



Yew Lee Pacific Group Berhad

[Registration No. 202001036243 (1392564-D)] (Incorporated in Malaysia)

Related Party Transaction, Recurrent Related Party Transaction & Conflict of Interest Policy and Procedures

1. Introduction & Purpose

This Policy ensures transparency, good governance, and compliance with:

- Companies Act 2016
- Bursa Malaysia Listing Requirements
- Malaysian Financial Reporting Standards (MFRS / IFRS)

It sets out procedures for identifying, reviewing, approving, and reporting Related Party Transactions (RPT), Recurrent Related Party Transactions (RRPT), and managing Conflicts of Interest.

The objective is to ensure all transactions involving related parties are:

- Properly disclosed
 - Conducted at arm's length
 - On normal commercial terms
 - Not detrimental to minority shareholders
 - In the best interest of Yew Lee Pacific Group Berhad ("the Group")
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2. Scope

This Policy applies to:

- Directors
 - Major shareholders
 - Key senior management
 - Subsidiaries within the Group
 - Persons connected to the above parties
-

3. Principles

All RPTs and RRPTs must be:

- Conducted at **arm's length**
 - Based on **normal commercial terms**
 - **Not more favorable** to related parties than to the public
 - Supported by proper business rationale and documentation
-

4. Definitions

Key terms follow Bursa Malaysia Listing Requirements, including:

- **Related Party**
 - **Related Party Transaction (RPT)**
 - **Recurrent Related Party Transaction (RRPT)**
 - **Person Connected**
 - **Conflict of Interest**
-

5. Approval Requirements

| Requirement | Trigger |
|-------------------------------|----------------------|
| Board Notification & Approval | All RPTs (any value) |
| Bursa Announcement | > 0.25% ratio |
| Shareholder Approval | > 5% ratio |

Notes:

- All interested Directors must abstain from deliberation and voting.
 - Quorum must exclude interested Directors.
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6. Valuation / Tender Requirement

Tender or quotation comparison is encouraged.

If tender is **not practicable**, independent valuation or benchmarking must be obtained, including:

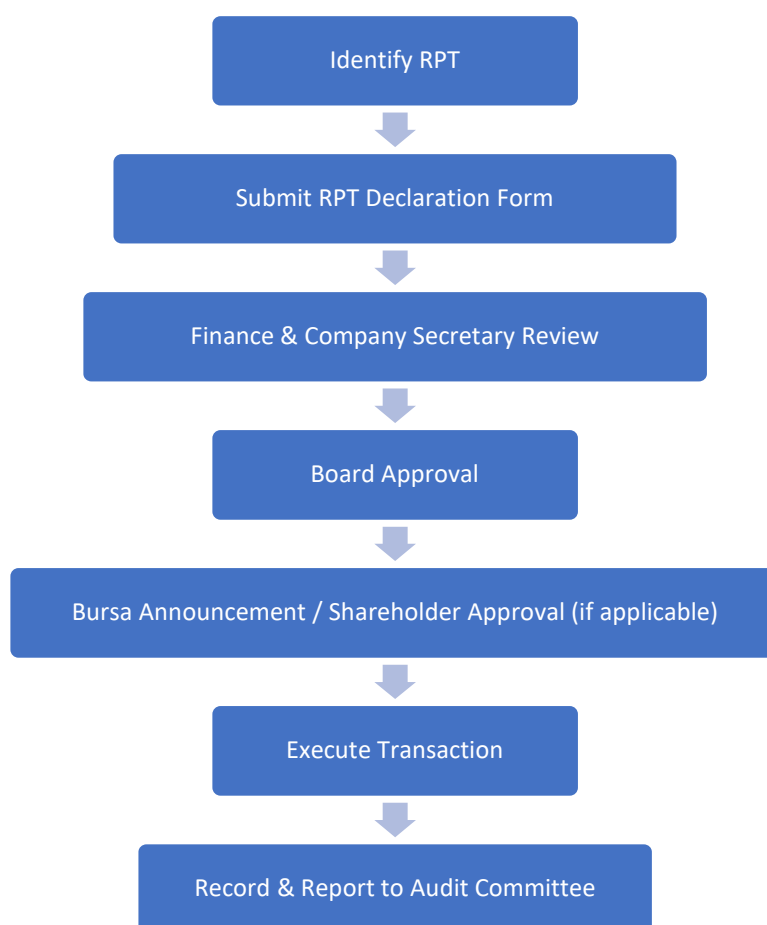
- Third-party valuation report
 - Independent price benchmarking
 - Comparable market pricing
-

7. Declaration & Abstention

A Director, shareholder, or employee with interest in a transaction must:

- Declare interest **before** the transaction
 - Abstain from all deliberations and decisions
 - Not influence the approval process in any manner
-

8. Process Flow



9. RPT Register & Monitoring

- Finance and Company Secretary maintain an **RPT Register**
- Audit Committee review at least **quarterly**
- Internal audit may verify compliance periodically

10. Conflict of Interest

All Directors, management, and employees must immediately disclose any:

- Actual conflict
- Potential conflict
- Perceived conflict

and abstain from related decisions.

11. Disciplinary Action

Failure to comply with this Policy constitutes misconduct and may result in disciplinary action up to and including **termination of employment**.

12. Whistleblowing

Concerns regarding undisclosed RPTs or conflicts may be reported under the Group's Whistleblowing Policy.

Whistleblowers are **protected from retaliation**.

13. Quarterly Declaration

All Directors and Senior Management must:

- Submit a **Quarterly declaration** of related parties and conflicts
 - Update declarations **as soon as changes occur**
-

FORMS & ANNEXES

FORM 1 : DECLARATION FORM OF RELATED PARTY TRANSACTIONS AND/OR RECURRENT RELATED PARTY TRANSACTION OF A REVENUE OR TRADING NATURE

FORM 2 : DECLARATION FORM OF CONFLICT OF INTEREST BY THE DIRECTORS OR SENIOR MANAGEMENT

YEW LEE PACIFIC GROUP BERHAD
[Registration No. 202001036243 (1392564-D)]

**FORM 1: DECLARATION FORM OF RELATED PARTY TRANSACTIONS AND/OR
RECURRENT RELATED PARTY TRANSACTION OF A REVENUE OR TRADING NATURE
FOR PERIOD ENDED DDMMYY TO DDMMYY**

I, the undersigned, being the Director of YEW LEE PACIFIC GROUP BERHAD hereby declare that: -

(Please tick ✓ whichever is applicable in the box.)

There is no any transaction entered into by me during the period ended **DDMMYY TO DDMMYY**.

This transaction under the Contract of _____
between _____ and _____ dated
_____ :-

a. Is not RPT/RRPT[^]

b. Is RPT/RRPT[^] and the particulars of RPT/RRPT[^] are as stated in paragraph below

Particular of RPT/RRPT[^] are as follows:

| No. | Yew Lee and/or its subsidiary companies | Related Party | Nature of relationship | Nature of transaction |
|-----|---|---------------|------------------------|-----------------------|
| | | | | |
| | | | | |
| | | | | |

AND I make this solemn declaration conscientiously believing the same to be true and any false declaration made herein shall be considered as breach of the contract and the Company shall be entitled to exercise all or any rights and remedies under the contract or at common law.

Confirm By:-

Name:

Date:

Designation:

^Please refer to the attached explanatory notes on definition of RPT/RRPT and other instructions before completing this declaration.

Explanatory Notes:

- 1. The terms "RPT" and "RRPT" follow the definition under Chapter 1 and Chapter 10 of the Listing Requirements of Bursa Malaysia Securities Berhad.*
- 2. A fresh declaration must be submitted to the Company whenever there are changes to the nature of the relationship as disclosed in the table. This includes changes to the directorship and shareholdings of the personnel.*

YEW LEE PACIFIC GROUP BERHAD

[Registration No. 202001036243 (1392564-D)]

**FORM 2: DECLARATION FORM OF CONFLICT OF INTEREST BY THE DIRECTORS OR SENIOR MANAGEMENT
FOR THE PERIOD FROM DDMMYY TO DDMMYY**

I, the undersigned, being the *Director/*senior management of YEW LEE PACIFIC GROUP BERHAD hereby declare that: -

(Please tick ✓ whichever is applicable in the box.)

there is no conflict of interest arise, persist or may arise by me with the Company or Group including any transactions, procedure or course of conduct that raises questions of management integrity.

there *is/*are *actual/*potential conflict of interest arise, persist or may arise with the Company or Group including any transaction, procedure or course of conduct that raises questions of management integrity, and in relation thereto, the measure taken to resolve, eliminate or mitigate such conflicts of interest as follows

**Delete whichever is not applicable.*

| Date | Details of Conflict of Interest / potential Conflict of Interest arise | Measure taken to resolve, eliminate, or mitigate such conflicts of interest |
|------|--|---|
| | | |
| | | |
| | | |

Confirm By: -

Name:

Date:

Designation:

Explanatory Note:-

A conflict of interest occurs when a Director's or senior management's personal interests conflict with his/her duty to act in the best interest of the Group and could improperly influence the performance of his/her fiduciary duties and responsibilities. A conflict of interest is not limited to direct financial interest but also include an indirect financial interest, non-financial interest (e.g. arising from relationships whether family, business or professional interests), or competing loyalties or interests.