

SINGAPORE ASAHI CHEMICAL & SOLDER INDUSTRIES PTE LTD

CODE OF CONDUCT FOR BUSINESS ETHICS

1. Introduction

The Board of Directors (the “Board”) of Singapore Asahi Chemical & Solder Industries (the “Company”) has established the Code of Conduct & Business Ethics (the “Code”) to guide the Company’s management staff and employees (the “Employees”) on the ethical and behavioral rules for the conduct of the Company’s business and affairs. The Code shall also form an integral part of the terms and conditions of the employment contract of every employee.

Every employee will be given a copy of the Code upon his/her acceptance of employment with the Company, and every employee shall be advised to observe and comply with the Code during the term of his/her employment.

The Code sets the minimum standard that the Company expects of the Employees. The Board may modify or make exceptions to the Code from time to time at its discretion and consistent with the duties and responsibilities owed to the Company and its stakeholders.

2. Compliance with the Law

In addition to the Code, the Company expects the Employees to comply with all laws, regulations, code of practice, and legal, regulatory and licensing requirements applicable to the jurisdiction where it operates.

Employees should not engage in any activity that adversely affects the Company’s interest or reputation, including, but not limited to, engaging in any act whether in the workplace or otherwise that, in the sole discretion of the Company, involves behavior, moral wrongdoings, or which constitutes a criminal act under all applicable laws, regulations and legal requirements, regardless of whether the Employees are criminally charged or convicted.

3. Workplace Health & Safety

The Company is committed to provide a healthy and safe working environment for the Employees, business partners and visitors. Every employee has a personal responsibility to support this commitment.

Employees are obliged to carry out their work in a safe manner, without causing harm to themselves or others, and to report any potentially unsafe or unhealthy situations immediately.

Employees must observe and follow all safety and environmental regulations laid down in **the updated advisories issued from time to time by the Government and the Company’s** operation instructions, including putting on the necessary protective clothing, equipment, and safety mask, and shall conduct specific risk assessment prior to carrying out any works.

Employees must also observe the rule of factory security.

4. Company’s Property

Employees are responsible for the Company's property entrusted to them for the discharge of their work. This property includes, but is not limited to, physical property (such as phones, Company's vehicles or computers), records (such as data on customers, research findings, pricings, and company's records) and intangible property (such as computer software and computer records). Whichever category the property falls into, Employees must treat the Company's property as their own and must not damage it, deface it or remove it for personal use, unless authorized to do so. Employees given access to any Company's property must ensure that it is properly used for the purpose of conducting the Company's business. Misappropriation of the Company's property for personal use or resale is strictly prohibited.

Similarly, Employees are responsible for the proper expenditure of the Company's funds including expenses. While spending or committing Company's funds, Employees must ensure that the transaction is proper and documented, and that the Company receives appropriate value in return.

5. Computers

Employees must use office computers or terminals only in the way in which they have been instructed. They should protect their own password and not use anyone's else ID or password to access records.

Unless authorized, Employees must not alter records or software instructions. They must always ensure that any software that they use has been obtained from authorized suppliers and should only install software if they are permitted to do so.

Apart from not misusing the Company's property, they must not dispose of any Company's property in an unauthorized manner, such as by selling, loaning or giving it away without proper permission.

6. Use of IT Systems

Employees must act responsibly when updating their personal data or uploading any information (statements, documents, videos, photos, etc) in any IT systems provided by the Company. They must not knowingly update false information nor upload any materials that are defamatory, offensive, obscene, inappropriate, fake, or that violate or infringe any laws, copyright, trademark or any other intellectual property, personal or proprietary rights of any person, including any obligation of confidentiality.

7. Work Performance

The Company is committed to the manufacturing/distribution of quality products, and providing efficient services to all customers. Every employee has an essential role to play for the success and continuing progress of the Company.

Employees are required to perform tasks assigned in a responsible and reliable manner and to manage time at work efficiently, without wasting Company's time and resources by taking part in unauthorized activities, including, but not limited to, shares/commodities trading, gambling or political activities on the work premises. They must act sensibly and conduct themselves whether at work or outside work in a manner that upholds the integrity, reputation and values of the Company.

8. Dealings with other Employees

The Company is committed to provide Employees with a working environment which is conducive, safe and free from discrimination and harassment. Employees should treat their colleagues and other persons with respect and consideration at all times.

Workplace harassment can occur when one party demonstrates behavior that causes or is likely to cause harassment, alarm, or distress to another party. Examples of behavior that may be considered harassment include, but are not limited to, threatening, abusive or insulting language, adverse comments or other non-verbal gestures, discrimination, physical violence, cyber-bullying, sexual harassment and stalking. Workplace harassment can also take place through different modes of communications, such as by email, text messaging or social media.

The Company will not tolerate any acts of discrimination or harassment and will investigate all complaints and incidents in a fair and timely manner.

The Company prohibits any form of retaliation or intimidation against any person for making good faith reports concerning allegations of discrimination, harassment, violation of the Code, or any other allegation of improper behavior. Any employee who is found guilty of such acts shall be subject to disciplinary action, which may include termination/suspension from service.

While on duty, Employees must not conduct themselves in such a manner that will interfere with or prevent other employees from carrying out their duties properly.

9. Customers and Business Partners

Honestly in all dealings with the government, businesses and other organisations is essential. Making payments or payments in kind such as gifts or favours to influence individuals to award business opportunities and favours to the Company are prohibited.

Employees must always seek any third party's confidential information through the proper authorities. If given such confidential information, Employees must ensure that they are entitled to have it, and to observe the terms and obligations of having access to such information, if any.

Employees must always maintain good relationships with customers which is vital to the success and continuing survival of the Company's business. Customers must feel that they are getting the highest standard of services from the Employees who listen to them and are responsive to their needs.

All contacts with customers and business partners must be fairly arrived at, with no hidden deals or unspoken agreements, and fully documented in writing. Information about customers and business partners must remain confidential at all times and should only be imparted with full authorization.

10. Alcohol & Drugs

Alcohol and/or drugs can impair an individual's capacity to perform his/her job safely, efficiently and with respect for colleagues and customers. The use of such substances may result in injury or a threat to the well-being of an individual, colleagues, customers or members of the public.

Employees must report to work in a fit state and shall not be under the influence of alcohol or drugs during working hours.

11. Official Records

Information is a valuable asset of the Company and its integrity depends on the honesty, completeness and accuracy of its records. This means that any employee preparing the Company's records and reports must be diligent in assuring the accuracy and completeness of all data, records, reports and expenditures connected with the Company, and to keep such records and reports in a proper and safe location.

12. Proprietary Information & Intellectual Property

Many employees have access to information, which includes the trade secrets and know-how used by the Company to distinguish its businesses and services from those of competitors, as well as sensitive private business information of a commercial, technical or financial nature such as prospects, agreements with customers, business partners, competitors, account plans, business proposals, business strategies, negotiations and contracts.

It is important that all company proprietary information is kept strictly confidential. Employees have a duty to safeguard company information, bearing in mind ethical, legal ramifications and government regulations. Information of commercial value or of a sensitive nature must be tightly controlled. For example, when releasing information to a third party for a business collaboration, business prospect or research initiatives, a Non-Disclosure Agreement should be signed by the third parties, and information released them will be on a need-to-know basis.

Any trademark, copyrights, patents, designs, registered designs, proprietary information and all other intellectual property rights developed and commissioned by the Company belong to the Company. Employees are reminded not to infringe any third parties' rights including, but no limited to, any third parties intellectual property rights, copyrights, patents and trademarks.

The Company will hold exclusive ownership of any invention, discovery, design or improvements made. This will also include inventions that the Employees may create which relate to the Company's business, regardless of whether the invention or designs are patentable or are capable of being registered or copyrighted.

Employees must report these inventions to the Company and shall, at the Company's request and expense, disclose information relating to the invention and do what is required to obtain the industrial rights to the invention. The patents will be in the name of the Company or its nominee and the employee will not be entitled to any payment for the invention. The Company's ownership of any intellectual property created by the Employees while with the Company continues after they have left the employment.

When Employees leave the company for any reason, including retirement, they must return all the Company's property, including all documents and records in their possession, and they must not disclose or misuse Company's confidential information at any point in time. Employees are also responsible for protecting information provided in confidence by any third party, such as a customer, supplier or a business partner, after they leave the Company.

13. Obligation to main confidentiality of Confidential and Proprietary Information

During their employment with the Company, Employees may receive and/or have access to trade secret, confidential or proprietary information relating to the Company and/or any entity belonging

to or related to the Company. Such trade secret, confidential or proprietary information may, without limitation, be verbal, written, electronic or in the form of image data, photographs or software. Employees are required not to disclose or divulge or cause to be disclosed or divulged such information without the prior written approval of or clearance from the Company. This condition shall continue to apply even after the Employees are no longer employed by the Company.

14. Conflict of Interest

A conflict of interest arises when the Employees have a competing professional or personal interest that would either make it difficult to fulfil their duties properly, or would create an appearance of impropriety that could undermine customer or public confidence.

Employees must do nothing that conflicts with the interests of the Company, or anything that could be construed as being in conflict, for example, participating in the evaluation/approval of award to a vendor in which an employee has a vested interest (either personally, or through close relatives). Employees should declare/disqualify themselves from handling transactions which put them, whether perceived or real, in a position of conflict.

Employees must avoid all situations which could result in conflicts of interest. They should comply with reporting and disclosure requirements of potential or actual conflicts of interest, and disclose any matters which could reasonably be expected to interfere with their functional duties.

15. Business Dealings

Employees should not engage in any outside business dealings that involve or could appear to involve, a conflict between their personal interests and the interests of the Company.

Employees must not have any direct or indirect financial or business interest in or dealings with competitors, suppliers, customers or anyone with whom they are engaged in a business relationship on behalf of the Company which might or might appear to create a conflict of interest, or impair the judgments which they may make on behalf of the Company. They should also not engage in any personal business dealings which detract from or conflict with their employment in the Company.

Employees must avoid situations where their loyalties may be divided between the Company's interest and those of a customer, supplier, business partner or competitor.

Employees must not take advantage of any opportunity for personal gain that rightfully belong to the Company. They should avoid putting themselves in any situation which might or might appear to put them at a personal advantage, and they must report any potentially compromising situation to their functional heads or the Board promptly.

16. Employment Outside the Company

Employees should not engage in any outside employment or hold any position without the prior written consent of the Company unless such employment has been arranged or is undertaken in connection with the performance of their responsibilities and duties as part of the Company.

All outside appointments and activities (including business activities), directorships and employment must be declared and approved in advance by the Company.

If employees are considering accepting an external appointment, they must consider whether their acceptance of such position may give rise to the possibility of conflict. If they have been given permission to take on such employment or to have other business relationships, they must ensure that these activities do not negatively affect their ability to fully and effectively perform their job functions in the Company.

17. Gifts and Hospitality

Generally, the acceptance of gifts or hospitality events/invitations from customers, existing and/or potential, business partners, suppliers, contractors, competitors or members of the public is prohibited as it may create a situation of conflict or potential conflict of interest.

Where circumstances make it impossible, difficult or impractical to reject the gifts or hospitality events/invitations, Employees should immediately declare such gifts or hospitality events/invitations to their functional heads or the Board. This applies to all except perishables and those of a token value. When in doubt whether the gift or hospitality even/invitation can be accepted, the employee should declare.

As business lunches/dinners are an accepted mode of hospitality, these need not be declared but care must be exercised while accepting such meals which should be infrequent and non-lavish. The intended purpose for such meals must be for the enhancement of business relationships and not for reciprocity.

It is the Company's policy not to accept hospitality events or invitations which involve air travel and/or accommodation. An employee may, for business relationship management purposes, accept the invitation only if the cost of the air travel and/or accommodation (including related expenses) is fully borne and approved by the Company.

18. Gifts extended to External Parties/Customers

Due consideration should be given to gifts or benefits extended to external parties in public or private sector. It is responsibility of the employee extending such a gift to ensure that it is deemed reasonable and consistent with the purpose and hence not misconstrued as a bribe or in contravention with any exiting Corrupt Practices Act, or other prevalent legislation, in any county where the Company conducts its business, including Singapore.

19. Fraud

The Company is committed to high standards of probity and accountability in its business and affairs. It recognizes the importance of protecting its operations, employees and assets against fraud risks and unethical practices, and therefore adopts a "zero tolerance" approach to fraud, corruption, false representation, and any other form of criminal conduct.

Where an employee has concerns or receives information about any fraud, corruption, false representation or any other form of criminal conduct in connection with the business and affairs of the Company, it is the employee's responsibility to report those concerns or information directly to his functional head or the Board as the case may be.

20. Penalties

Failure to comply with the Code is viewed as a serious matter that can lead to disciplinary action, up to and including termination of employment or dismissal, as well as criminal penalties. Such

disciplinary action may also be taken against functional heads and supervisors who condone, permit or have knowledge of improper conduct.

21. Reporting Channels

A committee of compliance officers will be appointed by the Board to deal with matters relating to the Code. The compliance officers shall perform their duties with utmost tact, confidentiality, respect, fairness and proficiency, among which include the following:-

- (a) Receiving, reviewing, investigating and resolving concerns and reports on the matters described in the Code;
- (b) Interpreting and providing guidance to the Employees on the meaning and application of the Code; and
- (c) Reporting periodically and as matters arise to the Board on the implementation and effectiveness of the Code and other compliance matters.

Employees have a duty to report all suspected or actual violations of the Code directly to the functional heads of the respective departments as set out below:-

The Board

Vincent Kho, CEO @ email: vincentkho@sinasahi.com.sg

Wong Hong Juan, Executive Director @ email: juan@juansec.com.sg

The Compliance Officers

Accounts & Admin. Dept

Linda Ng, Accounts Manager @ email: lindang@sinasahi.com.sg

R&D Dept.

Chew Kai Hwa, Technology Director @ email: Khchew@sinasahi.com.sg

Production Dept

Poh Teck Beng, Factory Manager @ email:

Julie Ong Siew Bee, Personal Assistant @ email: julie@sinasahi.com.sg

Marketing Dept

Lim Meng Shang, Business Dev. Manager @ email: mSlim@sinasahi.com.sg