



# **Tune Protect Group Berhad**

(Registration No.: 201101020320 (948454-K))

## **Group Communications Policy**

**Confidentiality Statement**

This document has been prepared solely for the use of Tune Protect Group Berhad (hereafter to be referred to as “Tune Protect” or “the Company” or “Group”) and its subsidiaries. The information contained in this document remains confidential to Tune Protect Group and shall not be copied, distributed or quoted, in whole or in part, to any third party without prior written consent from the Chief Executive of the Company.

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## 1.0 Purpose

This policy establishes guidelines for Tune Protect Group Berhad including subsidiaries, associate, and joint-venture entities (henceforth the “Company”) for communications by the Company. It covers the release of information about the Company to the public, media, customers, authorities, investors, financial community, and other stakeholders.

The policy also clarifies the obligations employees have regarding their personal use of Digital Media where this is related to their work for Tune Protect.

Compliance with this policy is important both for business reasons and to meet the Company’s legal and regulatory obligations, to ensure consistency with the Company’s mission and business objectives.

## 2.0 Scope

This Policy shall apply to Tune Protect Group and its subsidiaries’, associates, and joint venture’s employees with respect to any information (general, confidential, or material) in whatever form or means, regarding the Company that is shared between the Company, employees, and other parties. Tune Protect Group’s associate and joint venture companies can adopt the Policy where applicable and relevant.

The Company views all employees as reputation managers not only for themselves, but for their employer and clients as well.

This policy should be read together with the Group Communications Procedures.

## 3.0 Definition/Abbreviation

Definition/Abbreviation	Meaning
<b>Company or Tune Protect Group</b>	Tune Protect Group Berhad and all its subsidiaries, associate, and joint venture companies
<b>Subsidiaries</b>	Tune Insurance Malaysia Berhad, Tune Protect Re Ltd, Tune Direct Ltd, White Label Sdn Bhd, Tune Protect Ventures Sdn Bhd
<b>Associate company</b>	Tune Protect Commercial Brokerage LLC (Tune Protect Thailand)
<b>Joint venture company</b>	Tune Protect Commercial Brokerage LLC (Tune Protect EMEA)
<b>TPM</b>	Tune Insurance Malaysia Berhad (Tune Protect Malaysia)
<b>Board of Directors or the Board</b>	Tune Protect Group Berhad’s Board of Directors
<b>TPM’s board of directors</b>	Tune Protect Malaysia Board of Directors
<b>Risk Management Committee</b>	Tune Protect Group Berhad’s Risk Management Committee
<b>BNM</b>	Bank Negara Malaysia
<b>Bursa Malaysia</b>	Bursa Malaysia Securities Berhad
<b>MMLR</b>	Main Market Listing Requirements of Bursa Malaysia

Definition/Abbreviation	Meaning
<b>Confidential information</b>	All information that is not generally known to the public, including, prior to any public announcement of the Company any plans regarding potential rating action and revisions to criteria.
<b>Material information</b>	Any information relating to the corporate, business, financial information concerning the Company, rating actions and other affairs of the Company that when publicly released would significantly affect or would be reasonably expected to have a significant effect on the public consideration of the company.
<b>Press Release</b>	An official written or recorded (audio or video) statement issued to the media for publication of information on a particular matter.
<b>Tune Protect website</b>	A digital platform that is used to update the public, customers, media, investors, financial community and other stakeholders on the Company's corporate information and latest development.
<b>Selective disclosure</b>	Disclosure of confidential information to selected individuals or companies but not to the public.
<b>Group CEO</b>	Group Chief Executive Officer of Tune Protect Group Berhad
<b>Group CFO</b>	Group Chief Financial Officer of Tune Protect Group Berhad
<b>Crisis Communications team</b>	A team that tasked to discuss, plan, and execute the appropriate action items to contain the crisis and address the negative publicity, upon the direction of the Group CEO. The team shall comprise of key representatives from the relevant business units and functions.
<b>CDWG</b>	Corporate Disclosure Working Group
<b>CDDP</b>	Corporate Disclosure Designated Person
<b>ExCom</b>	Tune Protect Group Berhad Executive Committee
<b>Tune Protect employees</b>	All employees working for Tune Protect Group Berhad and all its subsidiaries, associate, and joint venture entities either on full time, part time, contract, or internship employment.
<b>PR Agency</b>	Public Relations Agency

#### 4.0 Responsibilities

Party		Responsibilities
i.	Board of Directors ("the Board")	<ul style="list-style-type: none"> <li>➤ Review and approve the Group Communications Policy</li> <li>➤ Review and approve the Company's disclosures and strategic direction in relation to the Company's material information before it gets publicly disclosed</li> </ul>

Party		Responsibilities
ii	Risk Management Committee	<ul style="list-style-type: none"> <li>➤ Review and recommend to the Board of Directors to approve the Group Communications Policy</li> <li>➤ Review and recommend climate-related disclosures to the Board of Directors for approval</li> </ul>
iii	Group CEO	<ul style="list-style-type: none"> <li>➤ Review and approve the Company's disclosures and strategic direction in relation to the Company's material information before it is forwarded to the Board of Directors for final approval.</li> <li>➤ The primary official spokesperson for the Company</li> <li>➤ Consider and approve the participation of key personnel other than the designated official spokespersons across the Company as speakers in conferences and media interviews where relevant and appropriate</li> <li>➤ The primary decision maker to activate the crisis communications plan when required, and chair the Crisis Communications team</li> <li>➤ The Company's Corporate Disclosure Designated Person</li> </ul>
iv	Chief Executive Officers / Principal Officer of the Company's subsidiaries, associate, and joint venture companies	<ul style="list-style-type: none"> <li>➤ The primary official spokespersons for their respective businesses and subject matters, and for the broader Company's subject matters if and when authorised by the Group CEO</li> <li>➤ Ensure that the workforce of their respective businesses adhere to the Group Communications Policy</li> </ul>
v	Group CFO	<ul style="list-style-type: none"> <li>➤ Alternate official spokesperson for the broader Company's messages as authorized by the Group CEO</li> <li>➤ Primary official spokesperson in respect of financial reporting and financial securities</li> </ul>
vi	Investor Relations Unit	<ul style="list-style-type: none"> <li>➤ The primary liaison between Tune Protect, the analysts and the investor community</li> <li>➤ Responsible for preparations and distribution of all communication materials specifically for disclosures targeted at the analysts and the investing community</li> </ul>
vii	Company Secretary	<ul style="list-style-type: none"> <li>➤ The primary liaison between Tune Protect Group Berhad and Bursa Malaysia</li> <li>➤ Responsible for preparation and distribution of all communication materials specifically for disclosure to Bursa Malaysia</li> <li>➤ The primary liaison between Tune Protect Group Berhad and the</li> </ul>

Party		Responsibilities
		Board of Directors in obtaining their review and approval of all material information prior to disclosure to Bursa Malaysia
viii	Internal Audit	➤ Review and validate the climate-related disclosures in the annual report and/or the sustainability statement/report
ix	Communications Unit	<ul style="list-style-type: none"> <li>➤ Custodian of the Group Communications Policy</li> <li>➤ The primary liaison between Tune Protect and the media</li> <li>➤ Responsible for preparations and distribution of all communication materials specifically for disclosures to the media and general public</li> <li>➤ The primary liaison between Tune Protect and the appointed PR Agency, reviewing and monitoring their deliverables as specified in the service agreement</li> </ul>
x	Branding & Communications Department	➤ Undertakes review and approve information to be posted on the Company's social media contents (for Malaysia only)
xi	Crisis Communications team	<ul style="list-style-type: none"> <li>➤ Discuss, plan, and execute the appropriate action items to contain the crisis and address the negative publicity, upon the direction of the Group CEO.</li> <li>➤ Advise the Group CEO on the proposed action plans for approval.</li> </ul>
xii	Tune Protect employees	<ul style="list-style-type: none"> <li>➤ Adhere to the Group Communications Policy and any other policies cross referenced in this policy.</li> <li>➤ Report any negative publicity immediately to the Communications Unit</li> <li>➤ Refrain from addressing the media, analysts, investor community without consulting the Communications or Investor Relations Units.</li> </ul>
xiii	Public Relations (PR) Agency	<ul style="list-style-type: none"> <li>➤ Be the bridge between the Company and the media, to foster a good relationship on behalf of the Company;</li> <li>➤ Provide PR and media consultation and overall counsel on PR positioning in line with the Company's directions;</li> <li>➤ Solicit and pitch for media interviews, either through physical or virtual means;</li> <li>➤ Organise press conferences / media roundtables for the Company's initiatives, i.e. product launches, Annual General Meeting, etc.;</li> <li>➤ Drafting of media communication materials such as press releases, byline articles, product factsheets, etc.; and</li> <li>➤ Any other functions that are specified in the agreement.</li> </ul>

## **5.0 Communications Policy**

### **5.1 Media relations and designated spokespersons**

Our relations with the media and good relationships with journalists are the key to our success. They are a gate opener in order to communicate with investors and customers as they determine how we are perceived by the public.

#### **5.1.1 Media Relations**

All media relations activities are coordinated by the Communications Unit. Unless otherwise authorised by the Group CEO, media relations activities and media interviews are restricted to the Group CEO as the official spokesperson for the Company. In specific circumstances, the following exceptions are made:

- in addition to the Group CEO, the Group CFO is also the principal respondent to all media enquiries and interviews in respect of financial reporting and securities;
- the CEOs and Principal Officer of the respective subsidiaries, associate and joint venture entities (Tune Protect Malaysia, Tune Protect Life, Tune Protect Re, White Label, Tune Protect Thailand, Tune Protect EMEA) are the official spokespersons to address media enquiries and interviews in relation to their respective businesses;
- from time-to-time, other personnel such as the subject-matter experts may be called upon to speak to the media regarding specific areas of responsibility or subject matter. These opportunities will be arranged in advance in consultation with the Communications Unit.

Unless in conflict with the business requirements of the Company, media deadlines are to be respected where possible.

Tune Protect employees who are not authorised as spokespersons of the Company shall not respond on behalf of the Company to any enquiry from, or initiate communications with the media.

All media enquiries must be referred to the Communications Unit as soon as possible for immediate response.

#### **5.1.2 Engagement of a Public Relations (PR) Agency**

The Company may decide to engage the services of a PR Agency either on an adhoc or a retainer basis to manage relationships with the media. The engagement of the PR Agency will align with the Group's procurement policy based on merit and value that shall best meet the Company's



requirements.

The Communications Unit will be the main liaison on behalf of the Company to work with and monitor the performance of the PR Agency in rendering the specified and agreed deliverables within the stipulated timelines.

## **5.2 Roles and Responsibilities of the Designated Spokesperson**

It is essential that the spokespersons are individuals with the best expertise and overview of relevant topics. Only designated spokespersons (specified in paragraph 5.1.1) are permitted to issue statements on behalf of the Company.

We endeavor to leverage digital in distribution of these communication materials whenever possible, to conserve the environment by being more efficient and paperless.

## **5.3 Public Comments at Industry Conferences and Award Ceremonies**

Tune Protect employees are not allowed to make public comments on behalf of the Company, verbal or written, without being officially authorised to do so.

Any Tune Protect personnel who are invited to make speeches or presentations about the Company to industry groups, conferences, public meetings, award ceremonies as part of their normal areas of responsibility, should obtain approval from the Group CEO before accepting such invitations. All presentation contents and materials must be appropriate and be guided by paragraph 5.5. If in doubt, please refer to the Communications Unit.

Should such an opportunity be accepted, the roles and responsibilities of the designated spokesperson in paragraph 5.2 shall apply.

## **5.4 Public Statements of Personal Opinion**

Tune Protect employees should refrain from making public statements or presenting any personal opinion regarding the Company.

### **5.4.1 Duty of loyalty**

Common law imposes on all employees, the fiduciary duties of confidentiality and loyalty to one's employer, obligating employees not to compete with their employer, and prohibiting them from disclosing or using their employer's confidential material information to the employer's detriment.

In the broadest sense, the Company extends this responsibility to each, and every person employed by the Company, and requires all employees to act with good faith, honesty, and loyalty, and to avoid placing their own personal interests above those of the Company. For more information, please refer to the Company's Code of Conduct.

## **5.5 Release of Information**

### **5.5.1 Material Information Disclosure**

Disclosure of material information shall be made in line with the MMLR, Chapter 9: Continuing Disclosure. For more information on the principles of disclosure, please refer to the Corporate Disclosure Policy on paragraph 6.0.

### **5.5.2 Unintentional Selective Disclosure**

If confidential material information has been inadvertently disclosed to any other person not bound by a confidentiality obligation and such information is made public, the incident must be reported immediately to the Risk & Compliance Department who will advise on the best approach to follow.

### **5.5.3 Press Releases**

Press releases are one of the communication materials that may be used to disseminate material and non-material information about the Company. Under certain circumstances, selected material information that is posted on Bursa Malaysia's website will be accompanied by the distribution of a press release to the media, in addition to being posted on the Company's website. The decision on distributing a press release for material and non-material information will be at the discretion of the Group CEO. In addition, it may also be released on social media if the Communications Unit considers this useful and beneficial to the Company.

The Communications Unit is responsible for the appropriate dissemination of information to the media. We endeavor to leverage digital in distribution of these communication materials whenever possible, to be more efficient and paperless.

### **5.5.4 Routine Information Requests**

Enquiries from the public for general and routine information can be addressed by the Investor Relations and/or Communications Units if the information requested is contained in records or publications previously released for public distribution.

Any enquiries that are confidential shall not be addressed by any employees that are not authorised to do so. If such an enquiry is made, the employee will respectfully decline and direct the requestor to the Investor Relations and/or Communications Units.

#### **5.5.5 Responding to Rumours**

In general, no comment will be made in response to rumours or speculation regarding the Company and its activities. However, certain exceptions may be made with prior discussion and under the discretion of the Group CEO.

### **5.6 Electronic and Digital Communications**

Electronic and digital communication channels are the preferred communication approach for the Company to be more efficient, and paperless. However, proper precautions should be taken when using electronic and digital communications, including emails, the internet, website, internal communication tools (Workplace, MS Teams), social media applications such as Facebook, Twitter, Instagram, LinkedIn, Clubhouse WhatsApp, Telegram, (non-exhaustive list) to disseminate confidential information.

Employees are responsible for information shared via their electronic and digital communication tools and are never allowed to share confidential material information with external parties on these platforms. We do not restrict employees from sharing any information that has been made available publicly at their discretion.

#### **5.6.1 Tune Protect Website – Corporate Section**

The Communications Unit is the overall custodian of the contents on the Tune Protect website – Corporate section and responsible for monitoring and updating the website with the latest development about the Company. Any updates to the corporate website will need to be directed to the Communications Unit as the central gatekeeper of information contained on the website, with the exception of the Investor Relations sub-section of the website.

The Investor Relations Unit is responsible for monitoring confidential financial and material information and for updating the Investor Relations section of the website (<https://www.tuneprotect.com/corporate/group/investor-relations/>). Please refer to the Group Investor Relations Policy, paragraph 6(vii) for more information.

Any links from the Company's corporate website to a third-party website should, if appropriate, include a notice that advises the reader that he or she is leaving the Company's website and that the Company is not responsible for the contents of the other site.

### **5.6.2 Internet Discussion Forums, Chat Rooms, Social Media, Bulletin Boards**

Due to the immediacy of electronic information, Tune Protect personnel are discouraged from participating in discussions about the Company and its activities on internet discussion forums, chat rooms, social media (e.g. Facebook, Instagram, LinkedIn, Google+, Twitter, etc.) or virtual bulletin boards. Tune Protect personnel are prohibited at any time, from discussing confidential material information.

Posting on official Tune Protect social media platforms by Tune Protect personnel is restricted to authorised spokespersons, and the personnel of the Branding, Communications & Corporate Good Department and the eCommerce team only. The content of such postings must adhere to guidelines set from time-to-time by the Branding, Communications & Corporate Good Department.

## **5.7 General Dealings with the public**

The Company will provide only non-material information through individual and group meetings, in addition to previously disclosed information. Upon request, the Company will provide the same sort of detailed, non-material information to individual investors or the media that it has provided to analysts and institutional investors.

Where practicable, spokespersons will keep notes of telephone conversations with media representatives and investors, and more than one Company representative will be present at all individual and group meetings. Spokespersons shall be guided by the Group CEO, Investor Relations and/or Communications Units if questions arise concerning selective disclosure of previously confidential information.

## **5.8 Managing Reputational Risk**

Safeguarding the Company's reputation is crucial to ensure that the organisation's trustworthiness is maintained in the marketplace, be it in the eyes of customers, business partners, regulators, investors, and the public in general. Reputational risk refers to the potential for negative publicity, public perception or uncontrollable events that may cause an adverse impact on a company's reputation. Negative publicity or public perception may present itself in the form of media coverage in the print, digital or online media, and videos or postings that may have gone viral in the social media space (non-exhaustive list).

### **5.8.1 Roles of Employees**

All Tune Protect employees can play a role in managing the Company's reputational risk. The

roles of employees include, among others:

- Immediately escalate any negative publicity about the Company that may appear in the print, digital or online media, including social media. State the source and provide the links to the negative publicity where the Company is mentioned to the Communications Unit.
- Do not share the negative publicity further with any external parties to contain the virality of the news, videos, or postings.
- Forward all enquiries pertaining the negative publicity from any external parties, e.g., customers, media, business partners, etc. to the Communications Unit for the enquiries to be addressed. Do not attempt to address the enquiries without first consulting the Communications Unit.

#### **5.8.2 Crisis Communications**

Should an issue of negative publicity escalate further into a crisis, the Group CEO has the final decision to activate the crisis communications plan. Prior to activating the crisis communications plan, the Group CEO will provide an update to the Group's Board of Directors on the crisis and about the plan that will be undertaken. Depending on the scale of the crisis, the bigger it is, the earlier the Board of Directors will need to be informed.

A Crisis Communications Team will be tasked to discuss, plan, and execute the appropriate action items to contain the crisis and address the negative publicity. The team shall comprise of key representatives from the following business units/functions or its equivalent (where applicable):

- i. Group CEO
- ii. Local Entity CEO
- iii. Group/Local Risk & Compliance
- iv. Group / Local Branding, Communications & Corporate Good
- v. Investor Relations
- vi. Social Media
- vii. Group/Local Technology
- viii. Group/Local Operations
- ix. Group/Local Customer Experience
- x. Group / Local e-Commerce / Marketing
- xi. Group/Local People & Culture

During this period, all Tune Protect employees are prohibited from addressing any enquiries from external parties or discuss the matter in hand on any social media or virtual discussion forums or chat rooms. Please direct any enquiries to the Communications Unit.

Please refer to the Group Communications Procedures for more information.

## **6.0 Corporate Disclosure Policy**

This Policy is intended to consolidate the current Tune Protect Group Berhad's ("TPG") Corporate Disclosure Policy ("CD Policy") to form part of this Group Communications Policy. -

TPG shall ensure that the disclosure of material information complies with the legal and regulatory requirements, and the disclosure is such that the investing public will be able to have a balanced and unbiased view of the facts disclosed.

### **6.1 Objectives**

- i. To provide ample and appropriate access to accurate, clear and full disclosure of all material information in relation to Tune Protect in an orderly and timely manner, so as to keep shareholders and the investing public informed about its operations and financial performance.
- ii. Avoid insider dealing.
- iii. Ensure consistency in disclosure practices.
- iv. Create awareness and provide guidance to management and employees on Tune Protect's disclosure requirements and practices.
- v. Provide accepted methodology in disseminating material information to investors, analysts, media, the investing public and other interested parties; and
- vi. Comply with legal and regulatory requirements on disclosure of material information.

### **6.2 Applicability**

The CD Policy is applicable to the conduct of directors, officers, managers, spokespersons and other employees of Tune Protect, including its appointed advisors and consultants.

### **6.3 Methods of Communications**

TPG communicates with the regulators, media and the investing public via:

- i. Written statements made in TPG's annual reports, sustainability statement/report, quarterly reports, press releases, e-mail communication and website or social media; and
- ii. Oral statements made in group and individual meetings, telephone conversations, interviews and press conferences with financial analysts, investors, and media.

### **6.4 Implementation**

The Group CEO is responsible for implementing the corporate disclosure requirements, guided by the CDWG.

#### **6.5 Corporate Disclosure Working Group ("CDWG")**

- i. The CDWG is to oversee matters relating to TPG's corporate disclosure practices ensuring adherence to this CD Policy, save and except for routine corporate disclosure including but not limited to the change of corporate information, change of shareholdings, annual reports, dealings in listed securities and others whereby the Company Secretary will be authorised to do the necessary required actions.
- ii. The functions and responsibilities of the CDWG include:-
  - Maintain an awareness and understanding of the disclosure requirements;
  - Determine whether corporate developments constitute material information and if so, ensuring this CD Policy and Procedure are fully complied with;
  - Implement this CD Policy and Procedure;
  - Monitor compliance with this CD Policy and Procedure and undertake reviews of any violations, including assessment and implementation of appropriate consequences and remedial actions;
  - Review and update this Policy and Procedure from time to time to ensure compliance with the MMLR.
- iii. Composition
  - Group CEO or his/her designate;
  - Group CFO or his/her designate;
  - Chief Partnership Officer or his/her designate;
  - Head of Investor Relations ("IR") or his/her designate;
  - Head of Communications or his/her designate; and
  - Company Secretary or his/her designate.
- iv. Quorum
  - The quorum for the meeting of CDWG shall be fixed at three (3) members from the Composition above.

#### **6.6 Corporate Disclosure Designated Person**

- i. The Board has designated the Group CEO as the CDDP. In his/her absence, a member of the CDWG will take on this role.
- ii. The functions and responsibilities of the CDDP include:
  - Review information to be disseminated to ensure compliance with the MMLR and applicable laws (if any), and ensure that the relevant persons such as the Board or Group

CEO or Group CFO rectify such information and relevant approval/ authorisation is obtained prior to disclosures;

- Ensure that TPG complies with the continuing disclosure requirements in a timely manner;
- Maintain accurate records of all disclosure of material information by the Tune Protect to the investing public;
- Ensure that the TPG's website pertaining to material information is properly reviewed and updated;
- Create awareness amongst the directors and employees on this CD Policy and Procedure;
- Brief designated spokespersons on what has previously been disclosed prior to an analyst or media briefing; and
- Update with any pending material development concerning TPG.

#### **6.7 Designated Spokesperson(s)**

The designated spokesperson for TPG is the Group CEO and/or his/her authorised spokesperson(s):

- i. The designated or authorised spokesperson(s) shall not disclose material information that has not been previously made public.
- ii. Employees other than the designated or authorised spokesperson(s) shall not respond to inquiries from the investment community or media and all queries should be directed to the designated or authorised spokesperson(s).
- iii. The Head of Investor Relations and/or Head of Communications will be involved in scheduling and developing communications materials and presentations for all meetings with the investing public, analyst and media.
- iv. An employee should contact the CDDP if there is any doubt about the appropriateness of supplying information to an outside party.

#### **6.8 Material Information for disclosure to Bursa Malaysia**

Information is deemed "material" for disclosure to Bursa Malaysia if:

- i. It concerns any transaction or litigation, the quantum of which exceeds 5% of TPG's latest audited net assets; or
- ii. Such transaction or litigation is reasonably expected to have material effect on:
  - The price, value or market activity of TPG's shares; and
  - The decision of a shareholder or an investor in determining his/her choice of action.

Material information may include information which:



- i. Concerns TPG and its subsidiaries' assets and liabilities, business, financial condition or prospect;
- ii. Relates to dealings with employees, suppliers, customers and other stakeholders;
- iii. Relates to any event affecting the present or potential dilution of the rights or interests of TPG's shares; or
- iv. Relates to any material event affecting the size of the public holding of TPG's shares.

Bursa Malaysia requires immediate disclosure of all material information. Examples of events requiring immediate disclosure are set out in Appendix A.

#### **6.9 Responsibilities and Procedures for Disclosure of Material Information**

- i. The CDWG will manage TPG's releases of announcements to Bursa Malaysia through the Company Secretary, save and except for routine announcements including but not limited to the change of corporate information, change of shareholdings, annual reports, dealings in listed securities and others. All directors shall approve or be kept informed of all announcements prior to the submission to Bursa Malaysia.
- ii. The CDWG shall be responsible for drafting the announcement with the assistance of the Company Secretary to ensure compliance with the MMLR and accuracy of the contents therein.
- iii. The Finance Department has the duty to review and verify the accuracy of all financial data contained in such announcement.
- iv. For those announcements which are to be released to the media, they will be released through the Communications Unit. The CDWG has the responsibility to verify and ensure that the content clearly and effectively communicates the intended substance and meaning of the information to the public.
- v. Once the announcement has been released to Bursa Malaysia, it will then be made available and accessible on TPG's website by the Investor Relations Unit in the Investor Relations section of the corporate website.
- vi. After public dissemination, the news release will be monitored by the Communications Unit and Investor Relations Unit to ensure accurate media reporting and will take any corrective measures, if necessary. The Company will file a material change report with Bursa Malaysia (if required).

#### **6.10 Withholding of Material Information**

- i. TPG will only withhold information consistent with those as outlined in the MMLR which include:
  - When such disclosure would prejudice the ability of TPG to pursue its corporate objectives;
  - When the facts are in a state of flux and a more appropriate moment for disclosure is

imminent; or

- Where the laws prohibit the disclosure of such information.
- ii. Whenever material information is being temporarily withheld, TPG must ensure that the strictest confidentiality is maintained, including limiting the number of persons having access to the material information and ensuring security of all confidential documents.
- iii. The following precautions will be observed to keep the information completely confidential:
  - Access to the information will be on a need-to-know basis;
  - If and when the information is disclosed in the necessary course of business, recipients of such information will be made aware of the need to keep the information confidential inside and outside TPG;
  - Confidentiality Agreements will be used to ensure protection of the confidentiality by third parties such as advisors, lawyers, consultants, business associates/partners and others;
  - Reasonable care will be taken to ensure appropriate security and protection of the information such as sensitive/confidential documents shall be kept in a safe place; and
  - Transmission of documents by electronic means shall be made only where it can be made and received under secure conditions;

These responsibilities and procedures are applicable during the period of time when news releases involving material information are being developed, until the information has been released and disseminated to the investing public.

#### **6.11 Responding to Market Rumours**

- i. TPG may opt not to comment on market rumours or speculation, particularly where it is clear that it is not the source of the market rumours. If Bursa Malaysia requests TPG to make a statement in response to a market rumour, the CDDP has the authority to consider the matter and make the recommendation as to the nature and content of the response.
- ii. The CDDP will also recommend an appropriate course of action where TPG or an employee of TPG and its subsidiaries is the apparent source of the rumour.

#### **6.12 Communications with Analysts, Media and Investing Public**

- i. Head of Investor Relations will be responsible for preparing the designated spokespersons for briefing sessions with analysts and investing public on information about TPG.
- ii. Presentation materials from such meetings will be made available on TPG's website as soon as possible after the presentation is made.
- iii. TPG will not provide confidential, proprietary or material non-public information during such briefings. Any information disclosed will be factual and not speculative.

- iv. If material non-public information is inadvertently disclosed at such a briefing, TPG will take immediate action to ensure public dissemination of such information.
- v. TPG does not discriminate among recipients of information. Under no circumstances will TPG confirm or attempt to influence an analyst's opinions or conclusions, speculate about future business plans or provide specific "bottom-line" financial expectations. TPG will provide the same information to both analysts and individual investors when requested.
- vi. Tune Protect Group will not comment on opinions made by analysts except where there is a factual error.
- vii. A record of all briefings will be kept by the Investor Relations Unit.
- viii. **14 calendar days before the targeted date of earnings release, the designated or authorised spokespersons will not hold private meetings with analysts. During this period, communications with the media are limited to responding or commenting on publicly available or non-material information only.**
- ix. In the event that any material information is required to be disclosed during the closed period (14 days before the targeted date of earnings release), the Group CEO will recommend the proposition to the Board of Directors for approval via email or any other written means of communications necessary.

#### 6.13 Forward-looking Information

- i. TPG will not provide forecasts, guidance or warnings of future earnings or other financial results. TPG may provide sufficient forward-looking information to the investing public to enable reasonable evaluations of its future performance prospects provided that it is not undisclosed material information, it does not deal with future earnings, and it has been prepared or reviewed by the CDWG.
- ii. Such information could include forecasts in respect of volumes, expenses, capital expenditures, new projects, fiscal terms and market, commercial and technical considerations and will be consistent with and complementary to information that has been otherwise provided via timely disclosure documents such as annual reports, sustainability statement/report, news releases and quarterly reports.
- iii. Documents containing forward-looking information will be accompanied by a disclaimer cautioning the reader that there are risks and uncertainties that could cause actual results to differ materially from what is indicated in the documents. When making oral forward-looking statements, reasonable care will be taken to also include appropriate reference to such risks and uncertainties in the discussion.

#### 6.14 TPG's Website

- i. TPG's website contains an "Investor Relations" section. All disclosure and material information

documents of interest to investors will be made available and accessible by the public on the website as soon as after their release through the announcements to Bursa Malaysia. These include announcements, annual reports, sustainability statement/report quarterly reports, news releases and information on TPG. Other supplemental and non-material information will be posted on the website as soon as practicable after they are available.

- ii. The website should also contain among others, the constitution, Board charter, terms of reference, policy and Board composition.
- iii. Disclosures pursuant to BNM Corporate Governance Policy as stated in the Paragraph 6.16 below should also be published on the website.
- iv. The Head of Investor Relations together with the CDWG are responsible for ensuring that the information contained in the “Investor Relations” section of the website is accurate, updated and in compliance with the MMLR.

#### **6.15 Restrictions on Insider Trading**

- i. Capital Market Services Act 2007 provides that an insider with access to material information are prohibited from trading in TPG’s shares until the information has been fully disclosed and a reasonable period of time has passed for the information to be disseminated to the public.
- ii. From time to time, the Company Secretary shall advise the directors, principal officers and employees who have access to financials on the trading restrictions in TPG’s shares in accordance with the provisions of the MMLR.

#### **6.16 BNM Corporate Governance Disclosures**

##### **Section A: BNM Corporate Governance Policy**

- i. Details set out in this part refers to disclosure requirements as per BNM Corporate Governance Policy, which requires specific disclosures to be:
  - Laid before TPM’s Annual General Meeting, as an appendix to the Directors’ Report;
  - Published on TPG’s website; and
  - Published in TPG’s annual report
- ii. For the purpose of (i) above, TPM must disclose information on its corporate governance policies and practices, which should include:
  - Information as set out in Appendix 4 of BNM Corporate Governance Policy (Issued 3rd August 2016)
  - The particulars of, and the reasons for, any gaps in relation to the regulatory requirements set out in BNM Corporate Governance Policy; and
  - A description of the measures taken, or that will be taken, to address the gaps
- iii. Disclosures on Executive Committee (ExCom) and other material risk takers from a group-wide

perspective.

- iv. The Board must ensure that the corporate governance disclosures are accurate, clear and presented in a manner that is easily understood by its shareholders, customers and other relevant stakeholders.
- v. The person responsible to prepare this disclosure should be guided by the list of requirements as highlighted in (ii) above and ensure that all requirements have been met before submission to the Board for approval.

#### **Section B: Climate-related disclosures**

- i. The Board of Directors will review and approve the Company's climate-related disclosures (except for Tune Protect Malaysia) to promote credible as well as high-quality disclosures and mitigate the risks of greenwashing. This will also include verification and review by the Internal Audit team to ensure accuracy of information, followed by a review by the Risk Management Committee for recommendation to the Board of Directors for approval.
- ii. For Tune Protect Malaysia (TPM), its Board of Directors are responsible to review and approve their climate-related disclosures. The TPM Risk Management Committee will review and recommend the disclosures to the TPM board of directors for approval.
- iii. The Sustainability Committee (SuCom) will review the climate-related disclosures in a timely manner to continuously improve the clarity, comprehensiveness, and relevance, and presents/recommends it to the Company's and/or TPM's Risk Management Committees. The review shall account for domestic and global developments on sustainability and climate-related financial disclosures.
- iv. The Sustainability Unit initiates climate-related disclosures information gathering and tables it to SuCom for review. The Sustainability team will disclose the climate-related information publicly after the Board of Directors', and/or the TPM board of directors' approval is obtained.

Please refer to the Group Communications Procedures for more information on climate-related disclosures and the Group Sustainability Policy for further details on climate-related responsibilities.

### **7.0 Revision**

This Policy shall be reviewed and updated as and when necessary; at minimum, once in every two (2) years, which includes the consideration of sustainability practices (Economic, Environmental, Social and Governance). Any material revisions shall then be adopted by a resolution of the Board.

### **8.0 Consequences for non-compliance**

Tune Protect personnel are responsible for consulting, understanding, and complying with this policy. There is no circumstance in which any law or regulation should be disregarded in the conduct of Company business.

Failure to comply with this policy may result in disciplinary action and termination of employment with the Company. The violation of the Policy and Procedure may also violate certain securities laws. Should the Company discover laws have been violated by Tune Protect employees, it may refer the matter to the appropriate regulatory authorities, which may result in criminal prosecution, civil action, fines, and other penalties.

## **9.0 References/Associated Documents**

This Group Communications Policy should be read together with the following:

- Tune Protect Code of Conduct
- Group Investor Relations Policy
- Group Sustainability Policy
- Group Communications Procedures
- BNM Corporate Governance Policy Document
- BNM Climate-related Management & Scenario Analysis Policy Document
- MMLR
- Companies Act 2016

**Examples of Events Which Require Immediate Disclosure**

1. Entry into a joint venture agreement or merger
2. Acquisition or loss of a contract, franchise or distributorship rights
3. Introduction of a new product
4. Change in management
5. Borrowing of funds of substantial amount
6. Commencement of or the involvement in litigation and any material development arising therefrom
7. Commencement of arbitration proceedings or proceedings involving alternative dispute resolution methods
8. Purchase or sale of an asset (subject to Chapter 10) of the MMLR
9. Change in capital investment plans
10. Occurrence of a labour dispute or disputes with sub-contractors or suppliers
11. Making of a tender offer for another company's securities
12. Change in general business direction
13. Change of intellectual property rights
14. Entry into a memorandum of understanding
15. Status of any memorandum of understanding that has been entered into between the listed company or its subsidiary and a third party and which has been previously announced at least once every quarter or more regularly, upon the occurrence of a material change, whichever is earlier
16. Entry into any calls or put option or financial futures contract
17. Intention to fix books closing date
18. Recommendation or declaration of a dividend or distribution
19. Recommendation or decision that a dividend will not be declared
20. Any change in the terms of a debt security or a convertible security
21. Convening of annual/extraordinary general meeting
22. All resolutions put to a general meeting and immediately after such meeting whether the resolutions were carried
23. Calls made upon any of the partly paid share capital of the listed company
24. Change of address, telephone/ facsimile number of the registered office of the listed company
25. Proposed change of name of TPG
26. Change of financial year end of TPG
27. Change in the composition of the Board of Directors

28. Change in the composition of the Audit Committee
29. Change or proposed change of Chief Executive Officer of TPG
30. Change or proposed change of the Chief Financial Officer of TPG
31. Change of Company Secretary of TPG
32. Change of External Auditors of TPG
33. Change in the independent adviser appointed under the MMLR
34. Proposed alteration of the constitution of TPG
35. Notice relating to substantial shareholding which TPG has received
36. Director's Notice under Section 219 of the Companies Act 2016 in respect of shareholding and changes thereto in TPG
37. Commencement of winding-up proceedings or winding up order made against TPG, or any of its subsidiaries or major associated companies
38. Appointment of a receiver, manager or receiver and manager, liquidator, special administrator or such other person of a similar capacity over TPG, any of its subsidiaries or major associated companies or any part of the properties of TPG, any of its subsidiaries or major associated companies
39. Procurement of a court order restraining proceedings against TPG, or any of its subsidiaries or major associated companies under Section 368 of the Companies Act 2016
40. Any transaction entered into by TPG or its subsidiaries requiring an announcement to be made under Chapter 10 of the MMLR
41. Acquisition or subscription of shares in another listed company which results in the holding being 5% or more of the issued and paid-up capital (excluding treasury shares) of that listed company
42. Disposal of shares in another listed company which results in the holding falling below 5% of the issued and paid-up capital (excluding treasury shares) of that listed company
43. Proposed issue or offer of securities
44. Variation of the rights attaching to a class of securities
45. Decision to allocate excess shares in relation to a rights issue by TPG and the basis of such allocation
46. Level of subscription in relation to an issue or offer of securities
47. Change to the utilisation of proceeds raised from the issuance of securities that deviates by 5% or more from the original utilisation of proceeds
48. Deviation of 10% or more between the Profit After Tax and Minority Interest stated in a profit estimate, forecast or projection previously announced or disclosed in a public document and the announced unaudited accounts (giving explanation of the deviation and the reconciliation thereof)
49. Deviation of 10% or more between the Profit or Loss After Tax and Minority Interest stated in the announced unaudited accounts and the audited accounts (giving explanation of the deviation and the reconciliation thereof)



50. Any circumstances or developments which are likely to materially affect the results or outcome of any prospects, revenue or profit estimates, forecast, projection or internal targets of TPG previously announced or disclosed in a public document
51. Qualification in an external auditors' report
52. Any shortfall in the actual profit guarantee received by TPG as compared with the profit guarantee previously announced or disclosed in a public document (if any) and the steps taken or proposed to be taken to recover the shortfall;
53. Call of securities for redemption
54. Listing of any part of the securities of TPG or any of its subsidiaries on any recognised stock exchange
55. Material information or financial documents that is released to any other stock exchange or other regulator which is available to the public
56. Material loan or borrowing with conditions, covenants or restrictions relating to the shareholdings of a controlling shareholder
57. Change of control in TPG
58. Agreement to sponsor a depository receipt programme
59. Material amendment of the terms of the agreement for the sponsorship of a depository receipt programme or the termination thereof
60. Valuation which has been conducted on the non- current assets of group where the revaluation surplus or deficit will be incorporated in the financial statements of TPG
61. Material development to corporate proposals previously announced, including variation of terms, receipt of approvals from regulatory authorities and termination or completion of the corporate proposal, etc
62. Any information in relation to a proposed take-over or take-over offer
63. in relation to a take-over offer pursuant to the Take-Overs and Mergers Code or a corporate proposal undertaken by or in relation to a listed issuer, upon 90% or more of the listed shares (excluding treasury shares) or listed units of the said listed issuer being held by a shareholder or unit holder either individually or jointly with associates of the said shareholder or unit holder.
64. Any decision to implement a Share Grant Scheme
65. Any decision to terminate a Share Grant Scheme before its expiry
66. Any options or shares offered under a Share Issuance Scheme
67. Change in classification of TPG in a specific sector
68. Number of listed securities in the hands of the public falling

## APPENDIX 4 CORPORATE GOVERNANCE DISCLOSURES

### Board of directors

1. <i>Composition</i>	<ul style="list-style-type: none"> <li>• Name and designation (i.e. independent, non-independent non-executive, executive, chairman) of each director</li> <li>• Key personal details and background of each director including relevant experience, any shareholding in the financial institution and external professional commitments</li> <li>• Chairman and members of each board committee</li> <li>• Appointments, resignations and removals of directors during the financial year</li> <li>• Description of training and education provided to the board</li> <li>• Number of meetings convened by the board and each board committee</li> </ul>
2. <i>Function and conduct</i>	<ul style="list-style-type: none"> <li>• Roles and responsibilities of the board and the board committees</li> <li>• Attendance of each director at board and board committee meetings during the financial year</li> </ul>

### Internal control framework

3. <i>Overview</i>	<ul style="list-style-type: none"> <li>• Main features of the internal control framework, and the nature and frequency of any review and assessment conducted on the internal control framework</li> <li>• Key policies and procedures of the internal control framework, including any changes made to these policies and procedures during the financial year</li> </ul>
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### Remuneration

4. <i>Qualitative disclosures</i>	<p>Information relating to the design and structure of the remuneration system, including–</p> <ul style="list-style-type: none"> <li>• an overview of the key features and objectives of the remuneration policy</li> <li>• a description of the scope of the remuneration policy (such as by regions or business lines), including the extent to which it is applicable to foreign subsidiaries and branches</li> <li>• a description of the types of officers considered as senior officers and as other material risk takers, including the number of officers in each group</li> <li>• an overview of the findings, recommendations and actions taken with respect to any review and assessment conducted on the remuneration system during the financial year</li> <li>• a discussion of measures taken to ensure that officers in control functions are compensated independently of the businesses they oversee</li> </ul>
	<p>Description of the ways in which current and future risks are taken into account in the remuneration system, including–</p> <ul style="list-style-type: none"> <li>• an overview of the key risks that the financial institution takes into account when implementing remuneration measures</li> </ul>

	<ul style="list-style-type: none"> <li>• an overview of the nature and type of the key measures used to take account of these risks, including risks that are difficult to measure (values need not be disclosed)</li> <li>• a discussion of the ways in which these measures affect remuneration</li> <li>• a discussion of how the nature and type of these measures have changed over the financial year, reasons for the changes, and the impact of these changes on remuneration</li> </ul> <p>Description of the ways in which the financial institution seeks to link performance during a performance measurement period with levels of remuneration, including–</p> <ul style="list-style-type: none"> <li>• an overview of the main performance metrics for the financial institution, top-level business lines and officers</li> <li>• a discussion of how amounts of individual remuneration are linked to institution-wide and individual performance</li> <li>• a discussion of the measures that will be taken to adjust remuneration in the event that performance metrics are weak, including the financial institution's criteria for determining "weak" performance metrics</li> </ul> <p>Description of the ways in which the financial institution seeks to adjust remuneration to take account of longer-term performance, including–</p> <ul style="list-style-type: none"> <li>• a discussion of the financial institution's policy on deferral and vesting of variable remuneration and, if the fraction of variable remuneration that is deferred differs across officers or groups of officers, a description of the factors that determine the fraction and their relative importance</li> <li>• a discussion of the financial institution's policy and criteria for adjusting deferred remuneration before vesting and after vesting through clawback arrangements</li> </ul> <p>Description of the different forms of variable remuneration that the financial institution utilises and the rationale for using these different forms, including–</p> <ul style="list-style-type: none"> <li>• an overview of the forms of variable remuneration offered (such as cash, shares and share-linked instruments<sup>17</sup>)</li> <li>• a discussion of the use of the different forms of variable remuneration and, if the mix of different forms of variable remuneration differs across officers or groups of officers, a description the factors that determine the mix and their relative importance</li> </ul>
5. Quantitative disclosures	<p>Breakdown of the total amount of remuneration awards for the CEO and directors for the financial year, disclosed individually for the CEO and each director, to show–</p> <ul style="list-style-type: none"> <li>• fixed and variable remuneration</li> <li>• deferred and non-deferred remuneration</li> <li>• the different forms of remuneration used (such as cash, shares and share-linked instruments)</li> </ul>

<sup>17</sup> A description of other forms of variable remuneration, if any, must be provided.

	<p>Remuneration information in two broad categories, namely in respect of senior management and other material risk takers, as follows:</p> <ul style="list-style-type: none"> <li>breakdown of the total amount of remuneration awards for the financial year as exemplified in Table A, to show– <ul style="list-style-type: none"> <li>fixed and variable remuneration</li> <li>deferred and non-deferred remuneration</li> <li>the different forms of remuneration used (such as cash, shares and share-linked instruments)</li> </ul> </li> <li>number of officers having received a variable remuneration during the financial year</li> <li>number and total amount of guaranteed bonuses awarded during the financial year</li> <li>number and total amount of sign-on awards made during the financial year</li> <li>number and total amount of severance payments made during the financial year</li> <li>total amount of outstanding deferred remuneration, split into cash, shares, share-linked instruments and other forms</li> <li>total amount of deferred remuneration paid out during the financial year</li> <li>the officers' exposure to implicit (such as fluctuations in the value of shares or performance units) and explicit adjustments (such as malus, clawbacks or similar reversals or downward revaluations of awards) of deferred remuneration and retained remuneration, including– <ul style="list-style-type: none"> <li>total amount of outstanding deferred remuneration and retained remuneration exposed to ex-post explicit and implicit adjustments</li> <li>total amount of reductions during the financial year due to ex-post explicit adjustments</li> <li>total amount of reductions during the financial year due to ex-post implicit adjustments</li> </ul> </li> </ul>
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Table A		
Total value of remuneration awards for the financial year	Unrestricted	Deferred
Fixed remuneration		
• Cash-based	x	x
• Shares and share-linked instruments	x	x
• Other	x	x
Variable remuneration		
• Cash-based	x	x
• Shares and share-linked instruments	x	x
• Other	x	x