



DIGITAL INTELLIGENCE

CONFLICT OF INTEREST

CONFLICT OF INTEREST POLICY

1. Introduction

- 1.1 MSD Digital Intelligence Sdn Bhd (MSDDI) is committed to maintain the highest standards of integrity, professionalism and ethical behavior.
- 1.2 This Conflict of Interest Policy aims to prevent situations where personal interests could interfere with the objective exercise of judgment by employees as against the company's interests. This document shall complement the Code of Conduct issued by MSDDI.
- 1.3 All directors, employees, officers and any individuals representing the company shall be bound by this policy to ensure that their actions reflect the best interests of MSDDI.

2. Purpose

- 2.1 The purpose of this policy is to:
 - a) Ensure that individuals involved in decision-making processes act in the best interests of the company.
 - b) Identify, disclose and manage any potential or actual conflicts of interest.
 - c) Protect the reputation and integrity of the company by maintaining transparency and accountability.

3. Definition of Conflict of Interest

- 3.1 A conflict of interest arises when an individual's personal interest, relationship(s) or activities could interfere with their ability to act in the best interests of MSDDI. Conflicts of interest can occur in various ways, including, but not limited to:
 - a) Financial interests or investments in a competitor, supplier, or customer of MSDDI.
 - b) Relationships with individuals or organisations that could influence business decisions.
 - c) Personal interests that interfere with the responsibilities or duties at the company.
 - d) Outside employment, business or other interests that might impair judgment or loyalty to the company.

4. Types of Conflicts of Interest

Examples of conflicts of interest include:

- 4.1.1 **Financial Conflicts:** Holding a financial interest in a company that competes with, supplies or is a customer of MSDDI.
- 4.1.2 **Family and Personal Relationships:** A personal relationship with a colleague, client or supplier that could influence business decisions unless officially declared to and approved by the Company.
- 4.1.3 **Outside Employment:** Holding a second job or business interest that could conflict with the responsibilities at MSDDI.
- 4.1.4 **Gifts and Entertainment:** Accepting or offering gifts or entertainment that could influence or appear to influence decision-making.
- 4.2 Employees are strongly prohibited from;
 - 4.2.1 Using their position in the company for personal advantage.
 - 4.2.2 Engaging in activities that brings direct or indirect profit to a competitor.
 - 4.2.3 Owning shares in a competitor.
 - 4.2.4 Carrying out side-line activities with other companies / entities and carrying out side- line jobs with other companies during work hours.
 - 4.2.5 Using connections obtained through their position in the company for private purposes.
 - 4.2.6 Engage in any acts that is not in the company's fundamental interest either directly or indirectly.

5. Outside Business Activities

Employees must disclose any outside business activities, including self-employment or involvement with other organizations, that could potentially conflict with their duties at MSDDI. Approval must be sought before engaging in such activities to ensure there is no conflict.

6. Disclosure of Conflict of Interest

6.1 All employees, officers, and directors must disclose any actual, potential, or perceived conflicts of interest as soon as they arise. The disclosure should be made to the Head of Department (HOD) and Human Resource (HR Department), and the following details should be included:

- a) The nature of the conflict.
- b) Any related individuals or entities involved.
- c) The potential impact on company operations or decision-making.

6.2 The company will review the disclosure and determine whether the conflict needs to be managed, mitigated, or eliminated.

7. Managing Conflicts of Interest

When a conflict of interest is identified, the company will take appropriate steps to manage, mitigate, or resolve the conflict. This may include:

- a) Requiring the individual to recuse themselves from decision-making processes related to the conflict.
- b) Establishing guidelines for disclosure and reporting of the conflict.
- c) In extreme cases, reassignment of roles or termination of employment or relationship with the company.

8. Consequences of Non-Disclosure

Failure to disclose a conflict of interest may result in disciplinary action, up to and including termination of employment or contract. The company reserves the right to take appropriate legal action if a conflict of interest results in harm or loss to the company.

9. Confidentiality

Any information disclosed under this policy will be treated with confidentiality. The company will only share information on a need-to-know basis to manage or address the conflict.

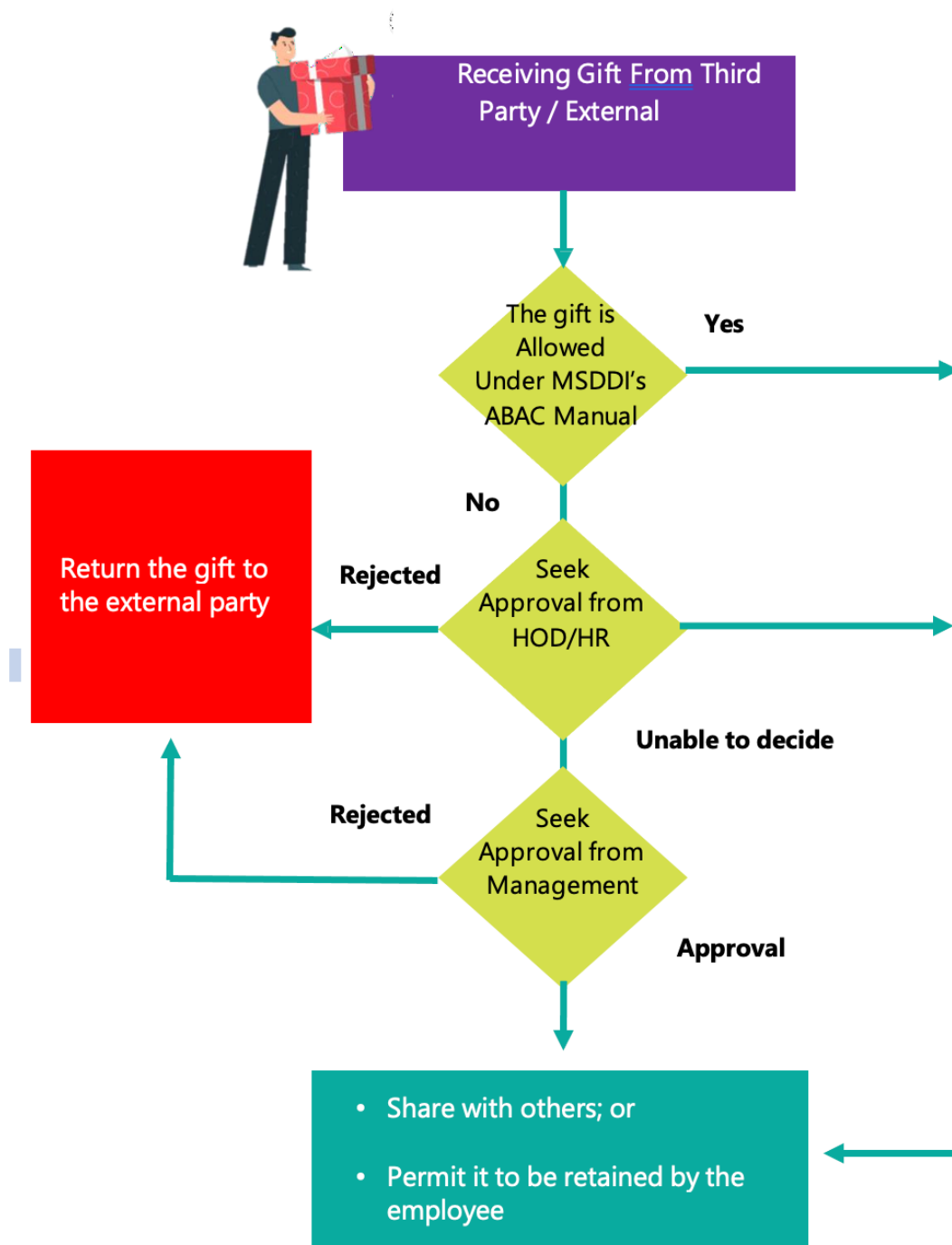
10. Review and Monitoring

This policy will be reviewed periodically to ensure its effectiveness and to adapt to any changes in business or regulatory environments. All employees will be reminded of the policy on an annual basis, and training may be provided to ensure understanding and compliance.

11. Conclusion

MSDDI is committed to maintaining an ethical and transparent working environment. Employees, officers, and directors are expected to act in a manner that avoids conflicts of interest and preserves the integrity of the company's operations

GIFT ACTIVITY REPORTING AND APPROVAL PROCESS



PROVIDING ENTERTAINMENT APPROVAL PROCESS

