

WHERE WE STAND

Over the years, Kenanga Investment Bank Berhad ("KIBB") and Its Group of Companies ("Kenanga Group" or "the Group") have consistently made its stand and position in relation to good corporate governance abundantly clear, in not only what we say, but also in what we do.

Kenanga Group's commitment to compliance, ethics and integrity continued to be evident in the year 2020 despite the wave of changes the COVID-19 pandemic brought and the many challenges that came with it for most. In this regard, Kenanga Group was well positioned to embrace the transformation necessary in furtherance to its digital strategy. In addition, Kenanga Group's long-standing emphasis on raising awareness and instilling a culture of compliance complemented these initiatives.

In 2020, as majority of employees shifted to working from home, Kenanga Group continued its commitment to ensuring that its clients and stakeholders were served and engaged while our values of ethics and integrity in our business and operations remain a priority.

WHAT WE DO AND OUR STRUCTURE

Group Regulatory and Corporate Services ("GRCS") carries out the fundamental role of advocating that the compliance philosophy which is fortified by principles and standards of ethics and integrity is adopted all across Kenanga Group. In the continuous efforts of doing so, GRCS provides support to the various departments, divisions and subsidiaries within Kenanga Group towards ensuring that the business and operations are conducted in line with good corporate governance.

GRCS consists of the following six (6) departments which cohesively functions to ensure the roles and functions of GRCS are executed timely:

- Group Compliance;
- Group Financial Crime Intelligence;
- Group Prudential Supervision and Regulatory Affairs;
- · Group Legal;
- · Group Company Secretarial; and
- Group Business Ethics and Integrity ("GBEI").

Each department collectively serves to counsel on and steer Kenanga Group's business and operational entities to adhere to the applicable laws, regulations and guidelines issued by regulators, and policies, procedures and controls adopted internally.

GRCS reports directly to the Board of Directors ("Board") of KIBB considering the significant nature of the role and functions

GRCS performs. This will ensure proper and adequate oversight in relation to the matters GRCS oversees.

FURTHER DEVELOPING AND ENHANCING THE ETHICS AND INTEGRITY FRAMEWORK

GRCS executed various programs in line with the philosophy of good corporate governance in the interest of Kenanga Group and all it clients and stakeholders. These programs encapsulated diverse areas, emphasising on a holistic and an all-inclusive approach.

As was in the previous years, the endeavours by GRCS in 2020 received the full support of the Board of Directors and the Senior Management. It is evident that both the Board of Directors and Senior Management appreciate and recognise that there should not be any compromise on standards of compliance, ethics and integrity notwithstanding the changes adopted within Kenanga Group to comply with the standard operating procedures in light of COVID-19.

• Compliance with the Guidelines on Adequate Procedures

Section 17A of the Malaysian Anti-Corruption Commission Act 2009 ("MACCA") was made effective on 1 June 2020 and GRCS, with GBEI taking the lead, continued with the measures that were first initiated in 2019 to ensure Kenanga Group's compliance with the said provision that imposes 'corporate liability' on corrupt acts. One of the fundamental measures that was taken was to assess and engage the various departments, divisions and subsidiaries across Kenanga Group towards complying with requirements as stipulated under Guidelines on Adequate Procedures that was issued pursuant to section 17A(5) of the MACCA ("Guidelines").

In this regard, a total of 86 requirements were adopted internally based on an extensive jurisdictional benchmark and comparative analysis including references to the 2010 UK Bribery Act Adequate Procedures issued by the Transparency International UK and the ISO 37001 Anti-Bribery Management System published by the International Organization for Standardization as guidance for conduct of assessment. These requirements encapsulated a wide range of key areas and included undertaking the necessary initiatives as control measures in relation to the areas that warrant specific attention.

The goal of achieving internal compliant status in respect of all 86 requirements was achieved before section 17A of the MACCA came into effect.

Group Gifts, Entertainment and Hospitality Policy

While the Group Code of Professional Ethics and Conduct for Employees already had certain specific provisions relating to offering and accepting gifts by employees, the introduction of the Group Gifts, Entertainment and Hospitality Policy was in keeping with the best practices and benchmarked standards, as well as, to address a specified matter in the Guidelines.

The Group Gifts, Entertainment and Hospitality Policy provides the necessary guidance on the principles to adopt and sets out the procedural requirements for employees of Kenanga Group as to circumstances when it is permissible or otherwise to offer or accept gifts, entertainment or hospitality.

The issuance of this policy is aimed at ensuring the highest standards of ethics and integrity amongst employees in relation to their conduct concerning the offering or accepting of gifts, entertainment or hospitality to or from third parties and complying with the relevant laws at all times.

• Group Incoming Non-Commercial Sponsorship Policy

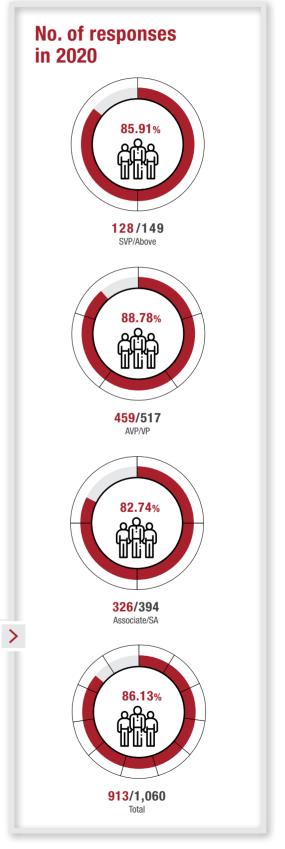
Kenanga Group also introduced the Group Incoming Non-Commercial Sponsorship Policy to establish and adopt a single, coordinated and transparent approach when employees request or accept sponsorships that are non-commercial in nature for activities or programs organised by Kenanga Group particularly in relation to increasing awareness and encouraging employee engagements.

The Group Incoming Non-Commercial Sponsorship Policy sets out the provisions in relation to the principles to take into account, the documentation and parties involved, and the methods of providing acknowledgement for acceptance of any sponsorships. Ultimately, this policy will warrant that all non-commercial sponsorships are managed and dealt with in a fair and open manner.

Survey on Ethics and Integrity Culture at Workplace

The Survey on Ethics and Integrity Culture at Workplace ("Survey") was conducted for the second time in 2020 to gauge views and perceptions of the employees on policies and practices related to ethics and integrity in Kenanga Group. A total of 86.13% employees responded to the Survey:

Similar to 2019, for purpose of the Survey, the employees were segregated into three (3) different groups based on their seniority level and each group was requested to respond to a different set of questionnaires. The Survey questionnaires covered three (3) core values where greater emphasis was directed at understanding perception of the employees on the roles and responsibilities undertaken by the Board of Directors and Senior Management.





Core Values	Employee Group	Employees' Response				
		Strongly Agree	Agree	Neutral	Disagree	Strongly Disagree
TOP LEVEL COMMITMENT: Scope of the questionnaire obtains views of the respondents whether there were visible strategic actions by the Board and Senior Management to set and communicate policies and objectives related to ethics and integrity, and to raise awareness, motivation and involvement of the employees	SVP and Above	29.43%	51.30%	16.15%	2.08%	1.04%
	AVP and VP	16.65%	56.60%	23.53%	1.83%	1.39%
	Associate and SA	18.35%	64.21%	15.70%	1.43%	0.31%
PROFESSIONAL ACCOUNTABILITY: Scope of the questionnaire aims at understanding whether the respondents acknowledge their responsibility to subscribe to ethics and integrity principles while undertaking assignments and commitments at work	SVP and Above	39.06%	51.76%	7.42%	0.98%	0.78%
	AVP and VP	17.43%	70.59%	11.00%	0.44%	0.54%
	Associate and SA	15.95%	69.63%	14.11%	0.31%	0.00%
PROFESSIONAL ACCOUNTABILITY: Scope of the questionnaire aims at understanding whether the respondents acknowledge their responsibility to subscribe to ethics and integrity principles while undertaking assignments and commitments at work	SVP and Above	42.19%	47.14%	9.63%	1.04%	0.00%
	AVP and VP	26.43%	63.76%	8.57%	0.51%	0.73%
	Associate and SA	22.39%	64.42%	12.88%	0.31%	0.00%

NOTE: SVP – Senior Vice President; AVP – Assistant Vice President; VP – Vice President; SA – Senior Associate.

The results of the Survey again indicated a positive perception of ethics and integrity culture in Kenanga Group. In fact, improvements were noted in the overall response rate and positive responses to the Survey. This implied acknowledgement and appreciation of the employees on the continuous efforts and initiatives undertaken by the Board and Senior Management on ethics and integrity.

Nevertheless, Kenanga Group will continue the efforts towards elevating ethical practices within Kenanga Group furthermore as enforcement of ethics and integrity are now assimilated in the laws and regulations, including section 17A of the MACCA.

PRESERVE AND ENHANCE STANDARDS OF ETHICS, INTEGRITY AND COMPLIANCE TOWARDS MANAGING RISKS ASSOCIATED WITH CONDUCT AND CULTURE

• Group Code of Ethics and Conduct for Employees

Kenanga Group's morals and values are reflected through the behaviour and conduct of its employees. As such, in line with the goals of executing the Ethics Blueprint that was established in December 2018 and the holistic approach to inculcating an ethical culture as envisaged in the Ethics Governance Structure, the Group Code of Ethics and Conduct for Employees (which was formerly titled 'The Group Code of Professional Ethics and Conduct for Employees') was revamped accordingly.

The Group Code of Ethics and Conduct for Employees was extensively revamped to introduce new provisions for clarity and to streamline existing provisions for enhancements and easier comprehension by employees. With the changes made, Kenanga Group continues to advocate the ideals for employees to observe so as to maintain the highest standards of professionalism, integrity and conscientiousness in all dealings, with fellow colleagues, as well as, with external parties.

Group Code of Conduct for Vendors

The implementation and adoption of the Group Code of Conduct for Vendors that was issued in the first quarter of 2020 was executed throughout the year.

The Group Code of Conduct for Vendors which specifies the expected business conduct and ethical practices of Kenanga Group's vendors and service providers was incorporated or is to be made a fundamental clause in legal agreements signed between Kenanga Group and such parties. In addition, the Group Code of Conduct for Vendors was also made an essential element of Kenanga Group's tender documents in order to provide potential vendors with prior notice on the principals and standards required of them in the performance of their work for Kenanga Group.

Anti-Fraud, Bribery and Corruption

Fraud, bribery and corruption poses serious threats to organisations and their sustainability, as well as, the growth of the nation at large. This is particularly so for financial institutions such as Kenanga Group which plays an important role in the ecosystem of economic development. In line with Kenanga Group's 'zero tolerance' approach to fraud, bribery and corruption, the Group Anti-Fraud, Bribery and Corruption Policy stipulates the principles and standards for identifying

and preventing fraudulent activities, bribery and corruption, and it is to be complied by the Board of Directors, Senior Management, as well as, employees of Kenanga Group.

Kenanga Group's commitment to preventing fraud, bribery and corruption is further demonstrated by declaring the importance and emphasis on conducting its business with the right values on its publicly accessible website. Kenanga Group conducts all businesses in an honest and ethical manner and pledges to prevent fraud, bribery and corruption within Kenanga Group regardless of its form or manner. In addition, the Group Anti-Fraud, Bribery and Corruption Policy imposes requirements for employees to undertake the necessary due diligence exercise prior to engaging or forming any relationships with an external party.

With the coming into effect of section 17A of the MACCA, Kenanga Group also undertook a timely and extensive review of the Group Anti-Fraud, Bribery and Corruption Policy to incorporate the requirements of new provision pertaining to offences by a commercial organisation.

Anti-Money Laundering and Counter Financing of Terrorism

Kenanga Group is continuously devoted to enforcing a robust and effective Anti-Money Laundering, Countering Financing of Terrorism and Targeted Financial Sanctions ("AML/CFT/TFS") framework in adherence to all related laws, regulations, guidelines and industry best practices towards ensuring the management of Kenanga Group's financial crime risks to mitigate potential regulatory and reputational risk.

Fundamental reassessment of the approach to managing financial crime risks was conducted in lieu of the pandemic that has hit the entire world resulting in the emergence of new threats and vulnerabilities. These new challenges range from the changing structures of organised crime groups to the explosion in new technology, the increasingly interconnected global economy, rapid evolution of the AML/CFT regulatory landscape and modus operandi coupled with rapidly growing markets and complex business structures.

At the heart of any effective strategy for protecting the business from exposure to financial crime is the implementation of meaningful financial crime policies which act as a clear marker of an organisation's red lines and ethical standards. Without processes and behaviours that are aligned with high-level policies, there is a danger that such policies can be seen as mere window dressing or platitudes.



Kenanga Group's AML/CFT/TFS policy and procedure have incorporated the required practices, control measures. guidance and direction in adherence to all related laws, regulations, guidelines and industry best practices towards ensuring the management of Kenanga Group's financial crime risks to mitigate potential regulatory and reputational risk. In line with the latest development, AML/CFT/TFS procedure has been further enhanced to effectively communicate the organisation's expected standards to all relevant stakeholders while addressing the new threats and vulnerabilities, and numerous AML/CFT/TFS programmes have been rolled out to closely monitor the level of AML/ CFT adherence to meet the regulatory expectations. Keeping in pace with the digitalisation era, Kenanga Group also continuously enhances its management information system for timely detection, monitoring and reporting of suspicious activities in accordance with a Risk Based Approach.

Whistleblowing

The importance of having an adequate and secure channel to facilitate both employees and third parties to make reports pertaining to any breach or suspected breach of laws, regulations or internal policies and procedures within Kenanga Group cannot be understated. Through the Group Whistleblowing Policy & Guidance Notes, Kenanga Group assures its stakeholders and general public that a sound and an effective whistleblowing framework is in place.

Specifically, the whistleblowing framework stipulates, among others, the manner reports may be made, the safeguards, such as confidentiality and non-retaliations, that are accorded to persons making bona fide reports and the steps Kenanga Group undertakes towards ensuring that reports received are thoroughly investigated and the appropriate actions are taken.

Managing Conflict of Interest

The workplace is one of the most common places where conflicts of interests may occur and it is important that the employees of Kenanga Group understand the nature and types of conflict of interest that they may come across in carrying out their responsibilities. The Group Conflicts Management Policy provides the principles and standards to observe and emphasises the ethical duty all employees of Kenanga Group have in order to ensure that their direct or indirect personal interests are not inconsistent with or interferes in any way with those of Kenanga Group.

The Group Conflicts Management Policy sets forth the procedures for disclosing such conflicts of interest so that they may be reviewed, approved, managed, and monitored and escalated appropriately. In addition, it also provides common situations of conflicts of interest to enhance the employees understanding and so that they can identify the same if it arises.

• Chinese Wall and Insider Trading

Kenanga Group has in place the Group Chinese Wall Policy which is applicable to all employees within the Group that are likely to have access to confidential or material non-public price sensitive information. The Group Chinese Wall Policy establishes relevant guidelines to control the flow of confidential information or material non-public price sensitive information within Kenanga Group, to avoid the risk of possible breach of insider trading provisions, protect client confidentiality, as well as, manage conflict of interest.

Towards this, the Control Room monitors and supervises employee trading to avoid potential violations of the applicable law and regulations on insider trading and accordingly, contributing to overall market integrity.

Competing Fairly and Ethically

Kenanga Group believes that fair competitive practices lead to efficiencies and improvement of quality of products and services. Premised on this, the Group Competition Act Compliance Policy stresses on the importance of applying the principles and rules as provided in the applicable Malaysian competition laws, policies and guidelines.

The Group Competition Act Compliance Policy is integrated to align with Kenanga Group's businesses and operations, including dealings with any third parties. The Group Competition Act Compliance Policy is also built on ensuring an effective and clear stand against anti-competitive practices to prevent or minimise the risk of competition law infringements from occurring and to help Kenanga Group to promptly detect any infringements that do occur.

• Common Reporting Standards ("CRS")

In year 2020, Kenanga Group had submitted the financial account information of non-resident clients to the Inland Revenue Board of Malaysia ("IRBM") in August and November 2020 respectively in order to comply with the CRS requirement. The submission involved 77 entities and funds of Kenanga Group registered with the IRBM for CRS purposes.

INTENSIFYING EMPLOYEE ENGAGEMENT THROUGH TRAINING AND AWARENESS PROGRAMS

Throughout 2020, GRCS continued to communicate, engage and reach out to Kenanga Group's employees in order to ensure that they are updated and fully aware of the latest regulatory changes, as well as, to communicate the initiatives that are rolled out particularly on improving the ethical culture and good corporate governance amidst the pandemic. Various methods were used to execute the programs on training and raising awareness such as video-sharing, quizzes, webinars, as well as, the annual e-tests.

• 4th Fraud Awareness Campaign

As it was in the years prior, Kenanga Group's Fraud Awareness Campaign in 2020 kicked off in October 2020. The campaign culminated with Kenanga Group having its 4th Fraud Awareness Week ("FAW") from 16 to 20 November 2020, which was held in conjunction with the International FAW from 15 to 21 November 2020 organised by the Association of Certified Fraud Examiners ("ACFE") of which Kenanga Group has been a corporate alliance member since 2015.

The Fraud Awareness Campaign and FAW is held annually to continuously raise awareness on the detection and prevention of fraud. This was especially important in 2020 as global reports and surveys show that fraudsters often attempt to take advantage of changing trends and use it for opportunities to commit fraud on the less informed.

Taking note of the increased risks of fraud during the COVID-19 pandemic and with the aim of always being a step-ahead, Kenanga Group appropriately chose the 4th FAW's theme to be "Ethics & Integrity: Culture for Combating Fraud in the New Normal". All activities for the 4th FAW were held virtually employing the use of technology such as video-conferencing platforms and survey administration applications.

Taking the 4th FAW digital was in line with the present 'new normal' of physical distancing to safeguard the participants while still ensuring that the objectives of the FAW are achieved. These activities included:

• FAW Virtual Live Opening Ceremony

The 4th FAW was officiated fully online on 16 November 2020 with a series of speeches by key individuals both from within Kenanga Group and outside including the Chairman of KIBB, YAM Tan Sri Dato' Seri Syed Anwar Jamalullail, the President and Chief Executive Officer for the ACFE based in Austin, Texas, Mr. Bruce Dorris, as well as, the Chief Commissioner of the Malaysian Anti-Corruption Commission, Datuk Seri Azam Bin Baki. A total of 498 persons joined the event virtually of which 255 viewers were external parties.

FAW Games

The FAW Games which has always been a much-anticipated event of the FAW was also held online. Despite it being held virtually, the response for the FAW Games 2020 was overwhelming both from internal and external teams and. The FAW Games 2020 had a record 65 teams registering to participate comprising 35 internal teams and 30 external teams. The external teams that participated included teams from regulatory, statutory and professional bodies, as well as, financial institutions and listed companies in Malaysia.

• Training Programmes

The Annual Regulatory Seminar ("ARS") was incorporated as one of the events for the FAW. In aligning with the theme of the FAW, as well as, addressing contemporary key issues, the theme of the 5th ARS was "Digitalisation and Disruption: Where Do We Go From Here". The training programme sessions were provided by various speakers from within Kenanga Group and covered a wide range of subject matters including regulatory outlook and development, ethics and integrity, cyber security, as well as, regulators' expectations as the COVID-19 pandemic continued. The pre-recorded sessions were accessible online by all employees nationwide through Kenanga Group's learning portal.

• Thematic Videos and Quizzes

In keeping with the online and virtual trend of the FAW, videos on nature of fraud, identity theft, as well as, on internet and cyber frauds were shared with all employees and external participants of the FAW Games. This was followed with a quiz on the video that was shared to test understanding and to add an element of interaction, competition and excitement to win prizes. In addition, a special video and quiz just for members of the Senior Management team was also shared to stress on the 'Tone from the Top' message.



• Membership in the Malaysian Chapter of the ACFE ("MACFE")

Kenanga Group continues to encourage and support the growth and development of its employees as it is vital that they are at the forefront when it comes to critical issues concerning anti-fraud and the related measures. In such spirit, Kenanga Group had sponsored the membership of its ACFE members in MACFE.

The MACFE serves as domestic platform for ACFE members to network and build strong professional relationships while fulfilling continuing education criteria as required.

Enhanced AML/CFT/TFS Reviews

Kenanga Group has rolled out numerous AML/CFT/TFS reviews on the integrity of the screening function, risk scoring methodology, cash threshold reporting, branch practices and system reviews based on the programs to closely monitor the level of adherence in line with the expectations of Bank Negara Malaysia and the Securities Commission Malaysia. Enhancement of processes and monitoring standards are also carried out continuously to be in line with best practices and to be able to better respond to potential money laundering and terrorism financing threats.

• Employee Trading via Explainer Video

Kenanga Group issued the "Know Your 5Ws Requirements on Employee Trading" via a video to all employees of KIBB as an outreach programme to educate and re-enforce the requirements in relation to employees' trading as stipulated in the Group Chinese Wall Policy.

The key highlights in the Explainer Video were the do's and dont's of trading in securities in order to avoid potential violations of the applicable law and regulations on insider trading, as well as, ensuring the integrity of the market.

MAINTAINING A HIGH LEVEL OF CORPORATE GOVERNANCE

Details on Kenanga Investment Bank Berhad's corporate governance disclosure are available in the Corporate Governance Overview Statement appearing on pages 41 to 61 of this Annual Report and Corporate Governance Report which is available on KIBB's website at https://kenanga.com.my/investor-relations/AGM2021.

OUR EMPHASIS IN THE YEAR AHEAD AMIDST THE NEW NORMAL

Forging Ahead by Leveraging on Technology for Compliance in a Digitalised Landscape

The opportunities that come with digital transformation are numerous. While the focus is often times, on using technology to improve services or to have an edge in market competitiveness, GRCS has undertaken appropriate measures to meet the compliance imperatives in light of these changes. GRCS constantly keeps updated on the transformations in the compliance landscape arising from digitalisation. Specific focus is given on raising awareness and developing broader skill sets to enhance understanding of the emerging range of Regtech and Fintech platforms. In 2021, we will continue to leverage on technology in the execution of our compliance roles and functions for Kenanga Group.

Executing Targeted Control Measures to Manage Fraud, Bribery and Corruption Risks

With the introduction of section 17A of the MACCA and the increased emphasis and scrutiny by the regulators on having corporations undertake businesses ethically without fraud, bribery and corruption, one of the key focus of GRCS in 2021 is to execute targeted measures on evaluating and advising departments, divisions and subsidiaries within Kenanga Group on areas which may pose heightened risks due to their nature. In this regard, engagements, guidance and recommendations will be employed to educate and counsel the relevant personnel towards management of risks related to fraud, bribery and corruption.

Elevating Organisational Culture of Ethics and Integrity and Highlighting Accountability

Planned initiatives will be deployed for employees to appreciate and continue to always do what is "right" in line with the principles of ethics and integrity of Kenanga Group. This is particularly so as employees adapt to the further changes anticipated in a post-pandemic setting. Additionally, as observed in Australia, Singapore, Hong Kong and the United Kingdom, the implementation of enhanced individual accountability regimes by regulators continues. In this regard, GRCS will proactively highlight the significance of taking accountability for actions and conduct in the work that we do in Kenanga Group.

Manage Threat of Financial Crimes

GRCS has embarked on a project to develop an AML/CFT/TFS Business Wide Risk Assessment to ensure the comprehensiveness of the assessment of money laundering and terrorism and proliferation financing risk profile and effectiveness of risk control measures taking into account key activities, client segments, geographical areas, products and services, transactions and delivery channels, as well as, recent developments in AML/CFT/TFS laws and regulations. More interesting and interactive trainings on AML/CFT/TFS shall also be organised to further enhance the knowledge and awareness of employees on the expected standards to be implemented and the latest AML/CFT/TFS trends.

Upskilling Employees through Reinforced Engagements

Arising from the lessons the COVID-19 pandemic has taught the world and the shared experience gained as everyone moved to working from home and adapting to digitalisation across various sectors and industries, Kenanga Group is committed to leverage and use these opportunities to assist employees to upskill and expand their knowledge. Online training and awareness will also be continuously provided to GRCS' employees to keep them abreast of the diverse regulatory and operational changes. This will be supported by constant and continuous communication and periodic knowledge sharing sessions among the team members.

Cyber Security and Data Protection in the Age of the New Normal

The pace in which businesses moved to offering products and services virtually as a means of adapting to lockdowns and physical distancing has resulted in a lot more personal data and clients' information being transmitted and stored electronically. Kenanga Group has always emphasised the importance of managing the risks arising from cyber threats and protecting personal data. In this regard, GRCS with other relevant parties within Kenanga Group continues to remain agile, innovative and up-to-date in taking the steps necessary to remain operationally resilient while having the adequate measures in place to protect data and deal with threats.

FORWARD LOOKING STATEMENT

With vaccinations rolled out across the globe including in Malaysia, the expectation of life returning to a semblance of normalcy is justified. Nevertheless, Kenanga Group and GRCS aims to leverage on the changes embraced in the year that was in order to continue being at the forefront of digitalisation and at the same time, prioritising its stakeholders' interests and managing regulators' expectations. This will be facilitated with ongoing efforts that highlight Kenanga Group's commitment to principles of ethics, integrity and good governance. Accordingly, the ultimate goal of successfully executing and achieving Kenanga Group's digital strategy roadmap will be one that is both holistic and sustainable.