

# CODE OF CONDUCT

## 1. OBJECTIVE

NOVA WELLNESS GROUP BERHAD and its subsidiaries (the “Group”) are committed to the business practice that is governed by integrity, honesty, fair dealing and compliance with all applicable laws since its inception.

The Group’s Code of Conduct (the “Code”) applies to all Executive Directors, Key Management and employees (the “Personnel”) and sets forth the standards by which we conduct our operations as well as to assist in continued implementation of the Group’s business principles.

The Code is not intended to be exhaustive nor can it anticipate every situation which may occur. Personnel should seek guidance when they are in doubt about the proper course of action in a given situation. In this regards the Group expects its Personnel to use sound judgment. However, compliance to this Code is an obligation owned by all Personnel to each other and to the Group.

## 2. GENERAL PRINCIPLES

### **Organisational Code of Conduct**

The Group and all Personnel must, at all times, comply with all applicable laws and regulations. The Group will not condone the activities of Personnel who achieve results through violation of the law or unethical business dealings.

All business conduct must be well above the minimum standards required by the law. Accordingly, the Personnel must ensure that their actions cannot be interpreted as being, in any way, in contravention of the laws and regulations governing the Group’s operations.

### **General Employee Code of Conduct**

The Group expects all Personnel to perform their duties honestly, conscientiously and in accordance to the best interests of the Group.

Personnel must take care to separate their personal roles from their positions in the Group when communicating on matters not involving the Group’s business. Personnel must not use their knowledge gained as a result of their position for private or personal advantage.

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## **Gifts, Gratuities and Entertainment**

Personnel must not accept any entertainment, gifts or personal favors that could in anyway influence, or appear to influence, business decisions in favor of any person or organisation with whom or with which the Group has or likely to have business dealings. Similarly, Personnel must not accept any other preferential treatment under these circumstances because their positions with the Group might be inclined to, or be perceived to, place them under obligation to return the preferential treatment.

## **Involvement in Other Business or Employment**

Personnel are expected to devote the whole of their time and attention during working hours to the business of the Group and at other times as reasonably necessary to perform their duties.

The Group discourages Personnel from seeking additional employment or business outside the Group which may interfere with their commitments and duties with the Group. Specifically this means any employment outside the Group which:

- Result in absenteeism, inability to perform their duties, or poor job performance at the Group.
- Could lead to conflict of interest, such as working for a Group's customer, supplier or competitor.

Personnel shall not without the consent of the Group be engaged in any other business or employment outside the Group.

## **Fraudulent Activities**

Personnel must not enter into any fraudulent activities. Fraudulent activities encompass an array of irregularities and illegal act characterised by intentional deception. Fraud can be perpetrated by persons outside as well as inside the Group.

No one has the authority to commit illegal acts related to the Group.

Fraudulent activities include acts that are not only a detriment to the Group, but also a detriment to third parties. Engaging in any act that involves fraud, theft, misappropriation of any property, including that of the Group, or any of its employees, suppliers or customers is strictly prohibited.

## **Fair Dealings**

Personnel involved in the negotiation of agreements, contracts and other dealings on behalf of the Group must ensure that all statements, communications, and representations are accurate and truthful, and must act honestly and fairly in all such business transactions.

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## **USE OF THE GROUP'S PROPERTY, INFORMATION AND RESOURCES**

### **General Misuse**

Generally, the use of property, information, and resources belonging to the Group for any purposes other than the business of the Group is prohibited.

Personnel are not authorized to use the Group's name or letterhead except in the ordinary course of business and for the legitimate business of the Group.

### **Funds and Other Assets**

Personnel who has access to funds in any forms must follow the Group's prescribed procedures for recording, handling and protecting money.

The Group imposes strict standards to prevent fraud and dishonesty. If any Personnel become aware of any evidence of fraud or dishonesty, they should immediately advise their respective head of departments or key management so that the matter can be promptly investigated.

Funds and all other assets of the Group are for the use of the Group only and not for personal benefit. When a Personnel's position requires spending the Group's funds or incurring any reimbursable personal expenses, that individual must use good judgment on the Group's behalf to ensure that good value is received for every expenditure.

### **Records and Communication**

Accurate and reliable financial books, records and statements are necessary to meet the Group's legal and financial obligations and to manage the financial affairs of the Group. The books and records must reflect in an accurate and timely manner all business transactions undertaken by the Group. The Personnel responsible for accounting and recordkeeping must fully disclose and record all assets and liabilities. Personnel must exercise diligence in enforcing these requirements.

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## **Confidentiality**

Personnel may be exposed to confidential information regarding the Group, its customer, suppliers, contractors or employees which they may have acquired during their employment with the Group. Personnel are expected to keep all information confidential.

Confidential information includes, but not limited to, all trade secrets, intellectual property, marketing, sales and business plans, customer and supplier list, customer personal information, including account history/activity, and any other information pertaining to the business, finances, transactions or affairs of the Group.

All current and former Personnel of the Group may not make improper use of confidential information which they may have acquired as a result of their employment with the Group to gain direct or indirectly an advantage for themselves, or any other person, or to cause detriment to the Group or its customers, suppliers, contractors or employees.

## **3. ADMINISTRATION OF THE CODE**

### **Where to Get Guidance**

Personnel can seek advice from the Group Human Resources if there are any uncertainties as to the interpretation of the Code.

### **Reporting**

Any breaches to the Code will be reported to the Audit Committee and Risk Management Committee after taking into account obligations in respect of confidentiality.