



QL RESOURCES BERHAD

CODE OF BUSINESS ETHICS (SUPPLIERS AND BUSINESS ASSOCIATES)

Version 1: Effective 27th August 2024

Introduction

At QL Resources Berhad ("QL" or the "Company") and its subsidiaries ("QL Group" or the "Group"), we are dedicated to upholding the highest standards of ethical conduct, environmental responsibility, social responsibility, and governance.

Our commitment extends beyond our operations to include our suppliers and business associates, who play a vital role in our value chain. QL Group has established this **Code of Business Ethics (Suppliers and Business Associates) ("Code")** to serve as a clear statement of our expectations regarding ethical conduct and responsible business practices. We expect our suppliers and business associates to share this commitment and adhere to our expectations in all business activities with QL Group, encompassing business ethics, labour standards, occupational safety and health, and environmental management.

We strongly believe that by working together under these shared values, we can achieve mutually sustainable growth and business success while making a meaningful impact in the communities and ecosystems we operate in. We look forward to your dedication to advocating these principles, which are fundamental to our collective mission of creating shared values for all. Adherence to this Code will be taken into serious consideration when we evaluate our suppliers' and business associates' performance, on a periodic basis.

Scope

This Code applies to all of QL Group's Suppliers and Business Associates, being any external party that has entered into, or propose to enter into, a business or contractual relationship with QL Group. Reference to 'Suppliers and Business Associates' would therefore include suppliers, associates, joint venture partners, business partners, contractors, sub-contractors, consultants, distributors, agents or to any party providing goods or performing work or services for or on behalf of QL Group.

A. Business Ethics

Suppliers and Business Associates are expected to conduct their business and operations ethically and professionally with principles of good governance.

Compliance with Laws

Conduct business & transactions in compliance with applicable local, national and international laws & regulations, including but not limited to laws relating to labour, health and safety, environmental protection, anti-money laundering, fair business dealings, competition & anti-trust, counter terrorism financing and insider trading.

Confidentiality & data protection

Under no circumstance should confidential information be used for any illegal purpose or unfair business advantage. Confidential information includes but is not limited to intellectual property, trade secret, recipes, personal data information, and all information which by nature one would reasonably expect to be confidential.

Integrity, Honesty & Win-Win

Conduct business & transactions ethically, truthfully, fairly, accountably with respect & mutual trust with no deceptive intention but with a win-win basis in mind. This includes avoiding any anti-competitive agreements or practices.

Safety & Quality of Products and Services

All products and services delivered must meet the quality and safety standards required by applicable laws. Maintain proper record for supplies, raw materials, products & services to ensure traceability between the origins and end products.

Conflict of interest

Avoid any circumstance that could lead to or could potentially lead to a conflict of interest that could compromise the ability to act in the best interests of QL Group. Immediate disclosure to Management of QL is required whenever a situation of conflict of interest or potential conflict of interest arises.

Cybersecurity

Maintain and protect computer systems, networks, database, applications and online systems against infiltrations, system disruptions, data loss and theft to mitigate disruptions to business operations.

Fraud prevention & Anti-corruption

Commit to prevent acts of fraud, extortion, embezzlement, corruption, kickbacks & nepotism. Never (whether directly or indirectly) engage in any form of bribery, corruption or unethical practices in business dealings. This includes offering, giving, receiving or soliciting anything of value to influence the actions of others.

Whistleblowing Channel

Maintain channels to receive complaints or whistle-blow that include a non-retaliation policy to protect well-intentioned whistleblowers.

Report immediately any irregular business dealings or violations by QL Group's employees, agents and/or other representatives through the following channel: [QL Whistleblower Policy](#)

B. Labour Standards

Suppliers and Business Associates are expected to uphold the commitment to human rights principles and fair labour practices throughout its business activities, in accordance with internationally recognised standards and applicable labour laws.

Child Labour

Protect the rights of children and will not use or tolerate the hiring of child labour under any circumstances. Abide by and strictly comply with international child labour conventions and applicable child labour laws and regulations establishing a minimum age for employment in all its business operations.

Wages, Working Hours and Benefits

Compensate employees fairly, providing wages, benefits, and working conditions that meet or exceed the legal requirements and industry standards in the respective countries. Comply with applicable laws and standards regarding wage, work hours, overtime, working conditions and benefits.

Forced or Involuntary Labour

Respect and treat workers fairly by not tolerating any form of forced or involuntary labour in any business operations. These include bonded labour, slave labour, indentured labour or human trafficking.

Ensure fair labour conditions and all immigration laws and regulations are adhered to with respect to the employment of workers.

Non-Discrimination and Equal Opportunity

Embrace equal opportunities at the workplace, treat everyone with respect and dignity regardless of their background, race, gender, age, religion or nationality and commit to the elimination of discrimination with respect to employment and occupation.

Workplace Security

Uphold a workplace for all employees that is free from any acts of physical coercion, violence or threats of violence, verbal, sexual or psychological harassment, bullying, intimidation, abuse or other harsh or inhumane treatment by either their managers or fellow employees.

Freedom of Association and Collective Bargaining

Respect employees' right to join or not join a trade union or to have recognised employee representation in accordance with local law without fear of reprisal, harassment, intimidation or termination of employment.

C. Occupational Safety & Health

Suppliers and Business Associates are expected to provide a safe and healthy working environment, fostering a culture of safety and well-being, in compliance with applicable statutory occupational safety and health (OSH) requirements.

Workplace Safety and Health

Ensure a safe and healthy working environment for all employees, complying with all applicable health and safety regulations and mandated reporting requirements by relevant authorities. Provide personal protective equipment (PPE), and offer adequate training, communication and awareness for all employees, visitors and business associates.

Regularly conduct risk assessments and audits, and establish emergency response plans to minimise, eliminate and control hazards.

D. Environmental Management

In addition to compliance with applicable environmental laws and regulations, Suppliers and Business Associates are expected to conduct their business in an environmentally responsible manner including pollution prevention and resource management.

Pollution Prevention

Implement effective systems to identify, prevent and control pollution and minimize environmental impact. Reduce air, water and soil pollutants. Properly manage and dispose of hazardous and non-hazardous waste.

Resource Management

Sustainably utilize and optimize the consumption of resources including but not limited to energy, water and materials. Implement measures to improve resource efficiency and reduce consumption. Minimize waste generation and conserve resources.

Appendices

All Suppliers and Business Associates are required to sign the Integrity and Background Declaration Form and the Declaration of Conflict of Interest, each attached hereto as **Appendix I**. QL Group may require Suppliers and Business Associates to provide further information or attestation in writing of its compliance with the Code from time to time.

Enquiries on the Code

Any enquiries relating to this Code can be forwarded to [email address].

Appendix I Integrity & Background Declaration Form (Suppliers & Business Associates)

| | |
|---|--|
| Name ("I"): | |
| Organisation I represent (the "Entity" or "We"): (<i>"I"</i> and the "Entity", or "We", shall be interchangeably used in the case of a sole proprietorship) | |
| Nature of business relationship with QL Group: | |

- Having fully read and understood the QL Group's Code of Business Ethics (Suppliers and Business Associates) ("Code") attached to this Declaration, we hereby agree to adhere to and abide by the Code in all aspects of our business dealings with QL Group.
- We understand that if we fail to comply with any part of the Code, QL Group reserves the rights to undertake a review of our business relationship which may lead to a cessation of our business relationship and even reporting to the relevant authorities.
- We further declare that *(please tick whichever is applicable)*:
 - ☐ we have never been a bankrupt.
 - ☐ we are currently a bankrupt.
- We hereby declare that *(please tick whichever is applicable)*:
 - ☐ we are not aware of any actual, potential, or perceived conflict of interest situations with QL Group or other stakeholders of the Group's businesses. Our shareholders/directors/personnel holding key management function and their close family members^(note 1) do not have any relationship with any employees of QL Group or members of the Board of Directors of any company within the QL Group;
 - ☐ apart from the actual, potential, or perceived conflict of interest situations declared in **Conflict of Interest Table** at the next page we are not aware of any other actual, potential or perceived conflict of interest situations with QL Group or other stakeholders of the Group's businesses.
- We declare and affirm that the contents of this declaration are true and correct. In the event that a situation of an actual or potential conflict of interest arises after the date of this declaration, we shall immediately disclose to the Management of QL.

^{Note 1} Close family members refer to spouse, parent, child (including adopted child and step-child, brother, sister and the spouse of a brother or sister.

| Conflict of Interest Table | | | |
|----------------------------|--|------------------------------------|--|
| No. | Name of Conflicted Party (actual, potential, and perceived) | Relationship with Conflicted Party | Nature of Conflict of Interest Situation with QL Group and Detailed Description (e.g. shareholdings, directorships, and Close Relationship) |
| (i) | | | |
| (ii) | | | |
| (iii) | | | |
| (iv) | | | |
| (v) | | | |

Confirmed and Accepted for and on behalf of the Entity:

Name: _____

Identity Card/ Passport Number: _____

Signature: _____

Designation: _____

Company Stamp: _____

Date: _____