



PUC BERHAD

Registration No. 199701036234 (451734-A)

INVESTOR RELATIONS POLICY

**Approved on
19 November 2019**

1. PREFACE

As a public listed company of the Malaysian stock exchange or Bursa Malaysia, PUC Berhad (“PUC” or “the Company”) is obliged and committed to provide accurate and unbiased material information to the investment community on a timely basis, in accordance with the Malaysian Code on Corporate Governance 2000 (April 2017) issued by Securities Commission Malaysia and the ACE Market Listing Requirements issued by Bursa Malaysia Securities Berhad (“Bursa Malaysia” or “the Exchange”). Such provision of information is imperative for investment stakeholders to make properly informed investment decision that will result in a fair market valuation of the Company.

This Investor Relations Policy serves as the foundation and internal framework for the Company to discharge its Investor Relations roles when executing Investor Relations programme / activities.

2. TO WHOM DOES THE POLICY APPLY?

The Investor Relations policy applies to the following parties:

1. PUC’s Board of Directors and all employees; and
2. All employees of the subsidiaries of PUC

3. OUR COMMUNICATIONS COMMITMENTS

PUC upholds the commitment to keep professional relationship and communication with investment community via investor relations programme conducted through conduits as listed in Section 9. PUC encourages an exchange of opinion between itself and the investment community and will organise event to facilitate it. We follow the characteristics below to discharge the communication function:

- **Transparency:** All material information, no matter is in favourable or non-favourable, will be released to the investment market
- **Timeliness:** All material information will be released or announced to the investment market as soon as it is known and / or upon the necessary approvals obtained from regulator(s)
- **Accuracy:** The accuracy and completeness of material information will be ensured prior to the release to the investment market
- **Consistency:** Investment community will receive the same material information, only formats may differ depending on the type of stakeholder and conduit

4. INVESTMENT COMMUNITY

This Policy is meant to serve the investment community that covers the following stakeholders:

1. Existing shareholders / investors and potential investors;
2. Financial analysts, fund managers, crowdfunding and peer-to-peer financing companies;
3. Business, technology and lifestyle media;
4. Government and regulators;
5. Investment banks and commercial banks; and

6. Business partners, merchants, service users, product buyers and service providers

5. SPOKEPERSON

The Company has a structure for governance and daily management, providing a chain of authority and responsibility for Policy implementation. The chain of authority comprises of Board of Directors, Audit Committee, Key Management and Spokesperson.

Generally, for the purpose of investment community communications, it will be handled by the Spokesperson as explained below.

Spokesperson	Responsibility
Group Managing Director & Group Chief Executive Officer	Authorised to communicate with all stakeholders within the investment community, via providing information, data, analysis, updates, clarifications and responding to questions pertaining to the Company's governance, management, operations, financial position, strategies and future prospects.

The Group Managing Director & Group Chief Executive Officer may delegate the tasks to other individuals (if necessary). No other individuals should act as spokesperson for the Company unless is an authorized person.

6. MATERIAL INFORMATION

Listing Requirements of Bursa Malaysia explains that information is considered material, if it is reasonably expected to have a material effect on:

- a. the price, value or market activity of a listed corporation's securities; or
- b. the decision of a holder of securities of the listed corporation or an investor in determining his choice of action.

The Appendix at the end of this Policy lists out general description of matters which would be regarded as material information.

Whilst information materiality can be subjective on occasion, PUC will assess the likely effect of the information based on the above-mentioned considerations and if the information is likely to trigger the materiality thresholds in Bursa Malaysia's methods for percentage ratio calculation.

7. ANNOUNCING MATERIAL INFORMATION

The Company will take the following steps when making material information announcement:

Step 1: Approval given by the chain of authority is obtained

Step 2: Announcement made to the Exchange after mid-day or end-day market closure. If the Company decided to disseminate the information during trading hours,

it can make request to the Exchange to temporarily suspend trading in the Company's securities

Step 3: Typically, any news or information announced to the Exchange will be followed by a press release, save for limited number of minor and administrative situations. In the case if a press release is needed, the Company to issue it to all major newspapers, newswire and / or forums and blogs, whichever deemed appropriate by the Company depending on the nature of the announcement content.

Step 4: In conjunction with major corporate announcements or financial-related announcements, a press conference for media or briefing / presentation session for investors, analysts or fund managers may be convened.

Step 5: A copy of the issued press release will be posted on PUC's website.

8. CONFIDENTIAL INFORMATION & LEAKS

All material information must be treated as confidential unless it is already in the public domain.

Employees of the Company, including Insiders as defined in Section 13 and Third Parties, such as the Company's auditors, bankers, lawyers, other professional advisors or service providers who have a legitimate need for information to execute their duties, hold obligation to protect the confidentiality of such information. Unless there are adequate existing legal protections, the Company will require the execution of non-disclosure and confidentiality agreements by the Third Parties prior to the release of such information. Employees of the Company should also make reference to PUC Group Employee Handbook to help protect confidentiality and prevent information leakage or misuse of confidential information.

In the event of an information leakage, or the accidental disclosure of unpublished material information, the situation will be addressed in line with the Company's chain of authority and responsibility. If deemed necessary, the Company will make an appropriate announcement to the Exchange as soon as practicably possible, which may be followed by a press release and/or other communication modes.

9. COMMUNICATION CONDUITS

a. Reports

The Company issues two types of reports, namely Quarterly Financial Report and Annual Report.

The **Quarterly Financial Reports** contain the interim financial results and will be issued to the Exchange and uploaded to the Exchange's website after approval by the Board obtained, in the format required by the Exchange. The related Bursa Malaysia announcement link and an electronic copy of the issued press release (if any) in conjunction with the Report will be posted on PUC's website.

The Company is obliged to issue **Annual Report** that includes annual audited financial statements together with the auditors' and directors' reports to the Exchange and shareholders within 4 months from the close of the financial year. Upon the approval given by the chain of authority, the Annual Report will be issued to the shareholders and uploaded to the Exchange's website. The related

Bursa Malaysia announcement link and an electronic copy of the issued Annual Report will be posted on PUC's website. Annual Report in a printed format will be delivered to all persons who notify the Company that they would like to receive the full printed report.

b. The Annual General Meeting and Extraordinary General Meeting

Annual General Meeting and **Extraordinary General Meeting** are regarded as an important forum, especially for minority shareholders. The content of the Annual General Meeting will concentrate on the Company's resolutions, performance review, development, strategy and any relevant operational matters of interest to shareholders. As for Extraordinary General Meeting, it is convened to pass a special resolution.

The Company believes it should provide an opportunity for shareholders to engage with the Board and key senior management, and to gain a fuller understanding of the Company's affairs. As such, meetings will be conducted in a manner which permits reasonable enquiry, and the Company will endeavor to provide shareholders with all relevant information, which may include written answers.

Notice for the meeting will be announced on the Exchange and in a daily newspaper, and will be in compliance with the Listing Requirements.

Minutes of the Annual General Meeting that covers a summary of the key matters discussed at the Annual General Meeting will be posted to PUC's website as soon as practicable after the conclusion of the Meeting.

c. Press Conferences and Media Interviews

Press Conference is normally held in conjunction with the announcement of major corporate developments or the launch of a product or service. Spokesperson will conduct Press Conference with assistance from Key Management or other relevant personnel where necessary. Presentation materials will be prepared by Communications and / or Investor Relations if needed.

Media Interviews will be conducted if the Company received interview request from media pertaining to a particular angle that the media house would like to publish. Alternatively, the Communications team of the Company may also pitch to media houses on a particular angle or topic that of the media's interest and may increase the Company's positive publicity in the market. Spokesperson will handle Media Interview with Communications and/or Investor Relations in attendance.

d. Analyst Briefings / Meetings

Analyst briefings or meetings are normally conducted in conjunction to the announcement of the Company's fiscal half-year / full year financial results or the announcement of major corporate developments. Spokesperson will take part in the Meetings with Investor Relations in attendance. Investor Relations is responsible for preparing presentation materials and liaison with analysts and fund managers.

Briefings / Meetings may be arranged on either an individual or group basis. In addition to provide an update of Company's performance and developments, the

Company will use such occasions to seek their opinions on broader issues concerning the Company. Care will be taken to ensure only information already in the public domain is discussed.

e. PUC's Website

The official website address of the Company is www.puc.com and is utilized as one of the conduits for the Company to disseminate information and provide updates to the investment community.

The website provides email contacts of the Company for investment community stakeholders to communicate with the Company.

f. Press Releases

Press release or media statement is issued in conjunction to the Company's announcement on its quarterly / half-yearly / full year financial results, major corporate developments or new product / service launch. Press release is prepared by Communications or Investor Relations, depending on the nature of the content. A copy of the issued press release will be posted on PUC's website.

g. Analyst Reports & Rumours

The Company will offer only verbal forward-looking comments to analysts and fund managers (refer to Section 10), and to point out factual errors or assumptions which are inconsistent with previously announced information. However, the Company will not endorse any **analyst's report** or internal analysis document issued by fund management company, nor will it endeavour to influence the opinions or conclusions of the analysts and fund managers.

The Company may circulate issued analyst reports, if any internally to its Board and senior management to assist them in understanding how the market and outsiders view the Company from financial analysis perspective. Upon third party request, the Company may circulate such reports with the agreement by the senior management and the issuer of such reports where required.

From time to time, reports or **rumours** about the Company may circulate. Ordinarily, the Company will not respond to such reports or rumours, 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 the Exchange to deny or clarify the report or rumour, and provide sufficient supporting information.

In general, the Company will take a proactive approach to the addressing of reports and rumours, so as to minimise uninformed speculation and promote an orderly market in the Company's securities.

10. FORWARD-LOOKING INFORMATION & COMMENT

To assist the investment community in evaluating the Company, a forward-looking statement may be given in the Quarterly Report. It may also be included in any subsequent press release or briefing.

The Company will not normally provide any financial projections/forecasts, but statement of future prospects will be given, as well as on the likelihood of achieving any targets previously announced, such as key performance indicators.

Any forward-looking information or comment must be guided by a disclaimer statement that any investment decision shall not rely solely on such information. In the case of a briefing or presentation, this will be contained in the written materials as well as being stated or highlighted verbally at the beginning of the briefing or presentation.

If the Company becomes aware of a significant variation between actual financial data and the forward-looking information previously provided, the Company will refer to the guidance in Listing Requirements, to consider the significance of the variation, whether the expectations of the investment community differ materially from the Company's actual results, and whether a decision not to issue a clarifying announcement would amount to the Company misleading the market.

11. MAJOR CORPORATE DEVELOPMENTS

Major corporate developments, such as a merger or acquisition or the launch of a significant new business or product / service, will always attract special attention. The Company will strictly enforce its procedures for the protection of confidentiality until such time as the development has received all required internal and external approvals. Thereafter, the Company will ensure the widest and most complete dissemination of information concerning the development, in line with the provisions of this Policy and the Listing Requirements of the Exchange.

12. CRISIS COMMUNICATIONS

A crisis is an unpredictable event that has the potential to damage long-term confidence in a business, its products, services and leadership. It is of such magnitude that its occurrence will fundamentally impact the Company's reputation and affect its ability to operate normally.

The Company has put in place crisis management practices to help responding and communicating effectively with affected stakeholders in a timely and consistent manner when a crisis arises. A Crisis Management Manual has been developed for this purpose. As per the Manual, Permanent Crisis Management Committee ("CMC") has been established, within which the Group Managing Director and Group Chief Executive Officer acts as the CMC Chairman with assistance from other members of the Committee who are also the Key Management of the Company. Non-Permanent CMC members formed by personnel of the Company from various departments will also be involved in managing a crisis if required.

Investor Relations is part of the Non-Permanent CMC.

13. INSIDERS

Anyone who has access to material information about the Company, its strategy plans, financial condition and its operations, is regarded as an Insider. Material information which is in the possession of an Insider and has not been disclosed to the Exchange and / or the rest of the investment community is Inside Information.

Insiders are refrained from dealing in the Company's securities while in possession of the Inside Information, nor may they pass on that information to help another person dealing in the Company's securities.

Persons who are Insiders must strictly adhere to Section 8 – Confidential Information and Leaks of this Policy. Additionally, the relevant provisions of the Capital Markets and Services Act 2007 apply to all Insiders.

The Company has issued PUC Group Employee Handbook which applies to all its employees to help protect confidentiality and prevent information leakage or misuse of confidential information, as mentioned in Section 8.

14. POLICY MATTERS

This Policy was approved by Board of Directors on November 19, 2019 and took effect since December 2019.

The Policy is subject to annual review and any material changes will be subject to the Group Managing Director and Group Chief Executive Officer's approval. This Policy will be published on PUC's official website from December 2019 onwards.

15. CONTACT DETAILS

PUC Berhad

General line: +6(03) 2719 1018

Email address: info@puc.com

Investor Relations Department

Manager, Investor Relations: +6(03) 2719 1019

Email address: ir@puc.com

Public Relations Department

Manager, Public Relations: +6(03) 2719 1025

Email address: pr@puc.com

APPENDIX

The following gives a general description of matters which would be regarded as material information. This list is not exhaustive, and is for guidance purposes only.

- Any change in shareholders which might affect control of the Company;
- Any new issue of securities by the Company, or changes in the terms of its existing securities;
- Any information concerning dividends;
- Any reorganisation or reconstruction of the Company;
- Material litigation and court decisions;

- Mergers, acquisitions and other major corporate developments;
- Significant Company borrowings and any ratings attached to those borrowings;
- Any event of default in respect of a material financial obligation of the Company;
- The acquisition or loss of any material contract;
- Material new products;
- Material changes in the Company's business of its strategy or investment plans;
- Other events that may be expected to have a material effect on the Company's operations, financial condition or future prospects;
- Quarterly reports of interim financial results, and the Company's annual audited accounts or annual report

– END OF INVESTOR RELATIONS POLICY –