



IQ GROUP HOLDINGS BERHAD

(Company No. 636944-U)

(Incorporated in Malaysia under the Companies Act, 1965)

CORPORATE DISCLOSURE POLICY

1. Scope & Objective

The Company aims to provide shareholders with informative, accurate and timely material information concerning the Company to the public. The Board of Directors (‘the Board’) recognize that individual investors deserve the same access to material information as institutional shareholders and analysts, and is committed to providing fair and equal access to such information through broadly disseminated disclosure.

This document outlines the Company’s policy on the determination and dissemination of sensitive and material information to investors, stakeholders, local media, the investing public and other relevant persons in line with the applicable legal and regulatory requirements.

In formulating this policy, the Company has taken into account the recommendations contained in the Malaysian Code of Corporate Governance 2012 (“MCCG 2012”) and the mandatory requirements set out in Bursa Malaysia Securities Berhad Main Market Listing Requirements (“LR”).

This policy is applicable to all Directors, Senior Executives and employees of the Company and its subsidiaries.

2. Authorised Spokesperson

- The Group Executive Chairman and Managing Director/ Chief Executive Officer (“CEO”) shall be the official spokesperson authorised to speak on behalf of the Company to the public such as journalists, analysts, fund managers and institutional investors.
- Authorised spokespersons shall not disclose any material information that has not previously been made public.
- Employees or Directors who are not authorised spokesperson must not respond under any circumstances to inquiries from the investment community or the

media, or from other parties if received outside the scope of employee's usual responsibilities, unless specifically asked to do so by an authorised Spokesperson.

- If there is any doubt about the appropriateness of supplying information to an outside party, an employee should contact the authorised spokesperson for advice.

3. Immediate Disclosure of Material Information

3.1 Material Information is any information, which is expected to have a material effect on the following:-

- price, value or market activity of any of its securities; or
- investors' decision in determining his course of action,
and may include information which:-
- concerns the Company's assets and liabilities, business, financial condition or prospects;
- relates to dealings with employees, suppliers, customers and others;
- relates to any event affecting the present or potential dilution of the rights or interests of Company's securities; or
- relates to any event materially affecting the size of the public holding of its securities.

3.2 The following guidelines will be followed by the Company as to fulfill its obligation on immediate disclosure of material information:-

- for the prescribed events as set out in Paragraph 9.19 of the LR, the Company will immediately announce the event upon its occurrence;
- where the materiality for an event or transaction can be quantified, the decision on materiality will be in accordance with the threshold of the percentage ratio as set out under the LR. An announcement will be made if the transaction triggers the prescribed percentage ratio applicable for that type of transaction; and
- where the materiality for an event or transaction cannot be quantified, the company will undertake a materiality assessment of the information before make an announcement. In making assessment of whether an event or information is material for the purpose of an announcement, the Company will take into account the relevant factors as follows:-

- (i) the anticipated impact of the information on the Group's entire scope of activities;
- (ii) the anticipated impact of the information on the Group's financial position or performance; and
- (iii) the relevance of the information on the factors that determine the price of the listed securities of the Company.

3.3 Disclosures made are to adhere to the following protocols:-

- an announcement to Bursa Securities will be prepared and/or reviewed by the Company Secretary or the appointed merchant bank in accordance with the applicable securities law and LR.
- the Group Financial Controller will review and validate all financial data contained in the announcement.
- all critical announcements are to be circulated to, and reviewed by, all members of the Board;
- all members of the Board are required to provide to the Chairman or CEO (or in their absence, the Company Secretary or Group Financial Controller) with verbal or written approval of each announcement, prior to its release;
- any relevant parties referenced in the announcement should also review the announcement prior to its release, to confirm the accuracy of the information; and
- the Chairman or CEO (or in their absence, the Company Secretary or Group Financial Controller) is to provide his approval of the announcement before release to Bursa Securities.

4. Preparation of Announcements and Periodic Disclosure

Reference must be made to Chapter 9 of the LR as well as Appendices 9A, 9B and 9C, which stipulate the items to be included in company's announcements, quarterly reports and annual reports.

5. Thorough public dissemination

- The Company shall release material information to the public via announcement first to Bursa Securities or simultaneously to Bursa Securities, the press and newswire services.
- No disclosure of material information shall be made on individual or selective basis unless such information has previously been fully disclosed and disseminated to the public.
- The disclosure of information is often be made after the market closes. Where disclosure is immediately before or during trading hours, Bursa

Securities may impose a temporary halt or suspension in trading the Company's securities.

6. Market rumours

- It is the company's policy not to respond or comment on market rumours and speculation, unless they appear to contain material information, or may be expected to affect the price of the Company's securities or trading activity in those securities.
- When a report or rumour about the Company contains material errors, the Company will issue an announcement to Bursa Malaysia Securities Berhad to deny or clarify the matter, and provide sufficient supporting information in accordance with the LR.

7. Response to Unusual Market Activity ("UMA")

- Where unusual trading activity, price movement, or both occurs on the securities of the Company, the Company will immediately undertake a due enquiry to seek the cause of the UMA.
- If the Company determines that the UMA result from material information that has already been publicly disclosed pursuant to LR, no further announcement is required. However if the UMA indicates that such material information may have been misinterpreted, the Company will issue a clarifying announcement to the Bursa Securities.
- If the UMA results from a "leak" of previously undisclosed information, the information in question will be publicly disclosed in accordance to the LR.
- If the Company is unable to determine the cause of the UMA, the Company will announce that there have been no undisclosed developments, which would account for the UMA.

8. Insider Trading

The Company affirms its awareness of the provisions of Section 188 of the Capital Markets and Service Act in regards to insider trading. Directors, Management and employees of the Company and its subsidiaries shall not trade on the basis of any material information that has not been disclosed to the public.

9. Promotional Disclosure Activity

Guided by the principles of fairness and transparency, the Company shall not participate in any promotional disclosure activity that may have misleading effect of its investors or cause unwarranted activity within its securities. Such activity

includes news releases, public announcements, predictions, reports or advertisement, which are unjustifiable, exaggerated, flamboyant, overstated or over-zealous.

10. Confidential Information

In general, all information regarding the Group, its operations, financial condition and future prospects, should be regarded as material and price sensitive, and must be treated as confidential unless it is already available to the public. As a means to protect confidential information, access to information shall be restricted only to relevant persons who have a legitimate reason consistent with their duties or obligations to the Company or its subsidiaries. All covered persons are discouraged to participate in any form of exchange of information and comment on the Group's affairs to external parties.

In the event of an information leakage or accidental disclosure of unpublished material information, the situation should be addressed to the Board. If deemed necessary, the Company will make appropriate announcement to the Bursa Malaysia soonest possible. This may be followed by other communication method such as press release.

11. Review of Corporate Disclosure Policy

The Board has adopted the Corporate Disclosure Policy on 25 November 2013.

The Corporate Disclosure Policy shall be periodically reviewed by the Board to ensure it remains current and effective in accordance to the needs of the Company and any new regulations that may have an impact on the disclosure obligations and practices.