

CORPORATE DISCLOSURE POLICY

1. INTRODUCTION AND OBJECTIVE

We believe in the principle of good corporate accountability and transparency. The Company ensures that any announcement of material information and corporate disclosure made or to be released to the public goes through a set of internal compliance guideline and procedure so that they are clear, factual, accurate, informative, in compliance to legal and regulatory requirements and in timely manner.

The accurate and timely disclosure of material information is towards building corporate credibility and investor confidence. The Disclosure Policy of Komarkcorp Berhad (the Company) is formulated to provide shareholders and investors with comprehensive, accurate and quality corporate information on a timely basis.

This Disclosure Policy however, does not apply to communications in the ordinary course of business not involving material information.

2. PURPOSE

The purposes of the Disclosure Policy are as follows:-

- a) to raise the awareness among the Directors, Management and employees of the Company on the disclosure practices.
- b) to reinforce the Company's commitment in compliance with legal and regulatory requirements on disclosure
- c) to provide guidance and structure in disseminating corporate information to shareholders, stakeholders, analysts, media, regulators and the investing public.

3. APPLICATION AND COMPLIANCE

The Disclosure Policy applies to all Directors, officers and employees (full time, part time and contractual) of the Company and its subsidiaries and those authorized spokesperson of the Company. It covers, but not limited to the following :-

- a) Disclosure documents filed with the Malaysian's securities regulators, written statement and interim reports in the Company's annual and quarterly report.
- b) Financial and Non Financial disclosure
- c) Press releases
- d) Letters to Shareholders
- e) Information on the Company's website and other electronic and e-mail communications
- f) Oral statements made in group meetings, individual meetings, telephone conversation on material information or with employees
- g) Interviews and press conference
- h) Any other dealings with the general public

All Directors, officers and employees (full time, part time and contractual) have a duty to comply with the Disclosure Policy. Such violation may result in disciplinary action including termination or employment. Violation of the Disclosure Policy may also result in violating securities law. In such case, the Management, upon recommendation from the Disclosure Committee may refer to appropriate regulatory authorities.

All Directors, officers and employees (full time, part time and contractual) are prohibited from participating in any discussion of Company's corporate matters in chat room, newsgroup, blogs or other social and mobile networking site. Any such activities discovered on Internet and social network shall be reported immediately to the Disclosure Committee.

To ensure the Disclosure Policy is strictly complied with, copies of the Disclosure Policy shall be posted on Komark's website at www.komark.com.my and on all notice board. Upon posting the Disclosure Policy, all Directors, officers and employees (full time, part time and contractual) shall be bound by it.

Significant revision to the Disclosure Policy shall be distributed in accordance to the foregoing method accordingly.

4. CORPORATE DISCLOSURE COMMITTEE AND ADMINISTRATION

The Board of Directors (the Board) is ultimately responsible for ensuring that the Company's disclosure requirements are fulfilled. The Board delegates the implementation and adherence of the Company's disclosure practices to the Disclosure Committee.

The members of the Disclosure Committee shall be as follow:-

- a) Chief Executive Officer (CEO) & Joint Chief Executive Officer (JCEO)
- b) Chief Financial Officer
- c) Company Secretary

The CEO & JCEO will serve as the primary contact person for the Committee and will engage the Committee as and when necessary and appropriate. In the absence of the CEO & JCEO any other members of the Committee may be contacted on matters referred in the Disclosure Policy.

The functions and responsibilities of the Committee include the following:-

- a) maintaining an awareness and understanding of the disclosure rules and guidelines
- b) ascertaining whether corporate developments constitute material information, and if so, ensuring the procedures outlined in the Disclosure Policy are fully adhered
- c) implementing and monitoring of compliance with the Disclosure Policy and undertaking reviews of any violations, including assessment and implementation of appropriate consequences and remedial actions
- d) reviewing and updating the Disclosure Policy from time to time to ensure compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (Bursa Securities) and other securities regulatory requirements.

5. AUTHORIZED SPOKESPERSON

The Chairman of the Board (Chairman), CEO and JCEO will serve as the primary authorized spokesperson for the Company.

Directors, Officers and Employees whom are not authorized spokespersons must not respond under any circumstances to inquiries on material information, media or outside party. All such inquiries should be referred to the Authorized Spokespersons.

In the absence of any Authorized Spokesperson(s), the Authorized Spokesperson may, from time to time, designate others within the Company to speak on behalf of the Company or to respond to specific inquiries.

6. CORE AREAS

The six specific core areas concerning disclosure are as follows :-

- a) immediate disclosure of material information
- b) thorough public dissemination
- c) clarification, confirmation or denial of rumors or reports
- d) response to unusual market activity
- e) unwarranted promotional disclosure activity
- f) insider trading

7. IMMEDIATE DISCLOSURE OF MATERIAL INFORMATION

Subject to the terms of the Disclosure Policy, material information will be announced immediately to the Bursa Securities first and made available at the Company's website.

The following guideline will be followed by the Company to fulfill its obligation to make immediate announcement of material information: -

- a) For the prescribed events of the Listing Requirements of Bursa Securities, the Company will immediately announce the event upon its occurrence.
- b) Where the materiality for an event or transaction can be quantified, the decision on materiality will be in accordance with the threshold of the percentage ratio as set out under the listing requirements of Bursa Securities. An announcement will be made if the transaction triggers the prescribed percentage ratio applicable for that type of transaction.
- c) Where the materiality for an event or transaction cannot be quantified, the Company will undertake a materiality assessment of the information before making an announcement. In making the assessment of whether an event of information is material for the purpose of an announcement, the Company will take into account the relevant factors as follows.
 - i) the anticipated impact of the information on the Group's entire scope of activities
 - ii) the anticipated impact of the information on the Group's financial position or performance
 - iii) the relevance of the information on the factors that determine the price of the listed securities of the Company

8. WITHHOLDING AND MAINTAINING CONFIDENTIALITY MATERIAL INFORMATION

There are exceptional circumstances when the Company can withhold or delay disclosure of material information temporarily, provided that complete confidentiality is maintained. Some exceptional circumstances where disclosure may be temporarily withheld are as follow: -

- (a) when disclosure will prejudice the ability of the Company to pursue its corporate objectives
- (b) when information would be duly detrimental to the interest of the Company
- (c) when the facts are in a state of flux
- (d) where company or securities laws restrict such disclosures

9. THROUGH PUBLIC DISSEMINATION

All parties must have equal access to material information through announcement to Bursa Securities, Company's website and other public disclosure method. Selective disclosure is not allowed.

10. CLARIFICATION, CONFIRMATION OR DENIAL OF RUMORS OR REPORTS

Whenever the Disclosure Committee becomes aware of any rumor or report, true or false, that contains material information, the Disclosure Committee must make due inquiry and immediately publicly clarify, confirm or deny the rumor or report.

11. RESPONSE TO RUMORS OR REPORTS

The Company does not comment on rumors unless there is significant reaction in the market for the Company's listed securities. The Disclosure Committee shall consider the matter and undertake due inquiry before deciding the form of statement to be made regarding the rumors or reports.

12. INSIDER TRADING

Pursuant to the Capital Markets and Services Act 2007 ("CMSA"), a person is an "insider" if that person:-

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

The restriction of insider trading is governed by Section 188 of CMSA shall not :-

- (a) acquire or dispose of the securities of the Company, or enter into an agreement for or with a view to the acquisition or disposal of the securities of the Company, on the basis of the material information which is not known to the investing public
- (b) procure, directly or indirectly, an acquisition or disposal of, or the entering securities of the Company, on the basis of the material information which is not known to the investing public

- (c) inform or tip any other person of undisclosed material information unless the sharing of that information is in the necessary course of business
- (d) directors and employees who possess undisclosed material information are prohibited from dealing directly or indirectly in the Company's securities unless the information has been publicly of material information

The Board has adopted this Corporate Disclosure Policy on 22 June 2015