



INSIDER TRADING POLICY

RT PASTRY HOLDINGS BERHAD AND ITS SUBSIDIARIES

Registration No. 201801014342 (1276358-V)

(Incorporated in Malaysia)

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Version 1		

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1.0 PURPOSE

This Policy is designed to help officers, employees, directors, their family members and specially designated outsiders of RT Pastry Holdings Berhad (“RT Pastry” or “the Company”) understand the nature and scope of the Malaysian insider trading laws and the serious consequences of violating these laws with respect to transactions in the RT Pastry’s securities.

2.0 SCOPE

- a) This Policy applies to all transactions in RT Pastry’s securities, including common stock, options for common stock and any other type of securities that the Company may issue from time to time.
- b) It covers all officers of RT Pastry, all members of the Company Board of Directors (“Board”), and all employees of and consultants and contractors to RT Pastry and its subsidiaries, who receive or have access to material information regarding RT Pastry, that is not publicly known (herein after refer as “Material Non-Public Information”). This group of people, members of their immediate families, and members of their households are referred to in this Policy as “Insiders”.
- c) This Policy also applies to any person who receives Material Non-Public Information from any Insiders.

3.0 DEFINITIONS

Material information is any information about the Group that is “material” if it would be expected to affect the investment or voting decisions of the reasonable shareholder or investor, or if the disclosure of the information would be expected to significantly alter the total mix of the information in the marketplace about RT Pastry. In simple terms material information is any type of information which could reasonably be expected to affect the price of RT Pastry securities.

Non-Public Information is any information that has not been generally disclosed to the public or, if it has been disclosed, the time elapsed since disclosure has not been sufficient for investors to evaluate the information. Information becomes public when it has been released through appropriate channels, such as a press release, governmental filing, or public statement from a senior officer, and enough time has elapsed for the investing public to evaluate the information at that point and not before the information is considered “public”. All information that you learn about the Company (or any other company) in connection with your employment is potential “insider” information until publicly disclosed.

Tipping is the passing along of material non-public information to others. Penalties for tipping apply whether or not you derive benefit from another's actions. Recommending that others buy or sell RT Pastry's stock or other securities, even without telling them why, still can be unlawful in certain circumstances, and thus should be avoided.

One (1) full market day is commencing from the time information is obtained, up to one full market day after the announcement to the Exchange of a matter that involves Material Non-Public Information in relation to RT Pastry; and

Closed period is commencing from 30 calendar days before the targeted date of announcement to the Exchange of the quarterly results, up to one full market day after the announcement of RT Pastry's results for the financial quarter.

4.0 POLICY

4.1 Prohibited Activities

a) Dealing on Material Non-Public Information

- i) No director, officer or employee of, or consultant or contractor to, RT Pastry, and no member of the immediate family or household of any such person, shall engage in any transaction involving a purchase or sale of RT Pastry's securities, including any offer to purchase or offer to sell, during any period commencing from the date that he or she possesses Material Non-Public Information concerning the Company, and ending at the beginning of the market day following the date of public disclosure of that information, or at such time as such non-public information is no longer material. As used herein, the term "market day" shall mean a day on which the stock market of Bursa Malaysia Securities Berhad is open for trading in securities, which may include a surprise holiday.
- ii) No key employee may trade in company securities unless the trade(s) have been approved by the Compliance Committee.

b) Tipping

No Insider may "tip" or disclose Material Non-Public Information concerning RT Pastry to any other person (including family members, analysts, individual investors and members of the investment community and new media), unless required as part of that Insider's regular duties for the company and authorised by the Compliance Committee, where such information may be used by such person to his or her profit by trading in the securities of companies to which such information relates, nor shall such

Insider or related person make recommendations or express opinions on the basis of Material Non-Public Information as to trading in the Company's securities.

c) Confidentiality of Non-Public Information

Non-Public information relating to RT Pastry is the property of the company and the unauthorized disclosure of such information is forbidden. In the event any officer, director or employee of the Company receives any inquiry from outside the company, such as a stock analyst, for information (particularly financial results and/or projections) that may be Material Non-Public Information, the inquiry should be referred to the company's Compliance Committee, who is responsible for coordinating and overseeing the disclosure of such information in compliance with applicable laws and regulations.

4.2 Applicability of Policy to Inside Information Regarding Other Companies

This Policy and the guidelines described herein also apply to Material Non-Public Information relating to other companies, including RT Pastry's vendors and suppliers ("business partners"), when that information is obtained in the course of employment with, or the performance of services on behalf of the company. Civil and criminal penalties, and the termination of employment, may result from trading on inside information regarding the company's business partners. All officers, directors, employees, consultants and contractors should treat Material Non-Public Information about the RT Pastry's business partners with the same care required with respect to information related directly to the company.

5.0 DEALING GUIDELINES

All directors and officers and those employees (referred to as affected persons) identified by the company from time to time and who have been notified that they have been so identified are prohibited from dealing in the Company's securities during a closed period.

5.1 Exemptions

The following categories of dealings are exempted from the restriction in this Policy:

- a) the acceptance or exercise of options or rights under Share Issuance Scheme or share option scheme;
- b) the exercise of warrants;
- c) the conversion of convertible securities;
- d) the acceptance of entitlements under an issue or offer of securities, where such issue or offer is made available to all holders of RT Pastry's securities or to all holders of a relevant class of its securities, on the same terms;

- e) the undertaking to accept, or the acceptance of a take-over offer;
- f) the undertaking to accept, or the acceptance of securities as part of a merger by way of scheme of arrangement.

5.2 Procedure for dealings during closed periods

Notwithstanding Clause 2(a) and (b), an affected person who wishes to deal in RT Pastry's listed securities during a closed period must comply with the following procedures:

- a) before the proposed dealing, the affected person must give notice of intention to deal in writing to RT Pastry;
- b) upon receipt of such notice, RT Pastry must immediately announce to the Exchange the following information:
 - i) the affected person's current holdings of securities in RT Pastry;
 - ii) the affected person's intention to deal in the securities of RT Pastry during a closed period;
- c) the proposed dealing can only be effected after one (1) full market day from the date of the announcement being made pursuant to Clause 5.2(a) above;
- d) the affected person must give notice of the dealing in writing to the company secretary of RT Pastry within one (1) full market day after the dealing has occurred and RT Pastry must immediately announce such notice to the Exchange. RT Pastry must include the following in the notice and announcement:
 - i) the date on which the dealing occurred;
 - ii) the consideration for the dealing; and
 - iii) the number of securities involved in the dealing, both in absolute terms and as a percentage of all issued securities of that class in RT Pastry.
- e) RT Pastry must maintain a proper record of all notices received by it pursuant to Clause 5.2(d) above; and
- f) the company secretary of RT Pastry must, at each meeting of the Board, table a summary of dealings notified to RT Pastry since the last Board meeting.

5.3 Procedure for dealings outside closed periods

Where an affected person deals in the listed securities of RT Pastry outside closed periods, the affected person, RT Pastry and the company secretary of RT Pastry must comply with the following requirements:

- a) the affected person must, within three (3) market days after the dealing has occurred, give notice of the dealing in writing to the company secretary of the Company and RT Pastry must immediately announce to the Exchange of such dealings. RT Pastry must include the information set out in 5.2(d) in the notice and announcement;
- b) RT Pastry must maintain a proper record of all notices received by it pursuant to Clause 5.3(a) above; and
- c) The company secretary of RT Pastry must, at each meeting of the Board, table a summary of dealings notified to RT Pastry since the last Board meeting.

6.0 INDIVIDUAL RESPONSIBILITY

Every officer, director and employee, consultant and contractor have the individual responsibility to comply with this Policy against insider trading. An Insider may, from time to time, have to forego a proposed transaction in RT Pastry's securities even if he or she planned to make the transaction before learning of the Material Non-Public Information and even though the Insider believes he or she may suffer an economic loss or forego anticipated profit by waiting.

7.0 DISTRIBUTION OF POLICY AND ENFORCEMENT

This Insider Trading Policy shall be available to all persons to whom this Policy applies. The Compliance Committee shall endeavor to ensure that all employees are aware of the existence of the Insider Trading Policy its importance and the company's expectation that employees shall comply with the Insider Trading Policy. Any officer or employee who violates this Insider Trading Policy may face disciplinary action up to and including termination of his or her employment with the company without notice. The violation of this Insider Trading Policy may also violate certain securities laws. If it appears that a director, officer or employee may have violated such securities laws, RT Pastry may refer the matter to the appropriate regulatory authorities, which could lead to penalties, fines or imprisonment.

8.0 INQUIRY

Please direct your questions as to any of the matters discussed in this Policy to the company's Compliance Committee.

This Insider Policy was adopted by the Board of the Company on [XXX].

END.