



Corporate Disclosure Policy

Objectives

The objectives of the Corporate Disclosure Policy (CDP) are:

- (a) to ensure accurate, clear, timely, complete disclosure of all relevant and material information concerning Chin Well Holdings Berhad and its subsidiaries (the Group);
- (b) to enhance corporate credibility and investor confidence of having a structured approach as to the communication of material information; and
- (c) to reinforce the Company's compliance with the continuous disclosures' obligations in accordance with the Main Market Listing Requirements of Bursa Securities.

Applicability

The CDP shall apply to all directors and management staff of the Group (the definition of the management staff shall in accordance with the respective subsidiary's Human Resources Policy and includes of full time, probationary, and contract staff) ("Management") and covers all disclosure made by the Group, including but not limited to:-

- (a) documents filed with the regulatory authorities, written statements, annual reports, quarterly and/or interim reports, press releases, letters to shareholders, speeches by senior management, e-mail communications and the information on the Company's website; and
- (b) oral statements or speeches made in group and individual meetings, telephone conversations, interviews and press conferences.

Responsibilities

The Board of Directors (“the Board”) is ultimately responsible for ensuring that the CDP is implemented effectively and disclosures requirements are fulfilled. The Board delegates the implementation and adherence of the CDP to the following personnel:

1. Group Executive Directors or Executive Directors of the subsidiaries (“ED”)
2. Chief Financial Officer or Financial Controller
3. Company Secretaries

Authorized Spokesperson

(1) The Authorized Spokespersons for the Company are the Chairman of the Board (“Chairman”), the ED and any other officers as may be authorized by the ED from time to time.

(2) The Authorized Spokespersons shall not disclose any material information that has not been previously made public.

(3) Persons who are not Authorised Spokespersons must not respond under any circumstances to enquiries or requests of the Company’s information from the investing public or third party unless specifically authorized to do so by an Authorized Spokesperson.

(4) The ED will be involved in communication and presentation for all meetings with the investment community and media.

(5) If there is any doubt about the appropriateness of supplying information to a third party, the employees should contact any one (1) of the Authorized Spokesperson for advice.

Core Areas

The seven (7) specific areas concerning the disclosure guidelines are as follows:-

- (I) immediate disclosure Of Material Information;
- (II) Thorough Public Dissemination;
- (III) Clarification, Confirmation Or Denial Of Rumours Or Reports;
- (IV) Response To Unusual Market Activity;
- (V) Unwarranted Promotional Disclosure Activity; And
- (VI) Insider Trading.
- (VII) Corporate Website

Guidelines for disclosure for the seven (7) specific areas :

(I) Material Information

(1). Information is considered material, if it is reasonably expected to have a material effect on -

(a) the price, value or market activity of the Company's securities; or

(b) the decision of a holder of securities of the Company or an investor in determining his choice of action.

The Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities") gives comprehensive details and examples of what constitutes material information, and may include the following information:

(a) concerns the Company's assets and liabilities, business, financial condition or prospects;

(b) relates to dealings with employees, suppliers, customers and others;

(c) relates to any event affecting the present or potential dilution of the rights or interests of the listed issuer's securities; or

(d) relates to any event materially affecting the size of the public holding of its securities

(2). The following guidelines will be followed by the Company to fulfill its obligation to make immediate announcement of material information:-

(a) for the prescribed events as set out in Paragraph 9.19 of the MMLR of Bursa Securities, the Company will immediately announce the event upon its occurrence;

(b) 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 MMLR of Bursa Securities. An announcement will be made if the transaction triggers the prescribed percentage ratio applicable for that type of transaction; and

(c) where the materiality for an event or transaction cannot be quantified, the Company will undertake a materiality assessment of the information before making an announcement. In making the assessment of whether an event of 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 operations;

(ii) the anticipated impact of the information on the Group's financial position or performance;

or

(iii) the relevance of the information on the factors that determine the securities price of the Company

Responsibilities and Procedures in Announcing Material Information

- (1) An announcement to Bursa Securities will be prepared and/or reviewed by the Company Secretary, or the external adviser appointed by the Board;
- (2) The Chief Financial Officer or the Financial Controller will review and validate all financial data contained in the announcement to ensure that disclosures are consistent with the prevailing accounting standards and guidelines; and
- (3) The ED will approve the announcement for release to Bursa Securities.

Withholding and Maintaining Confidentiality of Material Information

- (1) The Company may, in exceptional circumstances, temporarily refrain from publicly disclosing material information, provided that complete confidentiality is maintained.
- (2) The exceptional circumstances where disclosures can be withheld are limited and constitute an infrequent exception to the normal requirement of immediate public disclosure. In cases of doubt, the presumption must always be in favour of disclosure.
- (3) Whenever material information is being temporarily withheld, the Company must ensure that the strictest confidentiality is maintained. To protect the confidentiality of information, access to information should be restricted only to those persons (employees, or third parties) who have a legitimate need for the information consistent with their duties or obligations to the Company.
- (4) In the event that material information is or is believed to have been inadvertently disclosed to third parties or where the material information has become generally available through the media or otherwise, the Company must immediately announce the information to Bursa Securities.

***(II) Thorough Public Dissemination
Equal Access to Material Information***

- (1) The Company shall release material information to the public in a manner designed to obtain its fullest possible public dissemination.
- (2) Any public disclosure of material information must be made by an announcement first to Bursa Securities or simultaneously to Bursa Securities, the press and the newswire services.
- (3) The Company has a website (chinwell.com.my) as a channel of disseminating information to its shareholders. The website also provides email address and contact number of the designated person of the Company to enable the public to forward their enquiry to the Company.

Communicating with Journalists, Analysts and Fund Managers

(1) The Company may provide information relating to the business, operations or financial performance of the Company and/or Group to the journalists, analysts and/or fund managers provided that such information is not undisclosed material information.

(2) Notwithstanding the above, the Company is not responsible for, and does not endorse the analyst reports or articles that contain commentary on the Company or any statements or opinions therein.

(III) Clarification, Confirmation or Denial of Rumours or Reports

(1) It is the Company's policy not to respond or comment on market speculation and rumours, unless Bursa Securities requested the Company to make a statement in response to a market rumour that appeared to contain material information or may be expected to affect the price of the Company's securities or trading activities.

(2) The Company will make due enquiry before publicly clarify confirm or deny the rumour or report.

(3) After the endorsement of the Board, the Company shall submit its response to Bursa Securities via the Bursa Link.

(IV) Response to Unusual Market Activity ("UMA")

(1) Where unusual trading activity, price movement, or both occurs on the securities of the Company, the Company will make due enquiry to ascertain the cause of the UMA.

(2) After the endorsement of the Board, the Company shall submit its response to Bursa Securities via the Bursa Link.

(V) Unwarranted Promotional Disclosure Activity

The Company shall not participate in any form of promotional disclosure activity which may mislead investors or cause unwarranted price movement and trading activity in the Company's securities. Such activity includes news releases, public announcements, predictions, reports or advertisements, which are unjustifiable and overstated.

(VI) Insider Trading

(1) The Company affirms its awareness of Section 188 of the Capital Markets and Services Act 2007 in regards to insider trading.

(2) Directors, Management and employees of the Group are prohibited from dealing directly or indirectly in the Company's securities on the basis of any material information that has not disclosed to the public.

(VII) Corporate Website

(1) All the Company's publicly disclosed material information and presentations will be made available at the Company's website.

(2) The ED is to ensure the Company's website be kept up-to-date with the Company's latest disclosures.

Enforcement

(1) Management has the responsibility to read and understand the CDP. Any employee who violates this Policy may be cautioned or face disciplinary action which includes termination of employment with the Group.

(2) If any of the employees of the Group has doubt as to his/her responsibilities under this Policy, he/she should seek clarification and guidance from the ED or Chief Financial Officer/ Financial Controller.

Review of the CDP

(1) The CDP has been adopted by the Board on 28 August 2019. It is subject to periodically review whenever there is any material change in the relevant regulations and with the needs of the Company.

(2) The CDP is made available for reference in the Company's website at www.chinwell.com.my

Last Updated 28.8.2019