



MALAYSIAN
Gas
ASSOCIATION

**CODE OF CONDUCT
AND
BUSINESS ETHICS**

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About MGA

Malaysian Gas Association (MGA) is a non-profit organization representing members comprising companies involved in the entire value chain of the gas industry, from upstream, to midstream and to downstream.

Vision

Promoting a vibrant and sustainable Malaysian gas industry

Mission

To promote the advancement of a sustainable Malaysian gas industry through advocacy, communication and education on behalf of its members and the nation

Objectives

1. Advocate for gas-related issues

To be advocate for gas-related issues that are the priorities of members and the gas industry and to contribute to the development of the associated legislation, policies, and/or standards.

2. Advance knowledge and learning

To advance knowledge and learning across the gas value chain on the safe, efficient and sustainable use of gas among members, gas professionals and students.

3. Disseminate industry information and insights

To provide platform for thoughts leadership and to produce and maintain gas related information, insights and statistic on the gas industry.

4. Enhance public's understanding on gas

To enhance understanding of the general public on the role and uses of gas as a clean, safe, and efficient energy.

5. Promote business networking and collaboration

To organise activities that facilitate networking among members and stakeholders involved in gas related activities.

About MGA COBE

- This Code of Conduct and Business Ethics (the Code) emphasizes and advances the principles of discipline, good conduct, professionalism, loyalty, integrity and cohesiveness that are critical to the success and well-being of the Malaysian Gas Association.
- This Code is part of MGA’s initiative to enhance governance and compliance in the conduct of the Association’s business.
- This Code applies to the employees of the Malaysian Gas Association. MGA office bearers such as Council Members and Members of the Working Committees are encouraged to adopt these or similar principles and standards.
- The trust and respect of all who associate with MGA are critical assets, and the Code has been developed to help ensure that those assets, and through them, MGA’s credibility as the lead advocate of gas, are maintained. It is the expectation of the MGA that its activity will always be conducted in accordance with the highest standards of professionalism and integrity.
- The Code is endorsed by the Council, and may only be revised with their authority and endorsement.
- Your compliance with and support for the letter and spirit of this Code is vital to MGA’s continued success. Your failure to comply may have severe consequences for the Association and may result in disciplinary action against you.
- In the event of any doubts or questions concerning the application or interpretation of this Code, please seek advice from the Secretary General.

Revision History

Date	Version	Description of changes
Jan 2020	Version 1.0	Newly established guide

PART I
**COMMON VALUES AND
CULTURE**

PART I

COMMON VALUES AND CULTURE

1. APPLICATION

1.1.

This Code of Conduct and Business Ethics (The 'CODE' or 'CoBE') is intended to apply to every employees (*) of the Malaysian Gas Association. MGA office bearers such as Council Members and Members of the Working Committees are encouraged to adopt these or similar principles and standards.

1.2.

If a law conflicts with a rule or policy set out in this Code, you should comply with the law. However, if a local custom or policy conflicts with this code, you are called upon to comply with this Code. If you have any questions about any of these conflicts, please consult the Secretary General.

1.3.

The provision of this Code may be amended or waived by MGA from time-to-time in MGA's sole discretion

1.4.

This Code does not identify or set out every law, policy or procedure that may apply to you in the performance of your role. You are responsible for informing yourself concerning laws and other MGA policies and procedures that apply to you as a result of your role with MGA. This Code does not constitute legal advice.

2. COMMON VALUES AND CULTURE

2.1.

MGA is committed to the highest standards of integrity, openness and accountability in the conduct of the Association's business and operations. MGA seeks to conduct its affairs in an ethical, responsible and transparent manner.

2.2.

As an employee in MGA, you have a duty to serve MGA with good faith, fidelity, diligence and integrity. You are required to act in the best interests of MGA and to refrain from engaging in conduct or activities which may adversely affect the best interests of MGA. You are at all times required to :

- Conscientiously maintain the highest degree of integrity
- Always exercise proper care and judgement
- Avoid conflict of interest, and
- Refrain from taking advantage of your position or exercising your authority to further your own personal interest at the expense of MGA.

You may not conduct yourself in a manner that might undermine or that is likely to destroy or seriously damage MGA's confidence and trust in you. These duties are without limitation on duties imposed on you by law.

3. DEFINITION

3.1.

For purposes of this Code, the term “family/household” includes your spouse(s) and children (including stepchildren and adopted children).

3.2.

For purposes of this Code, the term “employee” means any person who is in the employment of MGA including but not limited to executives, non-executives, secretaries, secondees and interns.

PART II

**DUTIES OF GOOD FAITH,
FIDELITY, DILIGENCE AND
INTEGRITY**

PART II

DUTIES OF GOOD FAITH, FIDELITY, DILIGENCE AND INTEGRITY

PART II A : CONFLICT OF INTEREST

1. DUTY REGARDING AVOIDANCE OF CONFLICT OF INTEREST

1.1.

A conflict of interest arises in any situation in which an individual is in a position to take advantage of his or her role at MGA for his or her personal benefit, including the benefit of his or her family and friends. A conflict of interest can make it difficult for an individual to fulfill his or her duties impartially and correctly. A conflict of interest can exist even if it results in no unethical or improper acts. Even the appearance of improper influence in your decision making may be an issue. A conflict of interest will undermine the values of good faith, fidelity, diligence and integrity in the performance of your duties and obligations as expected by MGA. You must therefore avoid conflicts of interest between your personal dealings and your duties and responsibilities in the conduct of MGA's business. In particular, the use of MGA office position, confidential information, assets and other MGA resources for personal gain, or for the advantage of others with whom you are associated, is prohibited.

1.2.

The situations under which conflicts of interest may arise include, but are not limited to :

- a) When you, in the exercise of your authority, give preference to your interests or the interests of your family/households members, associates or friends rather than to the interests of MGA.
- b) When you are in a position to influence decisions that are to be made by MGA with respect to dealings with a business, enterprise or entity owned or partially owned by you, your family/household members, associates or friends.

1.3.

In certain instances, a conflict of interest that has been fully disclosed to MGA may be tolerated by MGA (for example, because measures are taken to ensure that it poses no risks to MGA). Any conflict situations should be cleared with the President. Failure to disclose fully the nature and scope of the conflict of interest may result in disciplinary action against you.

2. INVOLVEMENT IN BUSINESS WHERE YOU OR YOUR FAMILY/HOUSEHOLD HAVE A DIRECT OR INDIRECT INTEREST

2.1.

You, the members of your family/household and your or their nominees and trustees, and any account or entity over which you or they have influence or control, must not promote the formation of any business, firm, corporations or company and/or own, either directly or indirectly, shares or other forms of beneficial interest (hereinafter referred to as "Equity") in :

Privately held entities which derive any income or receive any payment from contractual or other business arrangement with MGA.

Privately held entities listed in MGA's lists of registered contractors, even if the entities concerned do not derive any income or receive any payment from contractual or other business arrangement with MGA; or

Publicly held entities in which you or a member of your family/household holds a greater than 1% ownership interest and with respect to which you have the authority to make decisions in the course of your work at MGA.

2.2.

Should a situation arise (for example as a result of inheritance or marriage) whereby you (or a member of your family/household) become, directly or indirectly, the owner of Equity in any entities identified above,

you will be considered to be in a potential conflict of interest situation and you will be under a duty, as soon as you become aware of the situation, to inform the President / Council in writing of the circumstances. You must then consult with MGA concerning the most appropriate way to preventing or overcoming the conflict of interest. Following such consultation, MGA may give such instructions to you as it deems appropriate, which may include requiring you or other persons to dispose of the Equity in such entities.

Your failure to inform MGA when a conflict of interest (or potential conflict of interest situation as described above) becomes known to you and/or failure to comply with the requirements of MGA will be deemed to be a conflict of interest for which appropriate disciplinary action may be taken against you.

Conflicts of interest and potential conflicts of interest which have been fully disclosed and which are formally permitted by MGA will not constitute violations of this Code.

3. DISCLOSURES GIVING UNDUE ADVANTAGES TO THIRD PARTIES

You must not be involved with the commission or omission of any act which gives an undue advantage to an outside party in its dealings with MGA without prior approval from MGA, whether or not such act or omission results in you obtaining a personal gain, benefit or advantage in business transactions or dealings involving MGA. Such prior approvals should be obtained through the President. Giving an outside party confidential MGA information without appropriate authorisation in order to assist that party in securing MGA business or for any other reason will be considered a violation of this restriction.

PART II B :
FIGHTING CORRUPTION AND
UNETHICAL PRACTICES

4. SOLICITATION, BRIBERY AND
CORUPPTION

4.1.

An act of corruption by you has the effect of compromising the due and proper performance of your duties and the exercise of your authority, thereby undermining the integrity of the decision-making process and the decisions of MGA concerning its business and affairs.

4.2.

You are prohibited from, directly or indirectly, soliciting, accepting or obtaining or agreeing to accept or attempting to obtain, from any party for yourself or for any other party, any bribe or gratification as an inducement or a reward for doing or forbearing to do, or for having done or forborne to do, any act in relation to MGA affairs or business, or for showing favour or forbearing to show disfavour to any party in relation to MGA's affairs or business.

4.3.

You may not directly or indirectly offer, promise or give any bribe as an inducement or a reward for doing or forbearing to do, or for having done or forborne to do, any act in relation to MGA affairs or business, or for showing favour or forbearing to show disfavour to MGA in relation to MGA affairs or business, whether in the form of a facilitation payment, kickback, donation, fee or any other form.

4.4.

You should satisfy yourself concerning the status and probity of any contractor, subcontractor, agent, consultants, representative or other person who you engage to act for or on behalf of MGA or in relation to MGA affairs or business, and confirm that the relevant party understands and accepts MGA policies prohibiting improper solicitation, bribery, and corruption. Contractors, Sub-contractors, consultants, agents, representatives, and others must comply with such policies when performing work or services for or on behalf of MGA.

4.5.

Even the appearance of conduct prohibited by this Section 4, or any other measure that is unethical or that will tarnish MGA reputation for honesty and integrity, must be avoided. If you are unsure whether an action is permitted, seek guidance before acting.

4.6.

If you receive a request for a bribe or if you are offered a bribe, you must report it immediately to the President / Council.

4.7.

In this part, a “bribe” or a “gratification” is any gift, payment, benefit or other advantage, pecuniary or otherwise, offered, given, or received in order to secure an undue or improper result, award, decision, benefit or advantage of any kind. A bribe need not involve cash or another financial asset – it can be any kind of advantage, including the unpaid use of corporate services or property, loan guarantees or the provision of employment to the family or friends of people with whom MGA deals.

5. RECEIVING FACILITATION PAYMENTS

5.1.

You are prohibited from, directly or indirectly, accepting or obtaining or attempting to accept or obtain facilitation payments from any person for yourself or for any other person subject to this Code.

5.2.

In this part, the term “facilitation payments” generally means payments made to secure or expedite the performance by a person performing a routine or administrative duty or function.

6. PROHIBITION ON COMMISSIONS, DISCOUNTS AND SECRET PROFITS

You must not, directly or indirectly, receive or obtain, in respect of any goods or services sold or purchased or other business transacted (whether or not by you) by or on behalf of MGA, any discount, rebate, commissions, service, interest, consideration of value or other benefit or payments of any kind (whether in cash or in kind) which is not authorised by MGA.

7. ACCOUNTING FOR SECRET PROFITS OR GAINS

A person subject to this Code who, directly or indirectly, obtains any discount, rebate, commission, service, interest, consideration of value or other benefit or payments of any kind (whether in cash or in kind and whether as a bribe or otherwise), by virtue of his/her position or authority with or on behalf of MGA, will immediately disclose such receipt and he/she will be liable to render an account of the same and surrender any benefits and/or payments received to MGA.

8. RECEIVING GIFTS AND ENTERTAINMENT

In no event may you or any of your family/household members accept gifts or entertainment in exchange for an exercise or non-exercise of your MGA authority or otherwise to the detriment of MGA.

9. PROVIDING GIFTS AND ENTERTAINMENT

9.1.

MGA prohibits the giving of entertainment or gifts using MGA resources that are illegal or unduly dangerous, or indecent, sexually oriented or inconsistent with MGA commitment to mutual respect, or for the purpose of improperly influencing someone to take action in favour of MGA or to refrain from taking action adverse to MGA. No gifts of cash may be given. You should not pay for entertainment or a gift personally in order to avoid having to seek pre-approval or to otherwise circumvent MGA policies.

10. PUBLIC OFFICIALS

10.1.

You are prohibited from offering excessive gifts or entertainment including travel-related expenses, to government officials or their family/household members that shall appear to improperly influence a business relationship or decision.

10.2.

You must comply with local laws concerning lobbying in any jurisdiction in which MGA engages in lobbying activity. Prior to engaging in lobbying activities, you should obtain guidance from the Secretary General.

10.3.

Except for corporate gift, you may not offer or provide gifts or anything else of value to any person, such as an agent, consultant or contractor, if you know or suspect that a government official or his/her family member will be the indirect beneficiary or recipient, other than as approved by the President.

10.4.

Any agent, contractor, or other representative dealing with government officials on MGA behalf must be evaluated and must be informed of the provisions of this Code relating to restrictions on bribery and gifts to public officials.

10.5.

You may not take action to circumvent the prohibitions in this Section 10. You must in every instance comply with the rules concerning solicitation, bribery and corruption set out in other sections of this Part II, as well as with applicable laws concerning bribery and corruption.

10.6.

For purpose of this Code, the term "government official" includes, without limitation, candidates for public office, officials of any political party, and officials of state-owned enterprises.

11. MONEY LAUNDERING AND COUNTERPARTY DUE DILIGENCE

11.1

You must conduct appropriate counterparty due diligence to understand the business and background of MGA' prospective business counterparties and to determine the origin and destination of money, property, and services. You must report to the President/Council or the Secretary General any suspicious transactions or suspected incidents of money laundering or bribery. You should not try to investigate a case of money laundering or bribery yourself. The President/Council or the Secretary General generally will be responsible for decisions in this regard.

11.2.

In this part, “money laundering” is generally defined as occurring when the criminal origin or nature of money or assets is hidden in legitimate business dealings or when legitimate funds are used to support criminal activities, including the financing of terrorism. Offences covered by anti-money laundering legislation include prejudicing or obstructing an investigation and failing to report suspicious activity.

11.3.

You may not knowingly deal with criminals or the proceeds of a crime.

11.4.

The amount, nature, purpose, and provider or recipient of any payment or transfer to or from MGA must be accurately reflected in the books and records of the group.

11.5.

You may not establish bank, securities trading or similar accounts in the name of MGA or for the benefit of MGA without proper authorisation from the President/Council.

PART II C :

CONDUCT TENDING TO JEOPARDISE DUTY OF GOOD FAITH AND FIDELITY

12. SERIOUS PECUNIARY INDEBTEDNESS

12.1.

For the purpose of this Section, the term “serious pecuniary indebtedness” means the state of an employee’s indebtedness which, having regard to the amount of debt incurred by him/her has actually caused financial hardship to him/her.

An employee will be deemed to be in serious pecuniary indebtedness where:-

- a) he/she is a judgment debtor, for as long as the judgment sum remains unsettled; or
- b) he/she is a bankrupt or an insolvent wage earner, for as long as he/she remains as a bankrupt or for as long as any judgment sum against him/her in favour of the Director General of Insolvency remains unsatisfied, as the case may be.

12.2.

Serious pecuniary indebtedness from whatever cause will be regarded as necessarily impairing the efficiency and effectiveness of an employee

12.3.

An employee will avoid habitual indebtedness unless he/she proves that such indebtedness or insolvency is the result of circumstances beyond his/her control and does not result from extravagances or dissipation.

12.4

An employee will be required to disclose the full extent of his/her serious pecuniary indebtedness to MGA at the earliest opportunity when such indebtedness is known to him/her

12.5.

An employee who obtains an annulment of his/her bankruptcy may be treated as having fully restored his/her credit standing.

13. BORROWING MONEY

13.1.

You may borrow from banks, insurance companies, co-operative societies or borrowing companies licensed under the Malaysian Financial Services Act 2013 or incur debt through acquiring goods by means of hire purchase agreements or other arrangements, provided that:

- a) such banks, insurance companies, co-operative societies or borrowing companies from which you borrow are not directly or indirectly subjected to your official authority;
- b) such borrowings do not lead to public scandal or be subject to construal that you have abused your position for our private advantage; or
- c) the aggregate of your debts does not or is not likely to cause you serious pecuniary indebtedness as defined under Section 12.

13.2.

You may not borrow from any other person engaged in the business of money lending.

13.3

You must comply with the limitations on borrowing set out in the Code.

14. LIVING BEYOND OFFICIAL EMOLUMENTS AND LEGITIMATE PRIVATE MEANS

14.1.

Where in the opinion of MGA an employee is or appears to be:

- a) maintaining a standard of living which is beyond his/her official emoluments and other legitimate private means, if any; or
- b) in control of or in possession of pecuniary resources or property, movable or immovable, the value of which is disproportionate to, or which could not reasonably be expected to have been acquired by the employee with his/her official emoluments and any legitimate private means subject to the requirements of applicable law, MGA may call upon the employee to explain in writing how he/she is able to maintain the said standard of living or how he/she acquired his/her pecuniary resources or property and also may be required to make declaration of his/her assets which may include assets belonging to his/her family/household. Such declarations as aforesaid should be made to President/Council.

14.2.

Failure to make the asset declaration as required under Section 14.1 is viewed by MGA as a lack of commitment on the part of the employee to uphold MGA's policy on maintaining the highest standard of integrity, openness and transparency.

14.3.

For the purpose of this Section, “assets” includes property of any description, whether movable or immovable, as may be prescribed by PETRONAS from time-to-time. In respect of immovable property, assets include:-

- i. land, including land occupied under temporary occupation licence;
- ii. all types of residence such as houses, flats, apartments and condominiums; and
- iii. building, including a shop or portion of a shop, office space or stall.

In respect of movable property, assets include:-

- i. any form of cash wherever deposited or retained;
- ii. shares, stocks, debentures, bonds or other securities;
- iii. any form of trade, business or commercial licence permits; and
- iv. any other movable property, including all types of motor vehicles, jewelery, club memberships, household furniture and sports equipment .

PART II D : **NATIONAL TRADE**

15. NOT PROMOTING OR ENCOURAGING ANTI COMPETITION

15.1.

You must ensure that your actions towards business partner (e.g., customers and suppliers), competitors and governmental authorities at all times reflect fair and proper business practices and are in compliances with the laws and regulations governing free and fair competition and monopolies. In this regard, you must fully comply with the competition laws of Malaysia.

15.2.

It is MGA policy that an employee participating in the violation of competition rules will be punished for any misconduct. Any behavior even suggestive of illegal anticompetitive activity is against MGA policy and any employee engaging in such conduct should expect to face disciplinary action by MGA. In case of doubt concerning the compliance of your activities with competition rules, you must contact the Secretary General.

15.3.

MGA members are encouraged to reflect fair and proper business practices and are in compliances with the laws and regulations on anti-competition, monopolies and collusion.

15.4.

MGA members are not allowed to enter into agreement of coordinated activities with other member companies that limit competition. Nor are they allowed to abuse a dominant position that may reduce competition.

PART II E : **ASSETS OF MGA**

16. RESPONSIBILITY FOR ASSETS, FACILITIES, RESOURCES AND RECORDS.

16.1.

Insofar as you have possession of or are given access to assets, facilities, resources or records belonging to MGA, that possession or access is provided on the basis of trust and confidence that they are to be used for the furtherance of the interest of the businesses of MGA. These assets may be tangible – for example, equipment, including computer hardware, or cash – or they may be intangible, such as intellectual property and computer software.

16.2.

You are responsible for the safekeeping of all assets, facilities, resources and records belonging to MGA that are provided to you for the performance of your duties.

16.3.

You must further take all necessary steps to prevent theft, loss, damage to, or misuse of assets, facilities, resources and records belonging to MGA, the occurrence of which should be reported immediately to MGA. Regardless of condition or value, assets, facilities, resources and records belonging to MGA may not be misused, taken, sold, lent, given away or otherwise disposed of, or used for personal purposes, except with the appropriate specific authorisation of MGA.

13.4.

You must also comply with all policies and procedures established from time-to-time concerning the preparation, maintenance and disposal of MGA's books and records.

13.5.

You must also comply with all policies and procedures established from time-to-time concerning the preparation, maintenance and disposal of MGA's books and records

PART II F :
FINANCIAL INTEGRITY

17. INTERNAL CONTROLS AND PROCEDURES

17.1.

You must comply with all policies and procedures established from time-to-time to safeguard and support the integrity and accuracy of MGA books and records and financial reporting. In this regard, you must not, for example :-

- a) Conceal, alter, destroy or otherwise modify MGA records or documents other than in accordance with established, ordinary course procedures (and in no case impede or frustrate and investigation or audit or conceal or misstate information);
- b) Intentionally make a false or misleading entry in a record, report, file or claim (including travel and entertainment expense reports);
- c) Establish accounts, companies, or arrangements to circumvent or frustrate MGA controls, policies or procedures;
- d) Fail to cooperate fully and truthfully with internal and external audits authorised by MGA; or
- e) Engage in any scheme to defraud anyone of money, property or honest services.

14.2.

You must also comply with all policies and procedures established from time-to-time concerning the preparation, maintenance and disposal of MGA financial books and records.

PART II G :
CONFIDENTIALLY OBLIGATIONS / INTELLECTUAL PROPERTY / PUBLIC COMMUNICATIONS

18. CONFIDENTIALITY OBLIGATIONS

18.1.

The business affairs and records of MGA comprising business, technical, financial, legal, personnel and contractual records and documents comprising emails, letters, reports, agreements or other documents are all confidential information belonging to MGA. Such confidential information is strictly private and confidential and may not be utilised, discussed with, divulged to or disclosed to persons inside or outside MGA, except by persons authorised to do so. All necessary precautions are to be taken by you with respect to the confidentiality of such confidential information.

18.2.

You may not, either during or after your employment or engagement, disclose, divulge, or utilise without appropriate authorisation any such confidential information which may have come to your knowledge during your employment or engagement under any previous contract of service with MGA and you must both during and after your employment or engagement, take all reasonable precautions to keep all such confidential information secret.

18.3.

Except so far as may be necessary for the purpose of performing your duties you may not, without the consent of MGA, retain or make originals or copies of such confidential information or notice thereof, nor retain samples of specimens in which MGA may be or may have been interested and which have come into your possession by reason of your employment or engagement. If on termination of your employment or engagement you are in possession of any confidential information or any such samples or specimens as aforesaid, you will deliver forthwith the same on or before the date of cessation of your employment / engagement to MGA without being asked, except insofar as consent to retain them has been given to you by MGA.

18.4.

You will not at any time, after the cessation of your tenure with MGA, whether by resignation or otherwise, use MGA confidential information in breach of your post-tenure obligations to maintain the confidence of such confidential information.

18.5.

While MGA may hire persons who have knowledge and experience in various technical areas, you must not on behalf or for the benefit of MGA employ people as a means of gaining access to the trade secrets and other sensitive proprietary information of others.

19. DATA PROTECTION

You must comply with MGA policies and applicable laws concerning the protection of personal privacy, including the protection of personal data.

20. THIRD PARTY INTELLECTUAL PROPERTY

You must comply with all laws, regulation and contractual obligations regarding the valid intellectual property rights of other parties, including patents, copyrights, trade secrets and other proprietary information. You may not knowingly infringe on the protected intellectual property rights of other parties.

21. PUBLICATION OF MATERIALS

Except with the written permission of MGA, you will not publish or write any books or other works which are based on MGA confidential information as described in Section 15.1, or based on MGA member's confidential information.

22. MAKING OF PUBLIC STATEMENTS

22.1.

Irrespective of whether in your personal or official capacity, you will not either orally or in writing or in any form (including on social media websites) make or circulate any public statement on the policies or decisions of MGA members or discuss publicly any measure taken by MGA or any official matter taken or carried out by you, unless you are duly appointed or authorised to make such statement or behalf of MGA or its members.

22.2.

In this Section, “public statement” or making “discuss policy” includes the making of any statement or comment to the press, magazines, periodicals or the public or in the course of any lectures or speech or the broadcasting thereof by sound, vision or electronic means. It also applies to every kind of correspondence including mail, electronic documents, instant messages, websites, social media tools, blogs paper documents, facsimile, voice and voicemail recordings.

23. SOCIAL MEDIA/INFORMATION TECHNOLOGY AND SYSTEMS

23.1.

You must not upload, download, send or otherwise access or store pornography or other indecent or offensive materials using MGA premises, equipment or systems. Sending or forwarding obscene, libellous, defamatory, offensive or racist remarks is strictly prohibited.

23.2.

The MGA IT and communications systems are to be used for MGA work and business purposes only.

23.3.

You must not upload, download, send or otherwise access material that is likely to cause annoyance, inconvenience, or offense to your colleagues, including inappropriate jokes.

23.4.

You must not send personal e-mails using MGA e-stationery or displaying MGA headers or footers, or otherwise suggesting that such communications are authorised by MGA.

23.5.

You must not use personal e-mail addresses and services to send or receive MGA confidential information. Similarly, you must not allow automatic forwarding of electronic mail to external mail addresses.

23.6.

You must not disable or circumvent MGA IT security measures.

23.7.

When using MGA IT and communication systems, conducting MGA business or acting for MGA benefit, you must not deliberately conceal or misrepresent your identity. You should not send e-mail messages using another person’s e-mail account unless you have proper authorisation from the owner of the e-mail account.

23.8.

You may not forge or attempt to forge e-mail messages.

23.9.

You should not send or forward unsolicited e-mail messages.

23.10.

You must not employ MGA IT and communications systems to :

- a) Conduct fraud;
- b) Run your own business;
- c) View, download, copy, illegally share, process, or post information in a way that infringes the relevant content provider's intellectual property rights;
- d) Send chain letters, make solicitations for money or gifts, or make personal offers to sell products, for charitable fundraising campaigns, political advocacy efforts, religious efforts, or private non-MGA commercial purposes;
- e) Commit "cybercrimes", such as spam attacks, hacking, IT sabotage, spying, and creating or sending viruses;
- f) Send malicious rumours or transmit derogatory or indecent materials; or
- g) Otherwise engage in activities that could damage MGA and its member's business or reputation.

23.11.

If you discover or suspect any actual or potential incident that could compromise that security, integrity, confidentiality, operation or availability of MGA hardware, systems or data, or any disclosure of confidential information, you must immediately contact the relevant authority. System users are not allowed to attempt to prove a security weakness by engaging in unauthorised activity.

23.12.

You must use MGA IT and communications systems in a responsible and professional manner consistent with this Code and other MGA policies and procedures in effect from time-to-time.

23.13.

MGA may search and monitor your e-mails and internet usage conducted through MGA IT or communications systems and equipment, subject to the requirements of local laws and regulations. You should not assume that any use of MGA communications devices or systems is private.

23.14.

You must safeguard passwords and other means of shielding MGA information systems from unauthorised access, including by following the password protection protocols established by MGA from time-to-time.

23.15.

You must comply with MGA policies and procedures regarding records retention, whether with regard to electronic or hard copy records, in effect from time-to-time.

23.17.

Contractors and other parties authorised by MGA to use MGA computer systems must comply with MGA policies and procedures in effect from time-to-time.

PART II H :
CONDUCT CONTRARY TO DUTY TO
SERVE DILIGENTLY

24. OUTSIDE EMPLOYMENT OR
BUSINESS ACTIVITIES

24.1.

As a MGA employee, you must devote your time and attention to the fulfillment of your employment obligations to MGA. MGA employees may not take up other employment or gainful activity, whether part-time or full-time, or be involved in any outside business activities, in whatever capacity (including being involved in the management, direction or conduct of another enterprise) without the express written permission of MGA. If you are already engaged in any other gainful activity or involved, either directly or indirectly, in the management or business activities of any other company or companies, firms, corporations or other business activities, you should come forward and disclose your activity to MGA through the Secretary General.

24.2.

The granting of permission will be subject to your satisfying MGA that such activity will not interfere with or compromise the proper performance of your duties or the fulfillment of your obligations to MGA.

24.3.

Any permission granted may be withdrawn at any time at the sole discretion of MGA without the need for assigning any reason thereof. In such an event, MGA will be deemed fully indemnified by you and will not be held liable for any repercussion arising from such decision to withdraw the permission so granted before.

25. PUBLIC SERVICE AND
RECREATONAL ACTIVITIES

25.1.

Generally, MGA wishes to encourage you to participate in unpaid voluntary public service, recreational activities, sports and other community activities outside working hours. Whilst such activities outside working hours are encouraged, such activities must not be permitted to interfere with your duties and responsibilities during normal working hours.

25.2.

The general rule is that if a MGA employee is invited to serve on local bodies, or as an appointed or elected club official, the employee is required to notify the President/Council immediately upon being so appointed or elected and must be able to balance the outside activities with his or her full-time MGA employment. The employee must be able to discharge his or her dual responsibilities satisfactorily, both in respect of the time taken up by the outside activity and the nature of his or her full-time duties. At all relevant times, the employee must ensure that his or her duties and obligations to MGA, as well as the interests of MGA, are not compromised.

PART III :
DISCLOSURE DUTIES

26. YOUR DUTY TO REPORT BREACHES AND VIOLATIONS

26.1.

If you find or suspect that another person subject to this Code may have committed or may be about to commit any breach of any of his/her terms and conditions of service, of his/her engagement, or of this Code, or to violate other MGA policies or procedures or applicable law, whether deliberately or through inadvertence, you must forthwith report the same, in writing, to President/Council

26.2.

If you make a report or disclosure as stated above in good faith, belief, without malicious intent, that a breach or violation as aforesaid may have occurred or may be about to occur, you will not be penalised or subject to any form of victimisation or retaliatory action notwithstanding that, after investigation, it is shown that you were mistaken. Any form of reprisal by a person subject to this Code against another person who in good faith and without malicious intent has made a report or disclosure as stated above is forbidden and will itself be regarded as serious misconduct rendering the person engaged in the reprisal liable for disciplinary action. This includes blatant actions, such as firing, transferring, demoting or publicly attacking someone, and more subtle retaliation, such as avoiding someone, leaving him or her out of professional or social activities, and so on.

26.3.

The provisions of this Section 21 are not intended to invalidate grievance procedures and/or disciplinary action processes and procedures, and are subject to the procedures and restrictions in force for your jurisdiction.

27. DISCLOSURE OF OVERPAYMENTS

If you find that you have received overpayments of salary, allowances, expenses, claims, or other compensation, or benefits in excess of your entitlements, you must immediately inform your immediate superior and then forthwith refund any such overpayments to MGA.

PART III
**WORKPLACE CULTURE AND
ENVIRONMENT**

PART III

WORKPLACE CULTURE AND ENVIRONMENT

1. SIGNIFICANCE OF SAFE, SECURE AND CONDUCTIVE WORKPLACE ENVIRONMENT

MGA is committed to providing, in collaboration with you, a safe, secure and conducive workplace culture and environment, where the values of mutual and reciprocal respect, trust and confidence are upheld and actively promoted.

2. UNLAWFUL DISCRIMINATION

2.1.

MGA will not tolerate unlawful discrimination in the workplace or on the job.

2.2.

You must comply with laws in your local jurisdiction that prohibit workplace discrimination.

3. SUSTAINABLE DEVELOPMENT

3.1.

MGA is committed to sustainable development in order to help meet the world's growing energy needs through economical, environmental and socially responsible efforts.

3.2.

You should aim to create lasting social benefits; safeguard the health and safety of employees, contractors and neighbours; minimise disruptions to the community; lower emissions; minimise impact on ecosystems and biodiversity; and use energy, water and other resources more efficiently.

4. DRESS CODE

All employees should be neatly, appropriately and decently attired during working office hours and during events.

5. SEXUAL HARASSMENT

5.1.

The promotion of the physical, emotional and psychological well-being of employees is an important objective of MGA. In this regard, MGA is committed to providing a conducive working environment where your right to protection from all forms of sexual harassment and unsolicited or unwarranted sexual overtures and advances is accorded due recognition.

5.2.

The act of sexual harassment, unsolicited and unwarranted sexual overtures and advances will be treated as misconduct.

5.3.

For the purpose of this Section, "sexual harassment" means :-

Any unwelcomed conduct of a sexual in the form of verbal, non-verbal, visual, psychological or physical harassment :-

- a) That might, on reasonable grounds, be perceived by the recipient as placing a condition of a sexual nature on his/her employment; or
- b) That might, on reasonable grounds, be perceived by the recipient as an offence or humiliation, or a threat to his/ her wellbeing.

Sexual harassment in workplace includes any employment related sexual harassment occurring outside the workplace as a result of employment responsibilities or employment relationship. Situations under which such employment related sexual harassment may take place include, but are not limited to :-

- At work related social functions;
- In the course of work assignments outside the workplace;
- At work related conferences or training sessions;
- During work related travel;
- Over the phone; and
- Through electronic media.

5.4.

If you are a victim of sexual harassment, or if any of the sexual harassment situation becomes known to you, you may report the matter to the President/Vice President.

6. NON-BUSINESS WORKPLACE RELATIONSHIP

6.1.

When employees have relationships which go beyond professional relationships and social friendships, such relationships may create conflicts of interest as well as opportunities for exploitation, favouritism or bias. Such relationships can also undermine core values, such as respect and trust among staff, and impact upon the reputation and integrity of MGA. These relationships create a real likelihood of disaffection, disharmony and significant difficulties for the parties concerned as well as for other co-employees of MGA. Under the circumstances, such relationships are discouraged.

6.2.

There is a basic conflict of interest when you manage someone with whom you have a family, romantic or intimate relationship. Even if you act properly, your relationship may be seen as influencing your judgement. Accordingly, you may not supervise, directly or indirectly, any employee with whom you have such relationship without written permission from the President.

7. OCCUPATIONAL HEALTH, SAFETY AND ENVIRONMENT

7.1.

MGA is committed to providing a safe and healthy workplace for all employees working at its facilities and minimising the impact of its operations on the environment.

7.2.

Every MGA employee must conscientiously and diligently comply with all HSE requirements, measures, work rules and standard operating procedures and all applicable laws and regulations.

8. SUBSTANCE MISUSE (DRUG AND ALCOHOL ABUSE)

8.1.

The use of a substance of misuse (as defined in item 8.3) can impair performance at work and can be a threat to health, safety and the environment. Hence, it is MGA's policy that the unauthorized consumption, possession, distribution, purchase or sale of any substance of misuse within its premises or while conducting its businesses or being under the influence of any such substance while working is prohibited. The consumption of legally prescribed psychoactive drugs is permitted for the treatment of identified illnesses, subject to prior approval by MGA management with authority over the relevant premises or activity.

8.2.

To ensure adherence to this policy, MGA may conduct unannounced testing and searches for substances of misuse in accordance with its policies and subject to the requirements of applicable laws. Any persons covered by this Code who are found to have unauthorized possession of any substance of misuse or who test positive for any substance of misuse are considered to have committed an act of misconduct which may render them liable for disciplinary action, including termination. Subject to local laws in the jurisdiction of operation, employees are required to consent to testing and searches conducted by any persons or laboratory authorized by MGA by signing relevant documents issued by MGA. Further, employees who undergo such testing must give consent to the release of the results to MGA.

8.3.

Under this Code, "substance of misuse" includes any illegal drugs, alcoholic beverages containing ethanol, legal psychoactive drugs obtained or used without legal prescription, and legally prescribed psychoactive drugs consumed beyond their therapeutic or prescribed uses.

9. ABSENCE WITHOUT LEAVE OR WITHOUT REASONABLE CAUSE

9.1.

An employee who is absent will, at the earliest opportunity, inform the officer of MGA to whom he/she reports of his/her absence and the cause for his/her absence.

9.2.

Where the absence without leave and without reasonable excuse is for more than two (2) consecutive working days, the employee will be deemed to have breached his/her contract of service with MGA

9.3

Where an employee is absent for more than two (2) consecutive working days without reasonable excuse, as soon as possible thereafter a registered letter will be sent to the employee's last known address requiring him/her to provide explanation for his/her absence. Upon a lapse of seven (7) days after posting of the said registered letter, if nothing is heard of him/her or no satisfactory explanation is given by him/her, then the said employee is deemed to have broken his/her contract of service and in such circumstances MGA will have the right to terminate his/her service. In addition, MGA will be entitled to recover from the former employee concerned all sums due from the employee to MGA .

PART IV

**DISCIPLINE, DISCIPLINARY
PROCESS AND SANCTIONS**

PART IV

DISCIPLINE, DISCIPLINARY PROCESS AND SANCTION

PART IV A : IMPORTANCE OF GOOD CONDUCT AND DISCIPLINE

1. GOOD CONDUCT AND DISCIPLINE

1.1.

The maintenance of discipline, good conduct and decorum amongst the employees of MGA is critical to the smooth running of its business or enterprise and is for the common good of MGA and its employees.

1.2.

The term “misconduct” means improper behaviour or an act or conduct in relation to duties or work which is inconsistent with the due performance of obligations to MGA and includes a breach of discipline or violation of this Code or the rules and regulations as set out in any handbooks, policies or procedure statements or in any documentation of MGA.

1.3

The following acts may be treated as misconduct for which a person covered by this Code may be liable for disciplinary action, subject to the requirements of applicable law:

- i. insubordination;
- ii. tardiness;
- iii. absenteeism;
- iv. violent behaviour or threats of violent behaviour (includes assaults and fighting, whether with employees, members, clients, contractors, or visitors to MGA premises);
- v. theft, fraud, misappropriation;
- vi. being dishonest or conducting oneself in such a manner as to lay oneself open to suspicion of dishonesty;
- vii. encouraging or assisting anyone to steal MGA’s property;
- viii. negligence, neglect or dereliction of duty;
- ix. deliberate damage to MGA’s property;
- x. sexual impropriety at the workplace;
- xi. drug or alcohol abuse on the job or that affects your performance;
- xii. sexual harassment
- xiii. Abuse of flexibility when working outside of office

xiv. obstructing other employees from performing their duties;

xv. gambling within the premise of MGA;

xvi. non-observance of safety precautions or rules, or interfering or tampering with any safety devices installed in or about the premises of MGA;

xvii. engaging in any illegal or unethical practices such as taking or giving bribes or receiving any illegal gratification whether in monetary terms or otherwise;

xviii. engaging in other employment/ business whilst in the service of MGA, without the permission of MGA

xix. any act which could adversely affect the image or reputation of MGA;

xx. misuse of MGA computer and telecommunications systems (e.g., excessive accessing of non-work related internet sites (such as social networking websites), accessing of pornographic sites and deliberate tampering with or unauthorised use of computer hardware or software);

xxi. violating local laws concerning the protection of the privacy of personal data of MGA employees and members;

xxii. taking retaliatory actions against persons in situations where they are being protected MGA

xxiii. conducting themselves in a manner that can be reasonably construed as lacking in efficiency;

xxiv. breaching any policies or prohibitions set out within this Code;

xxv. taking measures in circumvention of the policies and prohibitions set out in this Code;

xxvi. failing to observe all laws and regulations applicable to MGA business and operations;

xxvii. failing to comply with MGA established rules and procedures, including but not limited to Employee Handbook and the Limits of Authority (LOAs); and

xxviii. conviction of criminal court.

1.4.

The above list of types of misconduct is not to be taken as exhaustive and, for the avoidance of doubt, the said list does not detract from the meaning of misconduct as set out in Section 1.2 of Part IV above.

1.5.

Without limitation upon the foregoing, a person covered by this Code will strictly:-

a) observe all statutory laws and regulations applicable to MGA's business and operations; and

b) comply with MGA's established rules and procedures, including but not limited to Employee Handbook and Limits of Authority (LOAs).

PART IV B :

DISCIPLINARY PROCESS AND SANCTIONS

2. DISCIPLINARY PROCESS

2.1.

Where the circumstances warrant, MGA may suspend an employee on full or half pay pending the investigation and/or inquiry into alleged acts of misconduct committed by the employee.

2.2.

If the investigations reveal concrete and cogent evidence in support of the alleged misconduct, MGA may institute disciplinary action against the said employee.

3. DISCIPLINARY PUNISHMENT

The Punishing Authority may after due inquiry impose any or a combination of the following punishments against the employee:

- i. written warning;
- ii. suspension with or without pay for a period to be determined by the Punishing Authority;
- iii. withholding the employee's increment for a period to be determined by the Punishing Authority;
- iv. no increment to the employee's salary for a period to be determined by the Punishing Authority;
- v. non-payment of bonus or ex-gratia;
- vi. downgrading or demoting the employee;
- vii. any other types of punishment as the Punishing Authority deems fit;
- viii. dismissal.

4. PUNISHING AUTHORITY

For the purpose of this Part IV, "Punishing Authority" shall refer to the officer of MGA who has been given the authority to mete out punishment against an employee.

5. APPEAL PROCEDURE

5.1.

An employee who is aggrieved by the decision of a disciplinary action has the right to appeal in writing within 30 days from the date of service or posting of the letter communicating the decision of the Punishing Authority.

5.2.

The Appeal Authority is to consider the grounds of appeal set out in the letter of appeal and is required to conclude whether to dismiss the appeal or to allow the appeal by either:

- a) reversing the finding of guilt; or
- b) reducing the punishment.

5.3.

The Appeal Authority shall consider the appeal on the basis of the written submissions by the aggrieved employee and also after considering the report of the Domestic Inquiry and the grounds for the decision as made by the panel of the Domestic Inquiry.

5.4.

For the purpose of this Section, "Appeal Authority" shall refer to the officer of MGA who has been given the authority to consider and decide on appeal on behalf of the employee.

MGA CODE OF CONDUCT

Receipt and Acknowledgement

I, _____

I/C No : _____

hereby confirm receipt of a copy of the
MGA Code of Conduct and Business Ethics (CoBE)

Guide which I acknowledge

I am required to read and follow

Signature : _____ Date : _____



Published by :

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