

CODE OF CONDUCT

Effective Date: 1 July 2024

PREAMBLE TO THE CODE

DFI Retail Group Holdings Limited and its affiliates (collectively, “DFI Retail Group” or “Group”) maintain this Code of Conduct (“Code”) requiring all of its majority owned or controlled subsidiaries and affiliates and businesses to comply with the general law, with all rules and regulations applicable to its business operations and with proper standards of business conduct. With this in mind, the Code introduces and explains the core principles to business dealings and conduct for the Group.

The Code applies to everyone working for the Group anywhere in the world, including all part-time or full-time team members and directors. In addition, we expect the Group’s contractors, consultants, suppliers and other business partners to follow the principles in the Code in relation to their dealings with us and for this purpose, the Group has introduced a separate Supplier Code of Conduct. The Group’s associated companies and joint venture partners are also encouraged to adopt the Code or incorporate its principles in their own policies.

OUR GOAL

To give our customers across Asia a store they **TRUST**, delivering **QUALITY, SERVICE and VALUE**.

OUR VALUES

- We put our customers first...always
- We respect each other
- We care passionately
- We do the right thing

CODE OF CONDUCT PRINCIPLES

1. We Treat Each Other With Respect

The principle here is simple: you should treat everyone you come across in running our business fairly, impartially and with respect. This includes your fellow team members, customers and suppliers.

- **Non-discrimination and anti-harassment.** Bullying, intimidation, discrimination, and harassment of others has no place in the Group and will not be tolerated.
- **Diversity and Inclusion.** We are a retail group operating a wide range of market-leading businesses across Asia. Our people represent many ideas, experiences, cultures and backgrounds. This is one of our key strengths, and we all have a part to play in ensuring that our workplace supports and encourages inclusion and collaboration. All team members, regardless of ethnicity, gender, age, sexual orientation, disability, background or religion, should be treated fairly and with dignity, and be valued for the contributions they make in their role. Recruitment of our team

members and their remuneration, promotion, training, development and other benefits are based on aptitude, merit and ability.

We value the physical and mental health, safety and well-being of our team members. This is key to the success of our Group. All team members are encouraged and supported to develop their full potential and contribute to the sustainable growth of the Group. Your views and ideas are important: you should feel free to express them in a respectful manner with your colleagues at all levels within the organisation.

2. We Act with Integrity

Acting with integrity is fundamental in reinforcing the Group's status as a responsible employer and business partner of choice in Asia.

For the purposes of this section, the following definitions apply:

- **"bribe"** means any attempt to make another person do something for you or exert influence over or alter another person's behaviour, that is illegal or dishonest, by giving that person money, gifts, something else of value or taking action in a particular way.
- **"illicit payment"** means any payment prohibited by any applicable laws, regulations, rules, policies or customs, such as a bribe.
- **"corruption"** means any illegal or dishonest behaviour by any person in a position of power, authority or influence, including accepting a bribe to act in a particular way.

The following are important standards which we should all follow:

- **Never bribe or engage in corruption.** Never offer, solicit or accept any bribe or illicit payment, or let another person do so on your behalf. A bribe can be something other than a cash payment. For example, a gift, a favour, a release of a debt or even entertainment / hospitality could be considered a bribe if offered with a view to influencing any decision in business. Never engage in any corrupt behaviour or action. Always seek guidance from your line manager, or someone in the Legal Department if in doubt.
- **The Group has a "No Gift and Entertainment Policy** which is to set out rules and guidance on the following four areas from suppliers and business partners:
 - (a) receipt of gifts;
 - (b) receipt of product samples;
 - (c) invitation of entertainment; and
 - (d) invitation of travel and accommodation.
- Gifts include cash or cash equivalents of any kind, discounts, services, stock or promotional expenditure of any value. Examples of gifts include food (e.g. hampers) and bottles of alcohol. Entertainment means any time spent with a supplier or business partner involving meals, drinks, sporting events, theatrical or musical performances, trade shows, conferences, hospitality of any kind etc.
- DFI prohibits receiving of gifts or entertainment, travel and accommodation paid by suppliers or business partners in circumstances

which could be considered to give rise to undue influence or being placed in a position where offers might be misconstrued as being offered for personal gain.

- For exceptions to any gifts, entertainment, product samples, travel and accommodation, and donations, please refer to the “**No Gift and Entertainment Policy**”.
- **Avoid conflicts of interest.** Always act in the best interest of the Group while performing your duties. A conflict of interest arises where your personal interests or your personal relationships (or those of your family or friends, whether within or outside the workplace) cause, or may cause, you to make any decision or act against the best interests of the Group. Certain conflicts of interests may be avoided or managed if identified early enough. While it’s not possible to list every possible conflict of interest, the following are some examples:
 - Giving business of the Group to a company owned by your family or friends;
 - Using Group property for your personal gain;
 - Having any form of financial interest (other than in quoted shares) in any supplier or customer of the Group;
 - Lending money to a fellow team member;
 - Hiring, or encouraging your colleagues to hire, a family member or friend to any position in the Group without disclosing such relationship.
- **Government Dealings.** We respect the political processes in each country where we operate.
 - **Payments to Government Officials.** As a Group we do not, and you should not, offer any type of payment or benefit to any official or employee of a political party, Government or Government body (Government Official). If a Government Official requests any such payment or benefit you should refuse such request and report it to your line manager or the Legal Department.
 - **Political Activities.** You are free to support political parties and campaigns in your own time and with your own money, so long as you act in accordance with all relevant local laws. You must also ensure that you do not purport to represent the Group or any Group company in respect of such activities or do anything that might be reasonably perceived as purporting to represent the Group or any Group company.
- **Charitable donations.** As a Group we support worthy causes for the benefit of the communities where we operate. Such support is never made to obtain an improper advantage. The Group has developed a Corporate Social Responsibility Framework with one key focus area being to give back to the local communities in which we operate, with the Group’s mission to take action to improve people’s lives in the local communities that we serve. We encourage you to also become involved with local charities inside and outside of work. However, you should not use the Group’s resources to make or seek

contributions to charitable or other organisations, except where such activities have been properly authorised by the Group.

3. We Protect Our Group and Its Assets

- **Reputation.** We take pride in the Group's long-standing reputation, which has been built over the years through the combined efforts of all our businesses and dedicated employees. We should all be responsible for our conduct and be mindful of how our actions may impact the Group's reputation, including any communication on social media platforms or through other means, where there is a risk that any views expressed may be interpreted negatively against the Group.
- **Public statements about the Group.** We strive to ensure that any information shared publicly about our Group and its business is accurate, consistent and complete. Only authorised individuals should speak on behalf of the Group or its business to the media (including any communication on social media platforms), regulators, authorities and other stakeholders.
- **Social media.** Be cautious, responsible and exercise good judgment in your usage of social media platforms. You should not use social media in any way which may adversely affect the Group or its business or bring them into disrepute, implicate the Group or its business in any personal views, disclose any confidential information, or cause a breach of any applicable laws or regulations. You should always comply with your terms of employment, the Group's Communication Policy, and other applicable policies of your business relating to social media.
- **Safeguarding the Group's Assets and IP.** Our assets and resources include all tangible and non-tangible assets that the Group owns or uses to operate its businesses, including all intellectual property created or generated by employees during the course of employment with the Group. The Group's assets should not be used for personal benefit or the benefit of anyone other than the Group, except for reasonable personal usage which does not affect the Group's interests. Do not use or distribute any intellectual property belonging to the Group and its business (including logos, trademarks or copyrighted materials) except for authorised business purposes.
- **Confidential information.** Every team member should safeguard all confidential, proprietary and inside information of the Group. This includes information in any format (whether digital or physical) and all non-public information about the business, transactions and team members. Such information should never be used to secure personal advantage or be disclosed to anyone except those with a legitimate business reason to know. This applies during as well as after completion of your employment with the Group.
- **Personal data.** The Group respects the privacy of all team members, customers and business partners. Personal data should only be collected, used, held and processed for legitimate business purposes in accordance with applicable laws. Appropriate protections should be put in place to prevent

misuse and unauthorised disclosure of personal data. You should therefore follow the relevant privacy policies of the Group.

- **Health and safety.** We are committed to promoting and protecting the health and safety of all team members, customers, contractors, and the communities where we operate. You should always follow applicable health and safety standards and raise matters of concern where appropriate.
- **Information security.** We must all be vigilant in protecting the Group's information, including from cybersecurity attacks. Information integrity and security should be safeguarded by following the information security and acceptable use guidelines, policies and related procedures established by the Group.
- **Honest and accurate records.** Honest and accurate record-keeping and invoicing enable us to be accountable to our stakeholders, including investors, business partners, regulators and the general public. This is not limited to financial accounts and invoices, but other records such as expense reports and time recording. We should follow internal controls when maintaining records, invoicing and processing payments, and always keep alert to identify and prevent any departures from those standards.

4. We Play by the Rules

Our businesses operate in many countries and are subject to a wide range of laws and regulations. Legal compliance is important, and we should all be mindful of and comply with the laws and regulations which apply to our own work. The Legal Department can guide you in this regard. The following laws are particularly important and relevant to our Group:

- **Competition law.** Certain countries have competition laws to promote free and fair competition in the economy and prohibit conduct which has the effect of restricting or distorting competition. Competition laws typically prohibit the following type of activities: (a) arrangements between competitors which restrain competition (such as bid rigging, price fixing, market sharing, output restrictions and resale price maintenance); (b) exchange of competitively sensitive information with competitors; and (c) abuse of substantial market power to unfairly hurt competitors. If you become aware of or are asked to enter into any such arrangements, you must consult a senior team member and the Legal Department to ensure what you are doing is legal.
- **Share Dealing.**
 - You may become aware of information relating to a listed company, including a Group company, associate company or joint venture partner, which is not known publicly but, if it was, might influence someone to deal in the securities of such company (Inside Information). Some examples of Inside Information include knowledge of a potential investment in a listed company; changes to senior management; or the launch of a regulatory investigation. Dealing in shares of a listed company while in possession of Inside Information, whether gained through your employment or otherwise, is against the law.
 - Your role may require you to comply with the Group's Securities Dealing

Rules. You will be notified if this is the case and, if so, you should obtain approval from an appropriate member of senior management before dealing in securities of any company covered by those Rules.

- **Business licences.** Our businesses should be properly licensed to carry on their business within the permitted scope. This is especially important if you are working in a representative office or in any country or business subject to strict regulatory requirements.
- **Tax compliance by the Group.** If you are involved in handling tax matters on behalf of any business of the Group, you must ensure that the business complies fully with all relevant tax laws and regulations, including, for example, reporting of all income and expenditure, submitting complete and timely tax returns, and paying all taxes due under law.
- **Personal tax matters.** You should follow all relevant tax laws in respect of your personal tax matters, including disclosure of your pay and benefits to the relevant tax authorities and paying taxes in compliance with applicable laws. In some countries, benefits of certain kinds may receive preferential tax treatment. This may include benefits such as bonuses, fringe benefits, allowances (e.g. housing, education) and share options. Where this is permitted, your employer may be able to arrange to pay you in a manner which enables you to benefit from such favorable tax treatment whilst ensuring that there is no breach of local laws and regulations.
- **Exchange controls.** You must ensure that you do not do anything which is in breach of any exchange control laws and regulations in countries in which or with which you do business. You must exercise care if you are involved in making or receiving payments from one country to another, or if you are asked to make payments for the account of nationals of any country to an offshore account, or to make payments to local nationals in foreign currency rather than domestic currency. You must consult a senior team member in any cases where you have any doubts.
- **Valid employment status.** You must have all necessary visas, work permits, and all necessary specific registrations and qualifications for the work you do in the place you do it. In all instances, you must obtain these before you start to carry out the employment for which such visas, permits, etc. are required.

5. Building a Sustainable Business

We touch the lives of millions of people across Asia on a day-to-day basis. Our businesses therefore have a unique opportunity to become a force for good by implementing new initiatives in sustainability.

Sustainability needs to be a core part of how we do business and closely aligned with strategy and business planning, as well as being integrated into all levels of decision-making. We encourage you to participate by supporting efforts to incorporate sustainability across your work.

REPORTING YOUR CONCERNS

We all have a responsibility to report any potential breach of the Code. In case you are aware of any potential breach, you can raise it with your immediate supervisor or line

manager, People & Culture Head or the Legal Head of your business unit/department or of the Group. You can also raise the matter through any one of the Speak Up channels as set out in the Speak Up Policy.

The hotline, portal and email account are operated by an independent and reputable external provider that is committed to protecting the confidentiality of all matters reported and the anonymity of the reporter involved.

ADMINISTRATION OF THE CODE

The Code will be administered by Group Legal in conjunction with local Legal and Group People & Culture teams, with oversight by the Group Chief Legal Officer.

We all share responsibility to uphold the Code, no matter what our position in the Group may be. Any failure to comply with the Code and applicable laws may result in disciplinary action, up to and including termination of employment, and even fines or imprisonment. If any of our contractors, consultants, suppliers or business partners fail to follow the Code we will consider an appropriate response, including termination of their relationship with us.

In case of any discrepancy, the English version shall prevail.

