



EVERSAFE RUBBER BERHAD

(Company No.: 201501008542 (1133877-V))

(Incorporated in Malaysia)

CONFLICT OF INTEREST POLICY

(As of 16 November 2023)

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1. OVERVIEW

Eversafe Rubber Berhad (hereinafter referred to as “the Company”) and its subsidiaries (collectively referred to as “the Group”) is committed to maintaining, observing and practising high ethical standards of professionalism and integrity at all times in respect of its business and operations. The Group’s commitment extends to the diligent management and prevention of conflicts between individuals’ personal interest and the Group’s interest.

This policy sets out the framework and appropriate controls and measures to ensure systematic identification and management of conflict of interest (hereinafter referred to as “the COI”) within the Group.

2. OBJECTIVE

To promote enhanced governance practices, manage conflicts of interest effectively, and maintain the highest levels of transparency, integrity, and accountability within the Group.

3. SCOPE

The Conflict of Interest Policy applies to all Directors, Key Senior Management and Employees of the Group.

This Policy applies whenever an individual recognises, or should reasonably recognise, that a conflict of interest or potential conflict of interest may arise from their current or future activities.

4. AMBIT OF CONFLICT OF INTEREST

- a. A conflict of interest occurs when a person in the Group has the capacity, whether directly or indirectly, to exert influence over the Group’s business practices or other decisions, potentially resulting in personal gain for themselves, their family, or other parties.

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- b. Conflicts of interest may be:
- i. Actual
The conflict of interest currently exists and can be evidently proven.
 - ii. Potential
The conflict of interest has not yet materialised but may emerge, potentially impacting an individual's proper performance of their official duties and responsibilities to the Group, both presently and in the future.
- c. Situations that may give rise to COI or Potential COI may include, but are not limited to the following:
- i. **Equity ownership or participation in other organisations and/or entities**
This is where a Director, Key Senior Management or Employee holds shares or equity ownership in other entities or other organisations, and in particular where they are having a business relationship with the Group, either directly or indirectly (ie. through a family member).

This does not apply to shares held in publicly quoted companies which have business relationship with the Group, unless such holding is considered to be material and the interest is likely to impair the objectivity of the Director, Key Senior Management or Employee concerned.
 - ii. **Directorship, partnership or other forms of interest in other entities**
This applies to situations where a Director, Key Senior Management or Employee holds a position or has an interest in entities having a business relationship with the Group or have family members, close relatives or associates with such interests.

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iii. Other employment, business appointments or undertakings

This is where a Director, Key Senior Management or Employee is engaged in other part time employment or has other business appointments, opportunities or undertakings which may interfere with the time and attention they are expected to devote to the Group in fulfilling their official duties. Such external affiliations may compromise their judgement and ability to act in the Group's best interests.

iv. Personal relationships

A conflict of interest or potential conflict of interest would exist if a family member of the Director, Key Senior Management or Employee:

- has vested interest (e.g., ownership, directorships, partnerships, employment, etc.) in entities that hold contractual agreements with the Group;
- has vested interest (e.g., ownership, directorships, partnerships, employment, etc.) in entities with a line of business similar to that of the Group, albeit not in direct competition; or
- has a reporting relationship with the Director or Key Senior Management.

v. Exploiting business opportunities in Company's consideration

This applies to situations where a Director, Key Senior Management or Employee capitalizes on a business opportunity that the Group is currently contemplating or one that it could reasonably be expected to pursue, given its current line of business.

vi. Dealings with competitors

If a Director, Key Senior Management, Employee or family member of a Director, Key Senior Management or Employee has financial or other interests or any involvement in the business of a competitor, or holds

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directorship in a competitor, such a situation would give rise to a conflict of interest or potential conflict of interest.

vii. Improper receipt of gifts, payments, loans and benefits

This applies to situations where a Director, Key Senior Management or Employee receives, or seeks to receive, a payment, loan, gift, entertainment activity, or discount of more than a reasonable value which goes beyond common courtesies associated with accepted business practices.

For the purpose of this Policy, “family member” refers to a spouse, parents, child (including an adopted child and step-child), siblings and spouse of the Director, Key Senior Management or Employee’s child and siblings.

5. DISCLOSURE

- a. Any Director, Key Senior Management or Employee of the Group are obligated to promptly disclose the nature and extent of any existing or potential conflicts of interest that they have or may have with the Company or its subsidiaries. When you are in doubt, one should disclose. You may use the Conflict of Interest Disclosure Form as attached in Appendix for disclosure purpose.
- b. The Company shall facilitate disclosure through the following means:
 - In the Company’s official announcements related to the appointment of Directors and Key Senior Management.
 - In the Company’s official statements accompanying the notice of the annual general meeting when electing a person as a Director.
 - Within the comprehensive profiles of Directors and Key Senior Management as presented in the Company’s annual report.
- c. The Audit Committee (AC) of the Company must review and report to the Board, any Conflict of Interest that arose, persist or may arise together with the measures

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taken to resolve, eliminate or mitigate such conflicts, as well as disclose them in the AC report.

6. REVIEW OF THIS POLICY

This policy will be subject to review and revision from time to time by the Board as and when the need arises. Such revision shall be effective after the same is circulated to all in writing or electronically.

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APPENDIX

Conflict of Interest Disclosure Form

Details of Director / Key Senior Management / Employee			
Name		Department	
Staff No.		NRIC No.	
Position		Date of Declaration	

Instructions:

1. Please indicate below (if applicable) whether any of the conflict of interest situations apply to you in the questions below. The term “affiliated persons” includes the following:
 - a. Your family members, i.e, spouse, parents, child (including an adopted child and step-child), siblings and spouse of child and siblings.
 - b. Any corporation or organisation or entity of which you are a board member, a committee member, a director, an officer, a partner or an employee.
 - c. Any corporation or organisation or entity of which you are a shareholder or the beneficial owner of any class of securities.

2. This Conflict of Interest Disclosure Form shall be submitted by you at any point in time when a real or potential conflict of interest situation arises.

No.	Conflict of Interest Situations	Tick all appropriate box(es)
1.	Are you or any of your affiliated persons an owner / part-owner / director / shareholder / officer of ERB’s customer, distributor or supplier?	
2.	Do you or any of your affiliated persons have any direct or indirect interest in any business transaction with ERB?	

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No.	Conflict of Interest Situations	Tick all appropriate box(es)
3.	Are you or any of your affiliated persons involved in any business that is in direct or indirect competition with ERB?	
4.	Do you or your family members have any financial or personal gain from the transaction or dealing between ERB and its customer, distributor, supplier or business partner, or did you or your family members receive any financial or personal benefits, such as gifts, salary, fees, loans or guarantees of obligations, free service or discounts?	
5.	Are any of your family members an employee of the ERB?	
6.	Are you aware of any other events, transactions or situations involving conflict of interest that have occurred or may occur in the future that you believe should be brought to the knowledge of the ERB's Board of Directors?	

Please provide further details and descriptions of the activity and/or relationships for the questions that are applicable. *(You may attach additional comments, documents or materials if necessary)*

I HEREBY DECLARE that all the information provided in this Form, as well as in the documents and materials submitted are true to the best of my knowledge.

.....
Signature

.....
Date