



Innoprise Plantations Berhad

CORPORATE DISCLOSURE POLICY AND PROCEDURES

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1. Objectives

- a) to raise awareness and provide guidance on the Company's disclosure policy and procedures;
- b) to provide guidelines and policies in disseminating corporate information to, and in dealing with shareholders, stakeholders, analysts, media, regulators and the investing public to ensure equal access to material information;
- c) to ensure compliance with all applicable legal and regulatory requirements and to promote accountability in relation to disclosure of material information;
- d) to ensure timely disclosure of material information and to promote transparency; and
- e) to build good investor relations with the investing public that inspires trust and confidence.

No disclosure of the announcement/document shall be made on an individual or selective basis to analysts, shareholders, journalists and/or other persons unless such information/document has been announced or released to Bursa Malaysia Securities Berhad ("Bursa Securities").

2. Application

This Corporate Disclosure Policy and Procedures applies to the Board of Directors, management, officers and employees of the Company and its subsidiaries.

3. Authorisation

3.1 Spokesperson

The authorized spokespersons for the Company are as follows:

- i) Chairman of the Board of Directors;
- ii) Group Managing Director;
- iii) Director, Strategy and Planning;
- iv) Head of Investor Relation and/or Corporate Communication; and
- v) any other officers as may be authorized by the Chairman or the Group Managing Director.

Employees other than the authorized spokespersons shall not respond to inquiries from the investment community or media unless authorized to do so by the authorized spokespersons. All such queries should be referred to the authorized spokesperson.

3.2 Announcement to Bursa Securities

All announcements must be approved by at least one Director of the Company before release to Bursa Securities by the Company Secretarial Department or

appointed merchant bank (as the case may be) via Bursa-Link. The authorization form is set out in Appendix I.

4. Immediate Disclosure

4.1 Overview

Bursa Securities Main Market Listing Requirements (“Listing Requirements”) imposes the following key continuing disclosure requirements relating to the Company, its subsidiaries or its major associates (contributes more than 70% of the Group’s profit before tax or total assets employed):

- i) announce immediately any material information;
- ii) announce immediately the occurrence of events prescribed under the Listing Requirements (Chapter 9, Paragraph 9.19); and
- iii) announce immediately transactions which trigger the prescribed materiality threshold (Chapter 10).

In addition, the Company is required to announce on a periodic basis, its interim financial reports and submit its annual reports and annual audited financial statements within the timeframe prescribed under the Listing Requirements.

4.2 Material Information

4.2.1 Under Paragraph 9.03 of the Listing Requirements, an information is considered material if it is reasonably expected to have a material effect on the –

- price, value or market activity of the Company’s securities; and
- investor’s decision in determining his choice of action.

4.2.2 In making the assessment of whether an event or information is material for the purpose of announcement, it is important for the Company to take into account the following factors:

- the anticipated impact of the information on the Company’s entire scope of activities;
- the anticipated impact of the information on the Company’s financial position or performance; or
- the relevance of the information on the factors that determine the price of the Company’s securities.

in addition to whether the circumstance or event is measurable and trigger the materiality thresholds in the percentage ratio calculation method set out in the Listing Requirements.

5. Procedures for Disclosure

- i) The Company may request Bursa Securities for a suspension in trading of the Company's securities if the Chairman of the Board or the Group Managing Director believes that it would assist in having the news or material information better understood and widely disseminated.
- ii) The Head of Finance, Legal and other relevant departments or business units have the duty to review and verify the accuracy of all financial data and information contained in the announcement/document.
- iii) All announcements and submission of documents must be approved by at least one Director of the Company before release to Bursa Securities by the Company Secretarial Department or appointed merchant bank (as the case may be) via Bursa-Link.
- iv) The announcement/document may be released to the press and newswire services through Head of Investor Relation/Corporate Communications or any other officer as authorized by the Chairman of the Board or the Group Managing Director simultaneously with and/or after the announcement/submission of document has been made to Bursa Securities. In this regard, the Investor Relation/Corporate Communications Department or any other officer so authorized must liaise closely with the Company Secretarial Department on the timing of releasing such announcement/document.
- v) The announcement or document submitted to Bursa Securities will be made available and accessible on the Company's website.
- vi) After public dissemination, the announcement or news release will be monitored by the Investor Relation/Corporate Communications Department to ensure accurate media reporting and will take any corrective action, if necessary.

6. Withholding Confidential Information

Under the following exceptional circumstances, the Company is allowed to withhold or delay disclosure of material information temporarily, provided that complete confidentiality is maintained.

- i) when disclosure would prejudice the ability of the Company to pursue its corporate objectives;
- ii) when the facts are in a state of flux; or
- iii) where the company or securities laws restrict such disclosure.

Where material information is withheld, the Company must refrain from delaying disclosure for an unreasonable period of time since it is unlikely that confidentiality can be maintained beyond a short period of time.

If confidentiality of information is lost or cannot be maintained, the Company must immediately announce the information to Bursa Securities. Lost of confidentiality may be indicated by reference to information in analysts' reports, media reports, market rumours, leaks or unusual trading activity/price movement in the Company's securities.

7. Maintaining Confidentiality of Information

The following precautions will be observed to keep the information completely confidential:

- i) Information will only be disclosed to the Board of Directors, officers, employees in the necessary course of business and on a need to know basis and code names shall be used, where necessary.
- ii) Recipients of such information are required to keep it confidential inside and outside the Company.
- iii) Documents and files containing confidential information must be kept in locked cabinets.
- iv) Keeping confidential information on protected drives and tightly controlling access through password protection.
- v) Installing password protection mechanisms for electronic equipment such as laptops and other storage media containing confidential information, and activating automatic locking system on these equipment after a stipulated period.

These above responsibilities and procedures shall also apply 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.

8. Responding to Market Rumours, Reports and Unusual Market Activity

8.1 Whenever the Company becomes aware of a rumour or report, the Company is required to consult with its Board of Directors, major shareholders and such other persons familiar with the matter, to ascertain whether:

- i) the rumour or report contains undisclosed material information; and
- ii) immediate disclosure to clarify, confirm or deny the rumour or report.

8.2 Where there is unusual trading activity or price movement, the Company is required to undertake due inquiry with the relevant persons such as its Directors, major shareholders and persons familiar with the affairs of the Company, to determine the cause; and issue a clarifying announcement.

9. Communications with Financial Analysts, Media and Investors

- i) The Company will provide only factual and non-speculative information during the briefing or interview.
- ii) The Company will not provide material information on an exclusive or selective basis and will not under any circumstances provide material information on an upcoming events or announcements before it is publicly released.
- iii) All briefing materials/information must be approved by the Chairman of the Board or the Group Managing Director before the actual briefing or interview.
- iv) The authorized spokespersons are permitted to participate in briefing sessions with financial analysts, media and investors on behalf of the Company.
- v) If material non-publish information is inadvertently disclosed at such briefing or interview, the Company shall take immediate action to achieve broad public dissemination of the information.
- vi) Unauthorised employees shall not discuss the Company's business and affairs with any financial analysts and investors at any time. However, if such discussion inadvertently occurs, the employee must immediately inform the Group Managing Director or any member of the Board on the nature and content of the discussion. The Group Managing Director/ such member of the Board will then determine whether any material non-publish information was disclosed and, if so, will take immediate action to achieve full public disclosure.

10. Trading Restrictions

- i) Anyone who has access to material information of the Company, its financial condition and its operations which have not been publicly disclosed, is regarded as an Insider.
- ii) An Insider must not buy or sell IPB shares until a reasonable time (generally one business day) after the information has been publicly disclosed. The Insider is prohibited to pass on that information to assist another person to deal in the Company's securities.
- iii) The relevant provisions of the Capital Markets and Services Act 2007 apply to all Insiders.
- iv) From time to time, the Company Secretary will advise the Directors and principal officers via email on the trading restrictions in the Company's securities in accordance with the provisions of the Listing Requirements.

11. Consequences for Non-Compliance with the Disclosure Policy

The Company and its Board of Directors view any breaches and/or non-observance of the policy seriously and shall take possible action against any employee who violates this Corporate Disclosure Policy and Procedures.

Appendix I

AUTHORISATION FOR ANNOUNCEMENT TO BURSA MALAYSIA SECURITIES BERHAD

Announcement subject:	
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On behalf of the Board of Directors of Innoprise Plantations Berhad, I hereby confirm that the information as contained in the announcement annexed is accurate and it is in order.

I hereby irrevocably authorise the *Company Secretarial Department or *^[merchant bank] to announce the announcement set out herein to Bursa Malaysia Securities Berhad.

Yours faithfully,

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Name:
Designation:
Date:

* strike out whichever is inapplicable.
^ to insert merchant bank's name.