

Corporate Social Responsibilities Policy

We, CRESCENDO CORPORATION BERHAD and our subsidiaries are committed to conduct our business in a manner which ensures:

- Fair treatment of all employees and stakeholders.**
- Ethical business practices throughout our operations.**
- Acting in a socially responsible way.**
- Continually improving our performance and meeting relevant legislation.**
- Contribute to continuous care of the community and the marketplace in which it operates.**
- Achieving sustainable growth whilst maintaining a high degree of social and environmental responsibility.**

The Policy has been reviewed and approved by the Board of Directors at a meeting held on 26 June 2014

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Gender Equality Policy

We, **CRESCENDO CORPORATION BERHAD** and our subsidiaries are committed to maintaining a workplace free from harassment of any kind, including employee's race, colour, religion, gender, national origin, ancestry, disability, marital status, sexual orientation or gender identity. All employees have the right to work in an environment free from all forms of discrimination and conduct which can be considered harassing, coercive, or disruptive, including sexual harassment. No employee, either male or female, should be subjected verbally or physically to unsolicited and unwelcome sexual overtures or conduct.

The Policy has been reviewed and approved by the Board of Directors at a meeting held on 26 June 2014

Corporate Disclosure Policy

1. Scope and Objectives of Policy

Pursuant to the Listing Requirements ("LR") set by Bursa Malaysia Securities Berhad ("Bursa Malaysia") Paragraph 9.03 Part C, a prescribed minimum amount of disclosure has been outlined for listed issuers. This Corporate Disclosure Policy (hereinafter referred to as the 'Policy') aims to integrate the mandatory requirements set out in the LR with the Recommendations promulgated by the Malaysian Code of Corporate Governance 2012 ("MCCG 2012"), thus instilling the tenets of good governance within the practices of Crescendo Corporation Berhad ("Crescendo" or "the Company").

This document outlines the Company's policy on the determination and dissemination of sensitive and material information to investors, stakeholders, local media, the investing public and other relevant persons in line with the applicable legal and regulatory requirements. This policy is applicable to all Directors, Management staff, officers and employees of the Company and its subsidiaries.

2. Timely disclosure in accordance with the LR

Immediate announcements of material information must be made in accordance with the LR set out by Bursa Malaysia. Once materiality of the information has been assessed, the Board is responsible for the timely disclosure of the information in accordance with the disclosure obligations set out in the LR. A general guideline to determine materiality is if the information is reasonably expected to impact on:

- Price, value or market activity of any of its securities; or
- Investors' decisions in determining his/her course of action.

In relation to any material information that is being withheld temporarily, Crescendo is committed to ensuring confidentiality is maintained.

All disclosures made must be in a reader-friendly format allowing for easy understanding by all parties concerned. Crescendo is committed to disclosing information that is accurate, succinct, balanced, unambiguous and free of technical jargon.

Disclosures made are to adhere to the following protocols:

- all critical announcements are to be circulated to, and reviewed by, all members of the Board;
- all members of the Board are required to provide to the person/people delegated by the Chairman or Managing Director, confirmation or written approval of each announcement prior to its release;
- any relevant parties referenced in the announcement should also review the announcement prior to its release, to confirm the accuracy of the information; and
- the Chairman or Managing Director (or in their absence, the Executive Director) must approve the announcement before release to Bursa Malaysia.

3. Designated Spokesperson

The Company shall elect a spokesperson to be responsible for the oversight and coordination of the disclosure of material information to the market. The duties of the spokesperson shall include:

- review the material for disclosure to ensure adherence to regulatory requirements;
- ensures that the material is duly verified by the Board.
- ensures the information is disclosed in a timely manner as prescribed by regulations;
- maintain records pertaining to all disclosures made; and

The level of autonomy for the designated spokesperson is a matter for deliberation of the Board as a whole.

4. Market Rumours

It is the policy of Crescendo to clarify, confirm or deny any circulating market rumours upon becoming aware of the presence of any material information.

Any clarification provided will be in a published format, for the purpose of dissemination to the investing public.

5. Unusual Market Activity

Crescendo shall carry out an enquiry to ascertain the cause of any unusual market activity in its securities. In the case of any misinterpretations, clarification shall be provided via the appropriate channels in the Bursa Malaysia Securities Berhad.

- 6. Insider Trading**
The Company affirms its awareness of the provisions of Section 188 of the Capital Markets and Services Act in regards to insider trading. Directors, Management and employees of Crescendo and its subsidiaries shall not trade on the basis of any material information that has not been disclosed to the public.
- 7. Promotional Disclosure Activity**
Guided by the principles of fairness and transparency, Crescendo shall not participate in any promotional disclosure activity that may have a misleading effect on its investors or cause unwarranted activity within its securities.
- 8. Administrative matters**
On an annual basis, the Managing Director and Executive Director will review and assess the effectiveness of the Policy. Any requirement for amendment shall be deliberated upon by the Board and any recommendations for revisions shall be highlighted and proposed for approval.

The Policy has been reviewed and approved by the Board of Directors at a meeting held on 26 June 2014

Sustainability Policy

1. Introduction

- This policy is created for Crescendo Corporation Berhad (“the Company”) and its subsidiaries (“the Group”).
- This policy complements the Company’s existing Corporate Social Responsibility policy.
- Sustainability covers ethical business practices, a care for social and environmental issues as well as good corporate governance practises.

2. Objectives

The principle objective of this policy is to:

- Integrate the principles of sustainability into the Group’s strategies, plans, decision making, policies and procedures;
- Promote sustainable practices; and
- Create a culture of sustainability within the Group and community.

3. Social Sustainability

Focuses on developing programs and creating an environment to facilitate progress, monitor well being and advancement within the community.

- Maintain a safe, hygienic and healthy workforce;
- Train and retain high potential and performing employees;
- Promote and reward a positive work culture; and
- Promote racial harmony and prevent racial and gender discrimination.

4. Environmental Sustainability

The Group is committed to protecting the environment around it. Measures taken are as follows:

- The Group practices re-cycling in its business as well as various property development sites;
- The Group ensures that the level of pollutants released into the environment is kept to a minimum in all its development sites; and
- The Group complies with all environmental regulations.

5. Governance Sustainability

The credibility and integrity of the Group and board members hinges upon the proper execution of this practise. Hence the Group:

- Ensures it forms part of strategic planning; and
- Enhances it through regular updates and trainings.

6. Reports and Disclosures

The Company sets both short term and long term targets for its sustainability efforts. It also ensures that they are integrated into its strategies and business plans.

7. Review

This policy shall be reviewed by the Board and as and when the need arises.

The Policy has been reviewed and approved by the Board of Directors at a meeting held on 26 June 2014

BOARD CHARTER

OF CRESCENDO CORPORATION BERHAD (359750-D)

The Board Charter ('the Charter') sets out the composition, term of office, authority, responsibilities, and proceedings of the Board of Crescendo Corporation Berhad ('the Company'). It should be read in conjunction with the Company's Code of Conduct and other documents governing how the Crescendo Corporation Group conducts its business affairs.

The Charter is applicable to all Directors of the Company.

PURPOSE OF THE CHARTER

Consistent with the principles of good corporate governance and practice, in accordance with applicable laws and guidelines in Malaysia, the Charter provides the basis for a strong and responsible Board function in the Company.

BOARD COMPOSITION & TERM OF OFFICE

Pursuant to the Company's Memorandum and Articles of Association, the Board Composition and Term of Office shall be as follows:

The Board shall comprise a minimum of one third Independent Non-executive Directors and comprise Directors with a broad range of skills, diversity, expertise and experience from a range of background.

The Chairman is appointed from amongst the Directors as approved by the Board.

A Director is considered to be independent if he or she satisfies the standards adopted by the Board from time to time to assist it in its regular 'independence' determination. Generally speaking, Directors are considered independent where they are independent of management and free from any business or other relationships that could materially interfere (or perceived to interfere) with their judgment and fetter their decisions in discharging their duties.

The Board, through the Nominating Committee, regularly reviews the independence of each Independent Non-executive Director from available information relevant to such an assessment as disclosed by him or her to the Board.

In addition to the Company's Memorandum and Articles of Association on the eligibility, retirement, and re-election of Directors, the Company also complies with the relevant regulations and the laws on such matters.

AUTHORITY

The Board derives its authority to act from the Memorandum and Articles of Association and the relevant law and regulations governing companies in Malaysia.

The following are specifically reserved for the Board or its Committees:

- a. Appointment of the Chairman
- b. Appointment of Directors
- c. Establishment of Board Committees, their membership and delegated authorities
- d. Approval of interim dividends and recommendation of final dividend for shareholders' approval
- e. Review of corporate governance principles and policies
- f. Recommend acquisitions and divestments for shareholders' approval as appropriate
- h. Any other specific matters nominated by the Board from time to time.

THE BOARD'S ROLE

The Board's role is as follows:

- a. Represent and serve the interest of all shareholders by exercising oversight and evaluating the Company's strategies, policies and performance.
- b. Review the Company's performance against agreed targets and set the agenda for sustainable business performance.

- c. Set, review and ensure compliance with good corporate governance and a prudent and effective system of internal controls and risk management.
- d. Ensure shareholders are kept informed of the Company's performance and major developments affecting the Company.

BOARD COMMITTEES

The Board may, in discharging its duties and responsibilities or where required by appropriate laws and regulations governing Corporate Governance, establish the following Committees and approve their terms of reference:

- a. Audit Committee
- b. Nominating Committee
- c. Remuneration Committee

The Board may also delegate specific functions to ad hoc committees as and when required.

BOARD RESPONSIBILITIES

The main responsibilities / functions of the Board include:

- a. Reviewing corporate performance and implementation of strategy and business plans.
- b. Providing inputs and steer in the development of corporate strategy and performance targets.
- c. Approving operating budgets and major capital expenditures, exceeding the authority levels delegated to management.
- d. Reviewing management processes including risk management and internal controls framework with the guidance of the Audit Committee.
- e. Selecting, appointing and evaluating from time to time the performance of the Directors and the Board as a whole under the guidance of the Nominating Committee.
- f. Reviewing and approving the remuneration of all Directors under the guidance of the Remuneration Committee
- g. Monitoring and reviewing policies and processes relating to safety, compliance with relevant laws and the practice of high ethical standards.

MANAGEMENT AND BOARD RELATIONSHIP

- a. Ultimate responsibility for business strategy and system of internal controls rests with the Board as guided by the Managing Director, notwithstanding the Directors may delegate their powers as they consider appropriate.
- b. The management function is conducted by, or under the supervision of the Managing Director as directed by the Board.
- c. Management will supply the Board with information in a form, timeframe and quality that will enable the Board to effectively discharge its duties. In this regard, Board papers to be tabled at a Board meeting shall be made available to all Directors. Directors are entitled to request additional information and seek expert external advice where required.
- d. All Directors will be provided with advance notice of Board meetings.
- e. The relevant members of Management may be invited to the Board meetings, as the Directors deem necessary.

REVIEW

The Charter has been reviewed and approved by the Board of Directors at a meeting held on 26 June 2014

INVESTOR RELATIONS POLICY

Shareholders' Communications and Investor Relations Policy

1. General Policy

At all times, the Company is committed to making timely, full and accurate disclosure and distributing other corporate communications materials* in accordance with the Malaysian Code on Corporate Governance 2012.

- 1.1 All disclosures submitted to the Bursa Malaysia Securities Berhad shall be made available on the Company's well maintained and updated corporate website.

**Other corporate communication materials refer to any document issued or to be issued by the Company for the information or action of its Shareholders, including, but not limited to, the annual report, a notice of meeting, a circular and a proxy form*

- 1.2 This Policy is subject to regular review by the senior management and board of directors of the Company (the "**Board**") to ensure its effectiveness. Updates and amendments (as appropriate) will be made to reflect current best practices in our communication with Shareholders and the investment community.

2. Shareholder Rights

- 2.1 The Company is also committed to treating all Shareholders fairly and equitably, and would recognise, protect and facilitate the exercise of Shareholders' rights, and continually review and update such governance arrangements by adhering by these Guidelines:
- 2.2 The Company would facilitate the opportunity for Shareholders to participate effectively in and vote at general meetings of Shareholders. The Shareholders would also be informed of the rules, including voting procedures that govern general meetings of Shareholders.
- 2.3 The Company would allow corporations which provide nominee or custodial services to appoint more than two proxies so that Shareholders who hold shares through such corporations can attend and participate in general meetings as proxies.

3. Communications Principles

- 3.1 The Company strives to provide pertinent and accurate information to its Shareholders and the investment community in an effective and timely manner.
- 3.2 The Company will use clear and plain language in its communication with its Shareholders.
- 3.3 The Company endeavours to provide a consistent level of disclosure on both positive and negative developments of the Company.
- 3.4 The Company will communicate only through its designated spokespersons.
- 3.5 The Company and designated senior spokespersons will establish and maintain regular dialogue with Shareholders, to solicit and understand the views of the Shareholders through analysts and media briefings, investor roadshows or Investors' Day briefings.

- 3.6 The Company does not respond to rumours. However, if rumours indicate that material information has been leaked or they are in fact false or inaccurate, the rumours will be promptly denied or clarified via announcements made through Bursa Securities website www.bursamalaysia.com.
- 3.7 The Company will give reasonable access to analysts and the media to help them formulate informed opinions of the Company, but will not seek to influence those opinions.
- 3.8 The Company observes a "blackout period" of two weeks prior to the announcement of its quarterly results and one month prior to the announcement of its full-year results. During this period, the Company does not comment on industry outlook, the Group's business performance and financial results.

4. Communication Strategies

- 4.1 The Company actively engages its Shareholders and the investment community via:
- (i) Annual General Meeting ("AGM") and Extraordinary General Meeting ("EGM") if necessary;
 - (ii) quarterly results presentation slides and financial results announced via Bursa Malaysia's website and posted on the Company's corporate website;
 - (iii) one-on-one/group meetings or conference calls, investor luncheons, local / overseas roadshows and conferences;
 - (iv) site and property visits;
 - (v) annual reports;
 - (vi) news releases and statements;
 - (vii) notices of, and explanatory memoranda for AGMs and EGMs; and
 - (viii) corporate website (www.crescendo.com.my)

Investors' Communication

- 4.2 The Company meets with investors, the media and analysts at appropriate times and participates in investor roadshows, and sector conferences when invited.

Shareholders' Meetings

- 4.3 The Company's AGMs are the principal communication channels with its Shareholders and for Shareholders' participation.
- 4.4 All Shareholders are sent a copy of the Company's summary report with notice of AGM prior to the AGM. As and when an EGM of the Shareholders is to be held, each Shareholder will be sent a copy of a circular with notice of EGM which contains details of the matters to be proposed for Shareholders' consideration and approval.
- 4.5 Notices for the general meetings setting out all items of business to be transacted at the general meeting, are also announced via Bursa Securities
- 4.6 Members of the Board, the Company's senior management and the external auditors of the Company are in attendance at all general meetings to address Shareholders' queries. Shareholders are given the opportunity to communicate their views on various matters

affecting the Company. A Shareholder is allowed to appoint proxies to attend and vote at the general meetings in his/her stead.

Corporate Website

- 4.7 The Company maintains a corporate website (www.crescendo.com.my). The Company's business developments and operations, financial reports, announcements, news releases and other information are posted on its corporate website. Both current information and archives of previously released information including presentation slides and announcements can be found under the "Investor Relations" section of the corporate website.

5. Company Contacts

- 5.1 Shareholders can contact our Share Registrars at the following addresses:

Tacs Corporate Services Sdn Bhd (231621-U)
Unit No. 203, 2nd Floor,
Block C, Damansara Intan,
No 1, Jalan SS20/27
47400 Petaling Jaya, Selangor Darul Ehsan
Tel: 03-71182688 Fax: 03-71182693

6. Shareholder Privacy

The Company recognises the importance of Shareholders' privacy and will not disclose Shareholders' information without their consent unless required by law.

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