



UMEDIC GROUP BERHAD

[COMPANY NO.: 202101015347 (1415647-D)]

(Incorporated in Malaysia)

CODE OF CONDUCT AND ETHICS

1. OBJECTIVE

- 1.1 This Code of Conduct and Ethics (the “Code”) sets out the principles and standards of business ethics and conduct of UMediC Group Berhad and its subsidiaries (the “Group”). The Code shall apply to all Directors and employees, including full time, probationary, contract and temporary employees, of the Group in conducting the day-to-day duties and operations of the Group.
- 1.2 The objective of the Code is to assist the Directors and employees in defining ethical standards and conduct at work. The Code is not intended to be exhaustive and there may be additional obligations that the Directors and employees are expected to behave or conduct when performing their duties.
- 1.3 All Directors and employees shall always observe and ensure compliance with all applicable laws, rules and regulations to which they are bound to observe in the performance of their duties. Violation of any of the Code’s provisions can result in disciplinary action, including termination of employment.

2. COMPLIANCE WITH LAWS, RULES AND REGULATIONS

- 2.1 The Group operates in a highly regulated business environment and its activities are subject to local, state and federal laws, regulations and licensing conditions. All Directors and employees have a duty to act within these laws.
- 2.2 No Director or employee can be directed to carry out an illegal act, and no Director or employee can justify an illegal act by claiming to be acting under the order of a superior/senior management, or to be simply complying with a certain policy or instruction.

3. HEALTH, SAFETY AND ENVIRONMENT

- 3.1 The Group will use its best endeavours to ensure a safe workplace and maintain proper occupational health and safety practices to commensurate with the nature of the Group’s business and activities.
- 3.2 Effective training and support will be provided by the Group to the employees to assist them in their responsibilities of ensuring a safe workplace and reducing the environmental impacts of their activities.

4. FAIR DEALING IN EMPLOYMENT

- 4.1 All employees are to treat their fellow employees fairly and courteously without regard to race, creed, religion, gender, nationality, age or disability and shall not create any form of discrimination or prejudice in the workplace.
- 4.2 Any form of harassment by any Director or employee in the workplace will not be tolerated. Any questions concerning issues of such should be directed either to the employee’s superior or the Head of Human Resource Department. All such reports and complaints shall be treated

with the strictest confidentiality.

- 4.3 Any person suspected to have committed criminal harassment will be handed over to the relevant authorities.

5. CONFIDENTIALITY AND PROTECTION OF THE GROUP'S ASSETS AND FUNDS

- 5.1 All Directors and employees are required to exercise caution and due care to safeguard any information of a confidential nature relating to the Group which is acquired in the course of their employment and are strictly prohibited to disclose to any person, unless the disclosure is duly authorised or legally mandated. Information that would reasonably be considered confidential including but not limited to terms and conditions of contracts entered into by the Group, employee and customer details, performance and financial details and policies and procedures of the Group.
- 5.2 In the event that a Director or employee knows of a material information affecting the Group which has not yet been publicly released, the material information must be held in the strictest confidence by the Director or employee involved until it is publicly released.
- 5.3 Assets and funds of the Group must be fully protected and the Directors and employees are responsible for safeguarding and appropriately using the same for legitimate business purposes and that no property or information belonging to the Group or opportunity arising from these be used for personal gain or for any other purpose that is not in the best interest of the Group.

6. GIFTS

- 6.1 Directors and employees are allowed to present or receive items of nominal value such as promotional products and festive products that will not or will appear not to influence objective and fair business decisions.
- 6.2 The gifts, favours, entertainment or services that are deemed as not given to influence the Directors' or employees' performance of duties include normal business courtesies (e.g. meals or entertainment), token gifts which are occasional, gifts during festive or special occasions and gifts from social functions attended by the Directors or employees on behalf of the Group, are permissible.

7. CONFLICT OF INTEREST

- 7.1 The Directors and employees should avoid involving themselves in situations where there is real or apparent conflict of interest between them as individuals and the interest of the Group. Directors and employees must not use their positions or knowledge gained directly or indirectly in the course of their duties or employment for private or personal advantage, directly or indirectly.

Areas where conflicts might arise include:

- substantial share ownership in competing organisations.
- direct or indirect personal interest in contracts.
- receiving improper personal benefits as a result of his or her position in the Group.

- loans to or guarantees of obligations to the affected personnel and/or their family members by the Group.
- work for a competitor, customer or supplier.

The affected personnel shall fully disclose any actual or potential conflicts of interest to the Board of Directors (“Board”) and/or the management and where such circumstances are permitted by the Board and/or the management to continue, shall not be deemed a breach of the Code.

8. INSIDE INFORMATION AND SECURITIES TRADING

8.1 No Director or employee shall use price sensitive non-public information, which can affect the prices of the securities of the Company when it becomes publicly known (“Inside Information”) for personal benefit. Directors and employees are prohibited to trade in securities or to provide information to others to trade in securities of the Company until the inside Information is publicly released. Directors or employees shall also not trade in securities in any other companies where they have Inside Information which they obtain in the performance of their duties.

9. BRIBERY AND CORRUPTION

9.1 Corruption refers to any form of misuse of power made in attempt to gain undue advantage, including any type of bribery; offering, promising, giving, or accepting money, asset, or anything of value to a public official, government unit, private company, or person of duties, whether directly or indirectly, to induce favorable actions or restrain the person from performing duties and obtain or retain undue business advantages from the following stakeholders:

- Agents of government sector;
- Agents of private sector/ organisation;
- Clients;
- Counterparties; and
- Other related persons who may be involved directly or indirectly.

9.2 The Group prohibits all employees from being involved in bribery whether directly or indirectly, which also covers vendors, counterparties, Group’s competitors, contractors, subcontractors, government sector and private organisation. In addition, periodic review must be conducted on continuous basis on this Code to be in line with any changes in business or rules and regulations.

9.3 Directors or employees who commit an offence to anti-corruption or anti-bribery will be considered disciplinary action in which the punishment will be varied based on the severity of violation by the Board. Such punishment may include termination of employment and may also involve a prosecution in the court regarding anti-corruption.

10. CYBERSPACE ABUSE AND SOFTWARE PIRACY

10.1 The Group will not tolerate any form of abuse of cyberspace. Directors or employees who

have access to emails or internet access provided by the Group are required to use such services exclusively for work, business and matters of the Group. The use of such services for personal reasons is not permitted.

- 10.2 The Group forbids the use of pirated software in its computers and information technology (“IT”) facilities. The relevant departments and operations of the Group are expected to comply with copyright laws and to reasonably ensure that any software used is a fully licensed product.

11. SEXUAL HARASSMENT

- 11.1 Sexual harassment by any Director or employee is unacceptable. It is the Group’s policy to provide all employees with a working environment free from any form of sexual harassment. Any questions concerning issues of such should be directed either to the employees’ superior or the Human Resource Department of the Group. All such reports and/or complaints shall be treated with strictest confidence.

12. OUTSIDE INTEREST

- 12.1 Directors and employees shall not engage in an outside interest that will undermine the performance of the Directors and employees or bring disrepute to the Group.

13. IMPLEMENTATION AND COMPLIANCE

- 13.1 Chief Executive Officer and Heads of subsidiary companies shall oversee the communication, implementation and compliance of these principles and rules in their respective organisations.
- 13.2 All Directors and employees are to have free access to this document and must be conscious that contravention of these principles and rules on their part will result in an appropriate disciplinary action.

14. REPORTING OF VIOLATIONS OF THE CODE

- 14.1 Any employee who knows of, or suspects, a violation of the Code, is encouraged to whistle blow or report the concerns through the Whistleblowing Policy. The provision, protection and procedure of the Whistleblowing Policy for reporting of the violations of the Code are available on request. No individual will be discriminated against or suffer any act of retaliation for reporting in good faith on violations or suspected violations of the Code.

15. REVIEW OF THE CODE

- 15.1 The Board will monitor compliance with the Code and the Code will be reviewed periodically to ensure that it continues to remain relevant and appropriate from time to time.