cause or result in a conflict of interest.
- 4.6.2 Employees shall consider the following factors when assessing if an inappropriate interest exists:
  - 4.6.2.1 Whether the organisation the employee invests in is competing with the Company.
  - 4.6.2.2 The size of employee's investment relative to their salary or household income, and if the investment is significant enough to motivate employees to take actions to protect or enhance their investment.
  - 4.6.2.3 The nature of employee's job in the Company would allow them to act in a manner that affects the value of their investment in other organisations.
- 4.6.3 Employees are prohibited from borrowing from any organisation that the Company conducts business with or competes with, unless the organisation is a legal financial institution and the loans are granted at rates that are available to the general public. Additionally, employees are also prohibited from borrowing from representatives of any organisation that the Company conducts business with or competes with, regardless of the nature of business of the organisation concerned.

#### **4.7 POLITICAL AND CHARITABLE CONTRIBUTIONS**

- 4.7.1 Employees shall not use the company's funds and resources to make contributions to any political campaign, political party, political candidate or any of an employee's affiliated organisations unless otherwise authorised by the Company's board of directors.
- 4.7.2 Employees may make contributions to charitable organisations and provide non-commercial sponsorships, subject to the following conditions:
  - 4.7.2.1 The contributions and sponsorships are not made to secure any improper businesses or other advantages.
  - 4.7.2.2 The contributions and sponsorships do not give rise to any conflict of interest; and
  - 4.7.2.3 Steps have been taken to verify the recipient's reputation or status as a charitable organisation.

#### **4.8 RELATIVE OF EMPLOYEES**

- 4.8.1 Employees shall disclose to the Company if any relative (for this Code, "relative" comprises employee's spouse, parents, children, brothers, sisters and spouse of child, brother or sister) provides any form of goods or services direct or indirect to the Company, or is a competitor, vendor, business partner, contractor or consultant to the Company. Employees shall avoid or abstain from

participating in or making decisions on any deal involving employee's relative.

- 4.8.2 If an employee's relative is a competitor or supplier of the Company or is employed by one, the employee is expected to exercise extra caution in their communication and conduct to ensure the security and confidentiality of information important to the Company and to avoid and/or create a conflict of interest situation.
- 4.8.3 Any exception to the above restrictions shall be approved and allowed on a case by case basis after considering the personnel involved as specified in the Code .

## **5. REPORTING, TRAINING AND EVALUATION**

### **5.1 REPORTING VIOLATIONS AND SUSPECTED VIOLATIONS**

- 5.1.1 All employees of Axiata Group and its subsidiaries are expected to abide by and observe this Code. Adherence to the prescription of this Code shall be a condition of employment. The Group and its subsidiaries reserve the right to take disciplinary action against any employee found to be in breach of this Code.
- 5.1.2 The Code Guide outlines the process for employees who require clarification on any aspects of the Code to avoid any misinterpretation or violation of the Code.
- 5.1.3 Employees who come across any unlawful or unethical situation, or any suspected violations of this Code shall raise their concerns following the guidance as set out in the Code Guide and the Company's whistle-blowing policy.
- 5.1.4 All reports shall be discreetly, promptly and thoroughly investigated in accordance to applicable laws and regulations. In the event of severe non-compliance or misconduct, disciplinary proceedings shall be taken by the Group or/and its Subsidiaries after due inquiry. Appropriate disciplinary actions shall be taken, including dismissal.
- 5.1.5 Reports shall be treated with the strictest confidence. Employees who report violations or suspected violations shall be protected from any threat. This assurance does not however extend to those who are found to have raised the matter under false or malicious intention.

### **5.2 TRAINING AND EVALUATION**

- 5.2.1 All employees of the Group and its Subsidiaries shall be made aware of the Code and its contents upon commencement of their employment and this shall form part of the Induction Programme.
- 5.2.2 The Code shall be made available on the Company's portal and be accessible to all employees. Employees will have access to the online Code which would include regular updates and refreshers to ensure the employees are familiar with the Code.
- 5.2.3 Employees are required to participate in the declaration to observe and adhere to the Code annually.

**AXIATA GROUP BERHAD  
CODE OF CONDUCT**

**DECLARATION BY EMPLOYEE**

I, <<name>> (NRIC/Passport No.<<I.C/passport>>), hereby confirm that I have read and understood the Code of Conduct (“Code”) and agree to observe and adhere to the Code, as amended from time to time.

I shall conduct myself with complete professionalism, integrity and be true to the spirit of the Code in the daily execution of my duties and assignments and as an employee of Axiata Group Berhad.

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

\_\_\_\_\_  
Name: <<name>>

Date :

Revision 1): Paragraph 1.2, 1.3, 2.3, 3.11, 5.1, 5.2. As baseline standards and guidelines grounded on UIEP values that are applicable to all employees across the Group.

Approved by Axiata Board at the Board of Directors’ Meeting [No. 7-15] held on 19 August 2015.

Revision 2): Insertion of paragraph 2.5 on cyber security awareness including social media usage and paragraph 2.6 on privacy.

Approved by Axiata Board at the Board of Directors’ Meeting [No. 9-19] held on 28 May 2019.