CONFLICT OF INTEREST POLICY

1. Introduction

Supercomnet Technologies Berhad ("the Company") and its subsidiaries (collectively referred to as "the Group"), recognized and 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 Directors, Key Senior Management of the group and employees are expected to discharge their duties in a professionalism, honest and ethical manner at all times, and to avoid any conflict of interest that may arise in the performance of their duties.

2. Purpose & Scope

The purpose of this Conflict of Interest Policy ("Policy") is to ensure that actual, potential and perceived conflicts of interest are identified and managed effectively. It is intended to provide guidance on how to deal with conflict-of-interest situations as they arise.

Proper identification and management of conflicts of interest ensures that business decisions are made in the best interests of the Group and the Group is protected from any consequent damage to its activities and reputation.

This Policy applies to all Directors, Key Senior Management and employees of the Group, including full time or permanent employees and or on contract terms.

This Policy applies whenever an individual recognises, or should reasonably recognise, that a conflict of interest may arise from their current or future activities. This Policy provides guidance on how to identify and declare all conflicts of interest, how to develop, implement and monitor actions to appropriately manage the conflict, and how to deal with breaches of this Policy.

The scope is extensive, encompassing a wide range of activities that could give rise to COI. Although the Policy cannot possibly account for every conceivable situation, Directors, Key Senior Management and employees are expected to exercise sound judgment, adhering to the intent of the Policy.

This policy shall be read in conjunction with the Code of Ethics for Directors, Anti-Corruption Policy, and Whistleblowing Policy.

3. Definition

A conflict of interest may occur when an individual is perceived to be influencing Group matters for actual, potential or perceived personal benefit. Such a conflict may arise if a Director, Key Senior Management or an employee, is able to influence (directly or indirectly) the Group's business, or other decisions in ways that could result in benefit for themselves, their family, their business or others.

An interest can be a financial or non-financial interest:

a) Financial interests include remuneration (such as salary, wages, commission, consultancy fees, or other form of income), gift and assets (investments, stocks, bonds, property etc).
b) Non-financial interests include enhancement of career, education, paid holiday or reputation, access to privileged information or facilities etc.
c) Although many of these interests may not compete with the individual's current duties and responsibilities to the Group, however, where an individual's obligations to the Group are, or may appear, to be compromised, then a conflict of interest may still occur.

For the purpose of this Policy, the Group defines conflict of interest broadly as:

a) Actual conflict of interest, where the individual faces a real, existing conflict;
b) Potential conflict of interest, where the individual is in or could be in a situation that may result in a conflict, but this has not fully materialised; and
c) Perceived conflicts of interest, where the individual is in or could be in a situation that may appear to be a conflict, even if this is not the case.

All three types of conflict of interest above are a potential risk to the Group. Therefore, all actual, potential or perceived conflicts that may occur, as a result of a business or personal relationship, should be declared.

4. Identifying Conflict of Interest

In general, a conflict of interest would occur where an individual's ability to perform his/her duties effectively and impartially is potentially impaired by personal interests, considerations or relationships.

Generally, conflicts of interest may be described under the following broad categories:

a) Equity ownership in entities having a business relationship with the Group

   This is where a Director, Key Senior Management or an employee holds shares in privately-owned entities having a business relationship with the Group, either directly or indirectly (e.g. through a family member). This does not apply to shares held in publicly-quoted companies which have a business relationship with the Group, unless such holding is considered to be substantial and the interest is likely to impair the objectivity of the Director, Key Senior Management or employee concerned.

b) Other employment, business appointments or undertakings

   Directors, Key Senior Management, and employees are required to devote their time, attention, and commitment to the proper discharge of their duties within the Group. A conflict of interest may occur if they engage in part-time employment, business appointments, or undertakings that interfere with their official responsibilities,

negatively impact performance, or create actual or potential conflicts of interest, thereby depriving the Group of their best efforts and performance on the job.

Additionally, Directors, Key Senior Management, and employees shall not utilize the Group's proprietary data, findings, or know-how for personal benefit. A conflict of interest may occur if such information is used to benefit an external business, company, or partnership in which the individual has directly and indirect involvement or interest (e.g. through a family member).

c) Contractual dealings

A conflicts of interest may occur when the Group purchases or leases property, equipment, or materials from, or enters into any form of contractual arrangement with, a Director, Key Senior Management, or employee other than standard employment contracts.

A conflict of interest would also occur if a Director, Key Senior Management or employee has a family member with an interest (e.g. in the form of ownership, directorships, partnerships, employment) in entities which have a contractual arrangement with the Group. An example would be where the spouse of a Director, Key Senior Management or employee of the Group is working in a company providing consultancy services to the Group. This also applies to situations where a family member of an individual of the Group is working in a company bidding for a project to be awarded by the Group, although there is no contractual arrangement yet.

Such situations should be avoided unless clearly justified as arm's length transactions, conducted under fair and transparent terms.

d) 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 a directorship in a competitor, such a situation would give rise to a conflict of interest. This does not apply to the holding of publicly-quoted shares of competitor companies, 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. If an individual has accepted employment with a competitor, this could also result in a conflict of interest during the period which the individual is still employed with the Group, especially if the individual is dealing with sensitive or confidential information. As such, the conflict of interest must be declared immediately upon acceptance of employment with the competitor to enable the Group to take the necessary actions to manage the conflict.

e) Involvement in activities where the Director, Key Senior Management or employee concerned is the subject matter.

A conflict of interest occur if a Director, Key Senior Management or employee participates in activities where he/she is the subject of the discussion or where the decision involves him/her. An example of this situation is where an allegation is made against a Director, Key Senior Management or employee through the whistleblowing channel, and the Director, Key Senior Management or employee is part of the investigating team tasked with investigating the allegation.

f) Acceptance of gifts or entertainment

The acceptance of gifts or entertainment may affect a Director, Key Senior Management or employee's objectivity and judgement. It is the responsibility of the Director, Key Senior Management or employee to comply with the Group's Anti-Bribery and Anti-Corruption Policy to ensure that nothing is received or given which might create a conflict of interest or bring their integrity into question.

g) Personal relationships

A conflict of interest may occur if a family member of a Director, Key Senior Management or employee has a reporting relationship with the individual. It is the responsibility of the Director, Key Senior Management, or employee to transparently declare any such relationships.

For the purpose of this Policy, "family member" comprises individual's spouse, parents, children, brothers, sisters and spouse of child, brother or sister.

5. General Responsibilities

All Directors, Key Senior Management and employees are responsible for identifying and managing conflicts of interest on an ongoing basis and are required to:

a) Comply with this Policy and other applicable policies and guidelines relating to the identification, documentation, escalation and management of conflicts of interest;
b) Adequate training and awareness to be conducted for Directors, Key Senior Management and employees with regards to declaration, management, review, dealing and monitoring of conflict of interest;
c) Act with objectivity, integrity and independence, and exercise sound judgement;
d) When in doubt, avoid situations giving rise to conflicts of interest as described in this Policy;
e) Perform annual conflict of interest declaration by Director and Key Senior Management; and
f) Whenever becomes aware of a potential conflict of interest, immediately declare the conflict of interest in accordance with this Policy, remove themselves from the decision-making process and not seek to influence such decisions any further.

6. Managing Conflicts of Interest for Director and Key Senior Management

All Directors and Key Senior Management are required to make a declaration by completing the Conflict of Interest or Potential Conflict of Interest Declaration Form (Appendix I) as and when the conflict of interest or potential conflict of interest situation occur at the earliest opportunity, i.e., as soon as the Director or Key Senior Management becomes aware of the conflict of interest or potential conflict of interest.

The declaration form must be escalated to the Audit and Risk Management Committee ("ARMC") and the Board of the Company ("Board") and recorded by the Company Secretary.

In addition to the declaration, the Director and/or Key Senior Management who is in conflict of interest or potential conflict of interest, following consultation with the ARMC and review by the Board, shall comply with the Board's determination on the reasonable steps and measures to manage, resolve or eliminate the conflict of interest or potential conflict of interest and mitigate the impact of the conflict of interest or potential conflict of interest on the negotiation / discussion / decision making process. The Director and/or Key Senior Management concerned should abstain from the negotiation / discussion / decision making process.

Any information disclosed under this Policy shall be strictly confidential.

The Declaration Form duly completed and signed by Director and/or Key Senior Management must be retained by the Company Secretary for safekeeping and record. For conflicts of interest or potential conflict of interest involving the Directors and/or Key Senior Management of the Group, the Company Secretary shall maintain records of the declarations and any other related documents.

7. Managing Conflicts of Interest For Employees

Any conflict of interest for employees must be declared by filling up the Conflict of Interest Declaration Form (attached in Appendix 1). The conflict of interest must be escalated to the respective Department Manager or higher for appropriate action.

The completed form shall then be submitted by the Department Manager or higher to the Human Resources Department ("HR") for record-keeping and consolidation, to facilitate review by the Group Managing Director ("GMD").

In the event of a dispute between the employee with the conflict or his/her Manager, the matter shall be escalated to the GMD for a decision to be made.

For conflicts of interest involving employee, the HR shall maintain records of all conflict of interest declarations as well as other related documents such as documentation reflecting the mitigating actions taken.

No employee is allowed to approve their own Conflict of Interest Declaration. Where the conflict involves Manager or higher, the declaration should be made to the MD.

In addition to declaring the conflict of interest, appropriate steps must be taken to manage the conflict and to mitigate the impact of the conflict on the decision-making process. Ideally, the conflict should be avoided altogether, e.g. by relinquishing the interest that gives rise to the conflict. However, there are circumstances where it may not be practical to totally avoid the conflict, in which case, appropriate actions must be taken, depending on the nature and severity of the conflict.

Where the conflict is not likely to occur frequently, and the impact of the conflict is minimal, the participation of the person in the decision-making process should be restricted. Restriction should include, but is not limited to the following:

a) Not participating in any critical criteria setting or decision-making role in the process
b) Refraining from discussions about the matter
c) Limiting access to information and denying access to sensitive documents or confidential information in the process
d) Abstaining from voting on the decision

Where the conflict is ongoing and could have serious implications, the individual with the conflict should be removed from the process, which includes the following:

a) Abstaining from any involvement whatsoever in the matter;
b) Rearranging duties and responsibilities to a non-conflicting function but not to an individual who is supervised by the individual with the conflict; and
c) Transferring the individual with the conflict to another project or another area of the Group.

8. Potential Outcomes

a) No Conflict of Interest

   i. Where the GMD (or the ARMC) determines that there is no conflict of interest, this should still be formally recorded and lodged in the COI Register. An explanation and any supporting documentation, i.e. Conflict of Interest Declaration Form, should be included as to grounds it was concluded that no conflict of interest arose.
   ii. In the instance that the overlap of two or more interests is so slight that it does not constitute a real conflict of interest, for example, where the connection between the interests is remote or insignificant, then it may be determined that such interests do not represent a conflict.

b) Once a conflict of interest is determined to exist, the MD or ARMC will decide on the appropriate action. These may include, to:

i. Continue: Be permitted to continue with full participation, and no restrictions.
ii. Continue with exemption: Seek a formal exemption to allow participation, i.e. remain in the meeting where the conflict of interest is considered, but not participate in discussions.
iii. Continue with restrictions or impose additional oversight: Additional oversight or review over their activity in relation to the project or transaction.
iv. Abstain: To abstain/ withdraw from any decision-making in relation to the matter/ project
v. Reassign: Reassign/ refer the decision, tasks, or duties to others.
vi. Remove/ withdraw entirely: To be removed from any involvement, or to withdraw entirely from the project, where there is a significant or ongoing conflict.

9. Breach of Policy

Failure to disclose a conflict of interest, provide complete and accurate information on the conflict or appropriately manage the conflict is a breach of this Policy, the terms and conditions of employment (for employees), and could result in disciplinary action being taken by the Group.

10. Review

The Policy is to be regularly reviewed by the Board and Key Senior Management of the Company as and when required to ensure that it continues to remain relevant and appropriate.

This Policy was adopted by the Board on 20 November 2026.

SUPERCOMNET TECHNOLOGIES BERHAD
[Registration No. 199001005958 (197527-H)]

CONFLICT OF INTEREST OR POTENTIAL CONFLICT OF INTEREST DECLARATION FORM

Reference No. (DD/MM/YY/Series No.):

I, _____(NRIC No. _____) hereby declare an actual/potential conflict of interest as follows:

☐ I do **not** have any conflict of interest/potential conflict of interest with Supercomnet Technologies Berhad and/or its subsidiaries (collectively, "**Group**").

☐ I have conflict of interest/potential conflict of interest with the Group, as follows:

CATEGORIES OF CONFLICT OF INTEREST OR POTENTIAL CONFLICT OF INTEREST

	External directorships, partnerships, employment, consultancy, trusteeships or advisory roles
	Ownership or beneficial interest in a supplier, customer, competitor, contractor or other business dealing with the Group
	Immediate family member or close associate having such interest or relationship
	Gifts, hospitality, benefits, loans, guarantees or personal arrangements that may influence, or appear to influence, duties
	Any other personal, professional, financial or non-financial interest that may affect objective decision-making
	Others *(please specify)*:-

(please tick ✓ whichever is applicable)

DETAILS OF CONFLICT OF INTEREST OR POTENTIAL CONFLICT OF INTEREST
(kindly provide the details of the conflict of interest/potential conflict of interest in a separate sheet, if the space provided below is insufficient)

_____

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I hereby confirm that this is a complete disclosure of all conflicts of interest or potential conflict of interest to the best of my knowledge as at the date of declaration.

Signature		**Date**	
Name		**Designation**	
Entity / Department		**Contact details**	

Confidentiality notice: This form contains confidential governance information. Access should be limited to authorised persons and retained in accordance with the Company's record-retention requirements.

SUPERCOMNET TECHNOLOGIES BERHAD
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Audit and Risk Management Committee and Board of Directors Review Decision

Reference No. (DD/MM/YY/Series No.):

The Audit and Risk Management Committee and Board of Directors, having received the conflict of interest or potential conflict of interest disclosure, hereby conclude as follows:

☐ No action is required to be taken.
☐ Yes, there is conflict of interest or potential conflict of interest.

Please specify:

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Reviewed by:

_____
Chairman of the Audit and Risk Management Committee
Name :
Date :

Approved by:

_____
Group Managing Director
Name :
Date :