

## 1.0 PURPOSE

This policy (the “**Policy**”) is intended to set out a framework for how Aztech Global Ltd. and its subsidiaries (collectively, the “**Group**”) manages conflicts of interest that may arise from time to time. This is with a view towards:

- (a) Clearly expressing the Group’s expectations in respect of conflicts of interest;
- (b) Advising all employees of their responsibility to disclose conflicts of interest and maintain high ethical standards; and
- (c) Ensuring that all business decisions are made in the best interests of the Group.

## 2.0 “CONFLICT OF INTEREST”

A “conflict of interest” arises in a situation where an employee has a personal interest that is sufficient to influence, or appears to influence, the objective exercise of his or her official duties to the Group. This can impair an employee’s ability to make objective, unbiased business decisions.

While it is not possible to define all scenarios and relationships which may give rise to a conflict of interest and each case must be assessed on its facts, some of the more common examples of conflicts of interest include the following:

- (a) Having any interest or dealings in respect of any business which is a competitor, a customer, a supplier or partner of the Group or any business planning to work with the Group in any of the aforementioned capacities;
- (b) A close family member (including children, in-laws, partner or spouse) having any interest or dealings in respect of any business which is a competitor, a customer, a supplier or partner of the Group or any business planning to work with the Group in any of the aforementioned capacities; and
- (c) Having a close or longstanding friendship with any person who has any interest or dealings in respect of any business which is a competitor, a customer, a supplier or partner of the Group or any business planning to work with the Group in any of the aforementioned capacities.

## 3.0 EXPECTATIONS

All employees are required to:

- (a) Act at all times with impartiality, independence and integrity. This includes:
    - (i) Rejecting any business practice which might reasonably be deemed to be improper (regardless of whether the Group benefits from such practice or not);
    - (ii) Never using one’s role in the Group for personal gain; and
    - (iii) Not putting oneself (or giving the appearance of putting oneself) in a position which may result in an actual or potential detriment to the Group’s reputation and interests.
  - (b) Disclose to their supervisors and seek their supervisors’ directions on any issues which may conflict or potentially conflict with their responsibilities to the Group and comply with the actions recommended by management to address such conflicts.
  - (c) Refrain from engaging in any deals on behalf of the Group with any entity in relation to which they have any interest.
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**4.0 MANAGING CONFLICTS OF INTEREST**

- (a) All Key Employees will be required to:
  - (i) make a declaration of their interests in a declaration form (a sample of which is set out in the Schedule of this Policy), which will be maintained by the legal department; and
  - (ii) review and update their declaration from time to time on an annual basis.
- (b) Key Employees are:
  - (i) senior management level employees;
  - (ii) heads of departments;
  - (iii) managers in the procurement and purchasing departments; and
  - (iv) employees who are related family members of a Director, CEO or substantial shareholder.
- (c) If any other employee is involved in a conflict of interest or in a situation which may develop into a conflict of interest, that employee must immediately alert his or her supervisor(s). The supervisor(s) will then consult the legal team on the appropriate steps. If the legal team is of the view that such situation needs to be disclosed, the management procedure above that is applicable to key employees shall also apply to that employee. If the legal team is of the view that such situation does not need to be disclosed at the relevant point in time, the supervisor(s) will continue to check in on that employee on an annual basis to review the situation and update the legal team.
- (d) In any case, actual conflicts of interest must be avoided and potential conflicts of interest must be carefully managed. If any employee is involved in a conflict of interest or in a situation which may develop into a conflict of interest, the management team reserves the discretion to transfer that employee to a different department such that the conflict or potential conflict is neutralised.
- (e) All employees are to approach their supervisors if they have any questions about whether they are involved in any circumstances which may give rise to a conflict of interest.

**5.0 AVOIDING CONFLICTS OF INTEREST AFTER EMPLOYEES LEAVE THE GROUP**

- (a) It is recognised that employees who have left the Group and joined business partners may face potential conflicts of interest. While the Group does not impose employment restrictions on former employees, it is the Group's policy that all former employees are not allowed to access any of the Group's premises unless prior written approval is obtained from the Head of Group Human Resources or the CEO.
  - (b) Any approval sought by business partners will be decided on a case-by-case basis, taking into consideration the merits of each case and the objective of safeguarding the Group's strict policy of preserving the confidentiality of the Group's proprietary information and avoiding conflicts of interest in the best interests of the Group.
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## CONFLICT OF INTEREST POLICY

### SCHEDULE: DECLARATION FORM

#### ANNUAL DECLARATION BY KEY EMPLOYEES PURSUANT TO THE GROUP'S CONFLICT OF INTEREST POLICY

Date:

To: Aztech Global Ltd.

Dear Sirs,

#### Declaration by Key Employee

##### Interest in companies\*

I have an interest in the securities of the corporations listed in Part A of the Annex.

##### Holds office in other companies\*

I am currently serving as a member of the Board or an Executive Officer of the corporations listed in Part B of the Annex.

I confirm that the disclosure made herein is complete and accurate.

Yours faithfully,

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

Designation:

\*Please tick the appropriate box.

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**Annex: Declaration****A. Interest in Securities**

**Please disclose all interests in securities where such interests give rise to a conflict of interest.** If you hold shares in a corporation and such shareholding does not give rise to a conflict of interest, you are not required to disclose such shareholding.

Please state "NA" if not applicable.

<b>S/N</b>	<b>Name of Corporation</b>	<b>Nature of Interest*</b>	<b>% of that Class of Securities Held</b>
1.			
2.			
3.			

*\* See definition of "interest" in Section 7 of the Companies Act 1967 of Singapore and Sections 4 and 130(5) of the Securities and Futures Act 2001 of Singapore.*

**B. Directorships and Executive Positions**

Please state "NA" if not applicable.

<b>S/N</b>	<b>Name of Corporation</b>	<b>Nature of Appointment</b>
1.		
2.		
3.		

Kindly note that for the purposes of Part B of this Annex, it is not necessary to state directorships and executive positions in Aztech Global Ltd. and its subsidiaries.

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