THMY Holdings Bhd.
Quality & Efficiency

Code Of Ethics for Directors

1. Introduction

Commitment to ethical professional conduct is expected from every director of THMY Holdings Berhad ("**THMY**" or "**the Company**") and its subsidiary(ies) ("**the Group**"). This Code of Ethics for directors ("**Code**"), consists of commitments formulated as statements of personal responsibilities and identifies the elements of such commitment.

2. Purpose

The purpose of this Code is to establish clear expectations for ethical conduct and professional responsibility for all directors of the Group. It aims to promote integrity, accountability, and sound governance practices, ensuring that directors act in the best interest of the Group and its stakeholders at all times.

3. Scope

This Code applies to all members of the Board of Directors of the Group. It sets out the principles, standards, and responsibilities that directors are expected to uphold in the performance of their duties, both in their internal governance role and in their external representation of the Group.

4. Commitment

The commitment to excellence is fundamental to the philosophy of the Company. This commitment to excellence means that every director of the Group shares a common set of objectives and benefits from the achievement of those objectives.

Each Director is committed to the Group's core values of commitment, honesty, respect, teamwork, creativity, and responsibility which together provide a guidance to achieve business goals in an open, honest, ethical and principled manner.

5. Principle

This Code is based on the principles of sincerity, integrity, responsibility and corporate social responsibility.

6. Code of Conducts

In the performance of his or her duties, each director must comply with the following:

a) To have a clear understanding of the aims and purpose, capabilities and capacity of the Group;

b) To devote time and effort to attend meetings and to know what is required by the Board of Directors ("Board") and to discharge those functions;

c) To ensure that the Group is properly managed and effectively controlled;

d) To stay abreast of the affairs of the Group and be kept informed of the Group's compliance with the relevant legislation and contractual requirements;

e) To insist on being kept informed on all matters of importance to the Group in order to be effective in corporate management;

f) To limit his directorship of companies to a number in which he can best devote his time and effectiveness; each Director exercises his own judgement on how best to manage his time effectively in the company in which he holds directorship;

g) To have access to the advice and services of the company secretary, who is responsible to the Board to ensure proper procedures, rules and regulations are complied with;

h) To exercise his powers for the purposes they were conferred, for the benefit and best interest of the Group;

i) To disclose immediately all contractual interests, whether directly or indirectly, with the Group;

j) To neither divert to his own advantage any business opportunity that the Group is pursuing nor may he use confidential information obtained by reason of his office for his own advantage or that of others;

k) To act with utmost good faith towards the Group in any transaction and to act honestly and responsibly in the exercise of his powers in discharging his duties;

l) To be willing to exercise independent judgment and, if necessary, openly oppose if the vital interest of the Group is at stake; and

m) Relationship with shareholders, employees, creditors, customers and other stakeholders:

    i. Should be conscious of the interest of shareholders, employees, creditors, and customers of the Group;

    ii. Should at all times promote professionalism and improve the competency of management and employees; and

iii. Should ensure adequate safety measures and provide proper protection to workers and employees at the workplace.

7. Compliance Standards

To communicate any suspected violations of this Code promptly to the independent director and comply with the Whistleblowing Policy.

Violations will be investigated by the Board or by persons designated by the Board and appropriate action will be taken in the event of any violations of this Code.

8. Periodic Review

This Code shall be reviewed from time to time by the Board when deemed necessary.

9. Publication on the Corporate Website

In line with the Malaysian Code of Corporate Governance 2021, a copy of this Code is available on the Company's corporate website.

10. Approval

This Policy has been approved and adopted by the Board on 3rd April 2025.