



## **HSS ENGINEERS BERHAD**

Registration No. 201501003232 (1128564-U)

### **Corporate Disclosure Policies and Procedures**

#### **A. Preamble**

In formulating this policy, HSS Engineers Berhad (“**HEB**” or “**the Company**”) has taken into account the recommendations contained in the Malaysian Code on Corporate Governance 2021 (“**MCCG**”) and its disclosure obligations contained in the Main Market Listing Requirements (“**MMLR**”) of Bursa Malaysia Securities Berhad (“**Bursa Securities**”).

HEB is committed to provide accurate, clear and timely disclosure of material information pertaining to the Company’s performance and operations to shareholders, media, investing community and other stakeholders.

HEB will ensure material information concerning the Company is made as freely and widely as practicable and shareholders, media and the investing community have equal access to such information to avoid individual or selective disclosure, subject to compliance with the relevant rules and regulations. The Company encourages exchange of views with its principal stakeholders and will organise its communications to facilitate such dialogue.

This Corporate Disclosure Policies and Procedures applies to directors and employees of the Company and its subsidiaries (“**HEB Group**” or the “**Group**”). It outlines the Company’s approach towards the determination and dissemination of material information especially price-sensitive information, the circumstances under which the confidentiality of the information will be maintained, and prohibitions on insider trading. It also sets out the internal guidelines to facilitate implementation and consistent disclosure practices across the HEB Group.

#### **B. Rationale And Objective**

To develop an effective Investor Relations (“**IR**”) programme and strategy to communicate the corporate vision, strategies, developments, financial plans and prospects to the investors, financial community and other stakeholders fairly and accurately and to obtain feedback from the stakeholders.

This policy also aims to:-

- Develop and maintain a positive relationship with all the shareholders and stakeholders through active two-way communication;
- Promote and demonstrate a high standard of integrity and transparency through timely, accurate, quality and full disclosure.

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**C. Procedures and Practices on Corporate Disclosures**

**a. Material information**

- i. Material information is any information about the Company and its subsidiaries which is reasonably expected to have a material effect on:-
  - The market price or value of the Company's securities; or activity in the trading of its securities; or
  - The decision to buy, sell or continue holding the Company's securities which is made by an existing holder of those securities, or someone considering an investment in those securities.
- ii. The events which may require immediate disclosure are set out in Paragraph 9.04 of the MMLR and all amendments thereto from time to time by Bursa Securities and/or other regulators.
- iii. Materiality can be subjective and the Company will undertake a materiality assessment of the likely effect of the information on the price, scope of activities and financial position or performance of the Company's securities, in addition to determine whether the circumstances or events are measurable and would trigger the relevant thresholds in the percentage ratio calculations as set out in the MMLR.

The threshold for Related Party Transaction and Recurrent Related Party Transaction are governed by Chapter 10 of the MMLR.

- iv. HEB must immediately announce to Bursa Securities the events set out in Paragraph 9.19 of the MMLR including all amendments that may be made from time to time by Bursa Securities and/or other regulators.

**b. Responsibility to report on significant corporate developments**

- i. It is essential that the Group Chief Executive Officer and Executive Directors be fully informed on all the Company's developments that could potentially impact the disclosure process.
- ii. It is the responsibility of the Group Chief Executive Officer to keep the Executive Directors fully apprised of all significant developments in the Company and Group so as to:-

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- Facilitate determination of materiality, appropriateness and timing for public disclosure of the information, or whether the information should remain confidential;
- Ensure appropriate understanding of significant developments and updates which may be relevant to on-going communication with the investing community; and
- Avoid denying significant developments when in fact, such developments are occurring.

### **D. IR Structure and Responsibility**

The Company has established the following IR structure and responsibility for the implementation of IR programme and strategy:-

#### **Spokespersons:**

- (i) Executive Vice Chairman;
- (ii) Group Chief Executive Officer;
- (iii) Executive Director;
- (iv) Group Chief Financial Officer; and
- (v) Any other officers as may be authorised by the Executive Vice Chairman or Group Chief Executive Officer.

The Spokespersons have been appointed to communicate with audience constituents and respond to questions in relation to the corporate vision, strategies, developments, future prospects, financial results and plans, operational matters and etc.

### **E. Mode of Disclosure**

The Company makes use of a broad range of communication channels to disseminate information regarding the Company. These would include:-

- E.1. Electronic facilities provided by Bursa Securities;
- E.2. Press releases;
- E.3. Corporate website;
- E.4. Emails;
- E.5. Oral statements made in group meetings and individual meetings with members of the investment community (which include analysts, investors, investment dealers, brokers, investment advisers and investment managers) or with employees;
- E.6. News conferences, road shows, industry events and investor conferences; and
- E.7. Annual General Meetings / Extraordinary General Meetings.

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**F. IR Programme and Strategies**

The Company has the following programmes and strategies in place to bridge and enhance the relationship with investors or potential investors:-

**F.1. Announcement of Material Information to Bursa Securities**

After the approval from the Group Chief Executive Officer on releasing material information is obtained, an announcement is made to Bursa Securities.

**F.2. Press Release**

After approval sought from the Group Chief Executive Officer and Executive Vice Chairman, a company press release will be issued to all major newspapers.

**F.3. Annual General Meeting or Extraordinary General Meeting and Press Conference**

The Annual General Meeting / Extraordinary General Meeting / Press Conference is held to communicate with the shareholders on the Company's performance, strategy, future prospects, proposed corporate exercises, outlook, operational matters and etc.

**F.4. Annual and Quarterly Financial Reports**

The Annual Report and quarterly financial reports are submitted to Bursa Securities and are also available on the corporate website of the Company.

**F.5. Meetings or Interviews with Investors, Analysts and Media**

The Spokespersons will meet the shareholders, analysts or media to update them on the Company's performance, strategy, development and etc.

**F.6. Participate in Investor Relations Web Portal**

The Company has established a corporate website including the creation of an Investor Relation section within the corporate website to reach out to current and potential investors.

**G. Reports and Rumours**

**G.1. Analysts' reports**

It is the Company's policy not to provide focused guidance to analysts in their efforts to develop their financial reports or earnings estimate of the Company. The Company will point out factual errors or assumptions which are inconsistent with previously announced information.

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### **G.2. Rumours**

It is the Company's policy not to respond or comment on market rumours and speculation, unless they appear to contain material information or misinformation, or may be reasonably expected to affect the price of the Company's securities or trading activity in those securities.

### **H. Maintaining Confidentiality**

Any employee privy to confidential corporate information is prohibited from communicating such information to anyone else, unless it is necessary to do so in the course of business or required by law (provided always the employee must give prior notification to the Company if he/she is compelled by law to make disclosure). Efforts will be made to limit access to such confidential information to only those who "need to know" the information.

Outside parties privy to undisclosed material information concerning the Company will be advised that they must not divulge such information to anyone else. Management shall ensure that such outside parties confirm their commitment to non-disclosure under a written confidentiality agreement.

The Company will only withhold material information from the public for legitimate business or regulatory purposes. These include:-

- When immediate disclosure would prejudice the ability of the Company to pursue its corporate business objectives;
- When the facts are in a state of flux and a more appropriate timing for disclosure is imminent; and
- Where company or security laws restrict such disclosure.

Where the confidentiality of information is lost or cannot be maintained, the Company will take necessary steps to make an immediate announcement of such information to Bursa Securities.

### **I. Insider Trading**

A person is an "insider" if that person:-

- (a) possesses information that is not generally available which on becoming generally available a reasonable person would expect it to have a material effect on the price or the value of the securities; and
- (b) knows or reasonably ought to know that the information is generally not available.

Insiders must not trade on the basis of material information which is not known to the investing public.

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The relevant provisions of the Capital Markets and Services Act 2013 apply to all Insiders.

**J. Periodic Review**

The policy shall be reviewed periodically by the Board.

**K. Contact Details**

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(Approved by the Board of Directors on 1 April 2024)