

BERTAM ALLIANCE BERHAD
(Registration No. 199401019851 (305530-A))
(Incorporated in Malaysia)

CORPORATE DISCLOSURE POLICY

(Adopted on 17 April 2019)

The Board of Directors of Bertam Alliance Berhad (“Bertam” or “the Company”) is committed to provide accurate, timely, consistent and fair disclosure of material information pertaining to the Company’s performance and operations to the shareholders, stakeholders, and public generally.

In formulating this policy, the Company has taken into account the recommendations contained in Malaysian Code on Corporate Governance 2017 and its disclosure obligations contained in the Main Market Listing Requirements (“MMLR”) of Bursa Malaysia Securities Berhad (“Bursa Securities”).

Objectives

The objectives of the Disclosure Policy are as follows:

- a) To raise awareness and provide guidance to the Board of Directors (“the Board”), management, officers and employees of the Company’s disclosure requirements and practices;
- b) To provide guidelines and policies in disseminating corporate information to, and in dealing with shareholders, stakeholders, analysts, media, regulators and the investing public;
- c) To effectively increase understanding the Company’s business and enhance its corporate image by encouraging practices that reflect openness, accessibility and co-operation;
- d) To reinforce Bertam’s commitment to compliance with the continuous disclosure obligations imposed by Malaysian securities law and regulations and the MMLR; and
- e) To build good investor relations with the investing public that inspires trust and confidence.

Scope and Application

This Policy outlines the Company’s approach towards the determination and dissemination of material information, to maintain confidentiality of information, preventing abuse of undisclosed material information, monitoring and responding to market rumors, leaks and inadvertent disclosure and restrictions on insider trading. It also provides guidelines for achieving consistent disclosure practices across the Group.

The Policy applies to the conduct of all directors, officers and employees of the Company and its subsidiaries and those authorised to speak on their behalf.

Authorised Spokesperson

The Executive Directors of Bertam and/or any person authorised by the Board of Directors of the Company ("Board") are entrusted and authorised to become the Authorised Spokesperson of the Company in the handling and disclosing information pertaining to the Company and the Group.

The Authorised Spokesperson shall not disclose material information that has not been previously made public. He/she may, from time to time, respond to specific inquiries from the shareholders, stakeholders, media or public generally.

Procedures and Practices on Corporate Disclosure

1. General Disclosure

The Company, the Board and principal officers, if applicable, are required to observe and ensure that the Company complies with provisions of the MMLR and provisions of the Companies Act, 2016 ("the Act") at all times particularly in the following matters:-

- (i) Disclosure obligations pursuant to provisions of the Chapter 9 of the MMLR.
- (ii) Transaction (including Related Party Transaction and Recurrent Related Party Transaction) pursuant to provisions of the Chapter 10 of the MMLR and the provisions of the Act.
- (iii) Dealing in Securities pursuant to provisions of the Chapter 14 of the MMLR.

2. Materiality

Notwithstanding item (1)(i) above, the Company has to exercise its own judgement in assessing the materiality of the transactions (or events) of which the Group is to undertake/undertaking.

In determining the materiality of the transactions (or events), the Group has to consider the likely effect of the said transactions (or events) to the share prices of the Company and its potential impact to the business prospects of the Group and the benefits of the shareholders/stakeholders, in addition to the assessment conducted based on quantitative measurements (i.e. materiality thresholds in the percentage ratio as set out in the MMLR).

Pursuant to MMLR, material information is generally considered to be any information relating to the business, operations and financial performance of the Company that results in, or would reasonably be expected to result in a significant change in:

- i) the market price, value or market activity of the Company's securities; or
- ii) the decision of a holder of securities of the Company or an investor in determining his/her choice of action.

3. Clarification, confirmation and responding to market rumours or reports

Whenever the Company becomes aware of any rumour or report, true or false, that contains material information, the Company will make due inquiry and immediately publicly clarify, confirm or deny the rumour or report through Bursa Securities.

The Company will publicly clarify any rumour or report which is in any form whatsoever and howsoever including and not limited to an article or otherwise, published in a newspaper, newswire, magazine, a broker's market report or any other publication.

In the case of a rumour or report containing erroneous material information which has been circulated, the Company will immediately announce to Bursa Securities a denial or clarification of the rumour or report and provide facts sufficient to support the denial or clarify any misleading aspects of the rumour or report.

In the event the Company is requested by Bursa Securities or a regulatory authority to make a statement in response to a market rumour, the Board shall make an exception to the aforesaid policy and statement of clarification will be made concerning the said rumour.

In the case of a rumour or report containing material information that is correct, an announcement setting forth the facts must be prepared for public release. Such announcements are essential even if the matter has yet to be presented to the Company's Board of Directors for consideration.

In the case of a rumour or report predicting future sales, earnings or other quantitative data, the Company normally will not respond to the same. However, if such a report is manifestly based on or contains erroneous information, or is wrongly attributed to the Company, the Company will respond promptly to the supposedly factual elements of the rumor or report as required under paragraph 9.09 and 9.10 of the MMLR. In addition, the Company will include in the announcement a statement to the effect that the Company has made no such prediction and currently knows no facts that would justify making such a prediction.

4. Unusual Market Activity

Where there is unusual price movement, trading activity, or both ("unusual market activity") occurs, the Company will immediately undertake a due inquiry to seek the cause of the unusual market activity and issue a clarifying announcement.

5. Communication with Financial Analyst, Media and Investing Public

Only the Authorised Spokeperson or persons who are authorised by the Authorised Spokeperson are permitted to participate in briefing sessions with financial analysts, media and investing public on behalf of the Company.

Briefing materials/information from such briefing sessions will be made available during such briefings.

The Company will provide only factual and non-speculated information during such briefings. If material non-public information is inadvertently disclosed at such a briefing, the Company will immediately announce the information to Bursa Securities.

6. Restrictions and Prohibitions on Insider Trading

Under Section 188(1) of the Capital Market & Services Act 2007, a person is an “insider” if that person:

- i) Possesses information that is not generally available which on becoming generally available a reasonable person would expect it to have a material effect on the price or the value of the securities; and
- ii) Knows or reasonably ought to know that the information is generally not available.

Insider who possesses inside information is prohibited from trading in the Company’s securities until after the information has been publicly disclosed.

7. Access to Information and Advice

The Company will seek advice from consultants/advisers and any regulatory authorities such as Bursa Securities if there is any ambiguity/uncertainty concerning the issues in regard to the Corporate Disclosure.

8. Review

This policy shall be reviewed periodically by the Board in accordance with the needs of the Company.

END.