

TMCLS

CODE OF CONDUCT POLICY

Process Owner: Group Human Resources

Last updated: 3 October 2025

1.0 PURPOSE

A Code of Conduct sets out clearly the leaderships' expectations for behaviour across the business in the areas of integrity, objectivity, confidentiality, professional behaviour and professional competence.

2.0 SCOPE

This Code of Conduct ('Code') outlines the expected standards for ethical business conduct and serves as a guiding framework for interactions with all stakeholders. Furthermore, the Code communicates the core values that the Group upholds, reflecting its commitment to fostering a healthy corporate culture. The principles of this Code shall permeate all levels of TMC Life Sciences Berhad ('TMCLS') and its related entities, collectively referred to as the 'Group'.

This Code applies to all Directors and Employees of TMC Life Sciences Berhad (collectively referred to as the 'Employees' or 'We' in this policy), as the Company firmly believes that the proper actions and conduct of all Group companies and Employees are essential to upholding these standards.

3.0 TERMS & DEFINITIONS

For the purposes of this Code, unless otherwise is stated, the terms listed below represents its respective definitions:

- 3.1 AML/CFT:** Refers to Anti-Money Laundering/Counter Financing of Terrorism.
- 3.2 Anti-Bribery Officer:** means a designated officer from Group Legal whose official email address is antibriberyandcorruption@tmclife.com
- 3.3 Board:** Refers to The Board of Directors of the respective entities within the Group.
- 3.4 Code:** Refers to Code of Conduct.
- 3.5 Close personal relationships:** A close association or acquaintance (which may be based on regular business interactions or other social commitments), creating situations where a director and/or employee has influence over a person or vice versa.
- 3.6 Confidential information:** Refers to all non-public information entrusted to or obtained by a Director or employee by reason of his position with the Group. It includes, but is not limited to, non-public information that might be useful to competitors or harmful to the Group or its clients if disclosed, such as:
 - i. non-public information about the Group's financial condition, prospects or plans, trade secrets, business concepts, its marketing and sales programs, research and development information, as well as information relating to mergers and/ or acquisitions and divestments;
 - ii. non-public information concerning possible transactions with other companies or information about the Group's clients, suppliers or joint venture partners that the Group is under an obligation to maintain as confidential; and
 - iii. non-public information about a Director, employee or client as well as discussions and deliberations relating to business issues and decisions between and amongst Directors and employees.

3.7 Conflict of Interest: Refers to where personal interests and relationships impair or appear to impair the independence of any judgement in which, the Director or employee may need to exercise in discharging his duties to the Group. It can also arise in situations where an individual is in a position to take advantage of his role in the Group for his personal benefit, including the benefit of his family members or close acquaintances. This would undermine the duties of good faith, fidelity, diligence and integrity as expected by Group from its Directors and employees in discharging their duties and obligations.

3.8 Corruption: Refers to an act of giving or receiving of any gratification, bribe or reward in the form of cash or in-kind of high value for performing a task in relation to his or her job description.

3.9 Consultant: Refers to any persons engaged under a contract for services, whereby the individuals enlisted are only bound so far as to comply with the terms and conditions of their contract for service.

3.10 Director(s): Means the Director(s) of the Group in accordance with the definition provided in the Companies Act 2016.

3.11 Employee: Refers to a person who accepts a form of remuneration from the Group in exchange for services performed to or on behalf of the Group, either on a permanent, temporary, assignment, or secondment basis. Where an employee is employed on a contractual basis and the terms of the contracts differs materially from the provisions in the Code, the terms of the contract prevails.

3.12 Entertainment: The definition shall include but not be limited to the following:

- i. the provision of food, drink, recreation or entertainment of any kind; and/ or
- ii. the provision of accommodation or travel in connection with or for the purposes of facilitating entertainment of kind mentioned in paragraph (a) above;
- iii. with or without consideration paid whether in cash or in kind, in promoting or in connection with a trade or business activities and/ or transactions.

3.13 Facilitation payment: Refers to any form of payment made to a person or a Group in order to facilitate, expedite and/ or secure the interest of the giver or persons connected to the giver through the performance of a routine or administrative duty or function.

3.14 Family members: Refers to persons who falls within any one of the following categories:

- i. spouse;
- ii. parent including parent in-law, grandparents and grandchildren;
- iii. child including adopted child and step-child;

- iv. brother or sister, nieces, nephews, uncles, aunts, cousins and any persons related through adoption and legal guardianship; and
- v. spouse of the person referred to in subparagraphs (c) and (d) above.

3.15 Fee splitting: Means any form of kickbacks or arrangements made between practitioners, healthcare facilities, organisations or individuals as an inducement to refer or receive a patient to or from another practitioner, healthcare facility, organization or individual as defined in the Private Healthcare Facilities and Services Regulation 2006.

3.16 Gift(s): Refers to something that is bestowed voluntarily and without any form of compensation and shall constitute money, donation, loan, fee, reward, valuable security, goods, services, movable or immovable property, interest or use of the Group's facilities or property that may provide any other similar advantage or benefits. The definition shall include but not limited to the following:

- i. any office, dignity or titles, contract of employment or services, and any agreement to give employment or render services in any capacity;
- ii. any payment, release, discharge or liquidation or any loan, obligation or other liability, whether in whole or in part;
- iii. any valuable consideration of any kind, any discount, commission, rebate, bonus, deduction or percentage;
- iv. any forbearance to demand any money or equivalent;
- v. any other service or favours of any description, such as granting any favourable terms outside the ordinary course of business without prior approval from the Board, protection from any penalty or disability incurred or apprehended or from any action or proceedings of a disciplinary, civil or criminal nature, whether already instituted, and including the exercise or the forbearance from the exercise of any right or any official power or duty;
- vi. any offer, undertaking or promise, whether conditional or unconditional, of any gratification within the meaning of any of the preceding paragraphs; and
- vii. any cash or cash equivalents in the form of vouchers, discounts, coupons, shares or bonds and commission etc.

3.17 Gratifications: The definition shall include but not be limited to the following:

- i. money, donation, fee, loan, reward, valuable security, property or interest in property being property of any description whether movable or immovable, financial benefit, or any other similar advantage;
- ii. any office, dignity or titles, employment, contract of employment of services, and agreement to give employment or render services in any capacity;
- iii. any payment, release, discharge or liquidation or any loan, obligation or other liability, whether in whole or in part;
- iv. any valuable consideration of any kind, any discount, commission, rebate, bonus, deduction or percentage;
- v. any forbearance to demand any money or money's worth or valuable thing;

- vi. any other service or favour of any description, including protection from any penalty or disability incurred or apprehended or from any action or proceedings of a disciplinary, civil or criminal nature, whether already instituted, and including the exercise or the forbearance from the exercise of any right or any official power or duty;
- vii. any offer, undertaking or promise, whether conditional or unconditional, of any gratification within the meaning of any of the preceding paragraphs; and
- viii. any cash or cash equivalents in the form of vouchers, discounts, coupons, shares and commission etc.

3.18 Group: Refers to TMC Life Sciences Berhad and its subsidiary companies, collectively referred to as the Group.

3.19 Inside Material Information: Refers to all material information of Group, including but not limited to TMC Life Sciences Berhad's financial performance and operations information which is not generally available or has not been disclosed to the public, and if the material information becomes generally available or was to be made known to the public, would or would tend to influence reasonable persons who invest in the shares of TMC Life Sciences Berhad, who would expect it to have a material effect on the price or the value of the shares of TMC Life Sciences Berhad, in deciding whether or not to acquire or dispose of such shares.

3.20 Intellectual Property: Refers to inventions, copyrights, patents, trademarks, branding and technology, and industrial designs owned by the Group.

3.21 Listing Requirement: Refers to Main Market Listing Requirements by Bursa Malaysia Securities Berhad.

3.22 Management: Refers to anyone who is manager and above.

3.23 Money Laundering: Refers to any act or attempted act to conceal or disguise the identity of illegally obtained proceeds and passing it through legitimate business channels so that they appear to have originated from legitimate sources.

3.24 Nominal Value: Refers to any gift(s) bearing the sum of an aggregate amount of not more than Ringgit Malaysia Fifty only (RM50).

3.25 PHFSA 1998: Refers to Private Healthcare Facilities and Services Act 1998.

3.26 PHFSR 2006: Refers to the Private Healthcare Facilities and Services Regulation 2006.

3.27 Public Statement: Refers to the making of any statement or comment to any media (electronic and/ or print), the internet and speaking engagements. It also applies to every kind of correspondences with the media in print or electronic form as well as through social media channels.

3.28 Report: Refers to the report made through the channels as provided in the Group's Whistleblowing Policy and Procedure.

3.29 Third Party/Parties: Refers to parties who are external persons or companies independent of the Group, which may include customers, potential customers, contractors, suppliers, enterprises and any other stakeholders with whom a business relationship, whether current, prospective or historic exists.

4.0 THE POLICY

POLICY STATEMENT

All Directors and Employees shall maintain a high standard of ethical behaviour, integrity, and professionalism within the workplace in TMCLS and all entities under TMCLS.

Guidelines:

4.1 INTRODUCTION

4.1.1 This Code should be read together with enumerations encapsulated in the relevant legislative and regulatory promulgations including but not limited to the following:

- i. Malaysian Anti-Corruption Commission Act 2009;
- ii. Private Healthcare Facilities and Services Act 1998;
- iii. Private Healthcare Facilities and Services Regulation 2006;
- iv. Main Market Listing Requirements of Bursa Malaysia Securities Berhad ('Listing Requirements');
- v. Malaysian Code on Corporate Governance; and
- vi. Employment Act 1955.

4.1.2 Where there is a conflict between the contents of this Code and the laws and regulatory promulgations, the relevant enumerations contained in the legislations and regulations shall prevail.

4.1.3 The Code shall also be read in tandem with other governance policies and documents of the Group such as the Limits of Authority, Whistleblowing policy, Anti-Bribery and Anti-Corruption policy and Conflict of Interest policies. In the event of ambiguity concerning the stipulations contained in this Code, stakeholders should consult Group Human Resource Department to navigate the attendant issues, rather than disregarding the Code without prior consultation.

- 4.1.4 In this Code, words importing one (1) gender include the other gender and words importing the singular include the plural and vice versa, as the case may be.

4.2 INSIDER TRADING

- 4.2.1 The Directors, employees of the Group and their family members are required to comply with the applicable laws and regulations on insider trading, including restriction in dealing with publicly traded securities of TMC Life Sciences Berhad at all times whilst in the possession of material non-public information or price sensitive information, until such information is generally available to the public.
- 4.2.2 In accordance to **Section 188(2) of the Capital Markets and Services Act 2007**, the Directors, employees of the Group and their family members shall not deal in shares of any entity listed or pending listing on a stock exchange at any time when he is in possession of information, obtained as a result of his directorship or employment by, or his connection with the Group which is not generally available to the public, and which, if it was so available, would likely bring about a material change in the market price of shares or other forms of securities of the entity concerned.
- 4.2.3 The Directors and employees of the Group shall at all times safeguard all confidential information of the Group and shall never use it to trade in shares or other securities of TMC Life Sciences Berhad or recommend or cause a third party to do so as prohibited by **Section 188(3) of the Capital Markets and Services Act 2007**. Unless authorised, Directors and employees shall only disclose such information by any order of any court or competent jurisdiction or any competent judicial, governmental or regulatory authority. Breach of insider trading laws and regulations can result in severe criminal penalties, as spelt out in **Section 188(4) of Capital Markets and Services Act 2007** as well as civil actions by the affected parties.
- 4.2.4 All Directors and employees of the Group shall abide by the applicable securities laws and regulations and avert relevant breaches, which include false trading, market rigging, market manipulation, fraudulent and misleading trading, electronic crime and dissemination of false information.

4.3 CONFIDENTIALITY OF INFORMATION

- 4.3.1 Directors and employees should never use or disclose confidential information to any other employees, third parties and members of the public unless otherwise as authorised by the Board or the Management of the Group for a legitimate cause.
- 4.3.2 Directors and employees shall not disclose confidential information outside the Group, either during or after their service with the Group, except when disclosure is authorised by the Board or Management or required by any order of any court of competent jurisdiction or any competent judicial, governmental or regulatory authority, as the case may be. Directors and employees shall also be vigilant to avoid unintentional disclosure by adopting safe practices when transmitting or storing confidential information.

- 4.3.3 Directors and employees shall not disclose/disseminate confidential information within the Group except to those who need to know such information and only in accordance with applicable laws and regulations and the policies and procedures determined by the Board and Management. Directors and employees shall take steps to maintain confidentiality at all times and avoiding inadvertent disclosures.
- 4.3.4 If any of the confidential information shall be retained in the custody of the Directors and employees after ending their service with the Group, the said individual shall take all reasonable steps to promptly repatriate these documents and information to the Group.
- 4.3.5 Any Directors and employees entrusted with such confidential information must abide by the Insider Trading stipulations as outlined in **Paragraph 4.2** on insider trading. Any breaches to the preservation of the Confidential Information shall be treated as an insider trading offence and the concerned Director and employee shall be subjected to criminal penalties in accordance to the law and/or civil actions by affected parties.
- 4.3.6 The Directors and employees, during and after being in service with the Group, shall take appropriate measures so that all information and confidential documents are not exposed or divulged to unauthorised parties.

4.3.7 Privacy and Personal Data Protection

- 4.3.7.1 Directors and employees must respect people's privacy and acknowledge patients, customers, employees and other person's need to feel confident that their personal data is processed appropriately and for a legitimate business purpose. Directors and employees must commit to complying with all personal data protection laws. Directors and employees must only acquire and keep personal information that is necessary, and Directors and employees must provide proper information on these activities to data owners. Directors and employees must implement proper security measures to ensure confidentiality, integrity and availability of personal information.
- 4.3.7.2 Directors and employees must observe the legal requirements and implement procedures to ensure the legality of personal data handling and processing activities.
- 4.3.7.3 Employees may refer to **TMCLS-CP/012 Personal Data Protection** Central Policy that located in the Company's intranet.

4.4 ANTI-MONEY LAUNDERING/ANTI-TERRORISM FINANCING

- 4.4.1 Directors and employees of the Group shall be prohibited from being involved in money laundering and terrorism-financing activities as enshrined in the applicable Anti-Money Laundering/Counter Financing of Terrorism ('AML/ CFT') laws and regulations including the Anti-Money Laundering, Anti-Terrorism Financing and Proceeds of Unlawful Activities 2001.

- 4.4.2 The following are some example indicators of money laundering and terrorism financing:
- 4.4.2.1 Requests for payment amounts that differ from the milestones stated in the contract;
 - 4.4.2.2 Currency of payment that differs from that stated in the contract;
 - 4.4.2.3 Mode of payment used is outside the course of normal business practice; and/or
 - 4.4.2.4 Payments to/from parties that are not the contracting parties.
- 4.4.3 Directors and employees shall ensure that counterparty due diligence is conducted to understand the business and background of the prospective business counterparties with a view of ascertaining the origin and destination of money, property and services to comply with the applicable AML/CFT laws and regulation.
- 4.4.4 It is the duty of every Director and employee to inform the Group Legal immediately should they detect or suspect any violations of the applicable AML/CFT laws in the course of their service with the Group. Any Director or employee who is found to be engaging or assisting in money laundering activities shall face criminal proceedings being instituted against them in accordance with the laws applicable on anti-money laundering.

4.5 ANTI-CORRUPTION, BRIBERY AND ABUSE OF POWER

- 4.5.1 Directors and employees shall not, in any circumstances, be involved in any form of acts of corruption or bribery, either directly or indirectly as follows:
- 4.5.1.1 give or receive any form of gratification including agreeing to accept or attempting to obtain, from any party, for themselves or for any other party;
 - 4.5.1.2 give, receive or solicit for gifts, entertainment, donation and/or sponsorship not in accordance to the Group's policies as well as any applicable anti-corruption laws;
 - 4.5.1.3 abuse of power; and
 - 4.5.1.4 make false claims by themselves or through a third party with intent to deceive or mislead.
- 4.5.2 Directors and employees shall not, in any circumstances, give or offer or promise to give any bribe or gratification to any party as an incentive or a reward for doing or forbearing to do, or for having done or forborne to do any act in relation to Group's affairs or businesses, or for showing or forbearing to show favour or disfavour to any person in relation to Group's affairs or businesses.
- 4.5.3 Directors and employees shall refrain from any activity or behaviour that could give rise to the perception or suspicion of any corrupt conduct or the attempt thereof in their official capacity as well as outside of work so as to protect the good name of the Group.

- 4.5.4 Directors and employees shall not, accept or obtain, directly or indirectly, any commission, discounts, secret profits or any other benefit (cash or in-kind) in respect of any goods or services sold or purchased or other businesses with the Group.
- 4.5.5 Directors and employees shall not provide facilitation payment (or anything that can tantamount to any corrupt conduct) to any local or foreign officials with a view of expediting a routine business action for the Group. Any requests for facilitation payment (or anything that can tantamount to any corrupt conduct) should be refused without exception and reported immediately to the Group Legal.
- 4.5.6 Directors and employees shall not use their position for any gratification or benefits, whether for themselves, family members, or any persons with close personal relationship, when making business decisions for the Group, in which they have interest in, directly or indirectly.
- 4.5.7 It is the responsibility of all persons to report such bribes or gratifications to the Anti-Bribery Officer and an officer of the Malaysian Anti-Corruption Commission (or to a police officer). It should be noted that it is an offence under **Section 25(1) of the Malaysian Anti-Corruption Commission Act 2009** on the failure of any persons to report to the authority when they have been solicited, whether directly or indirectly, for any bribe or gratification, whether received in their official capacity or in the course of their employment or outside of work.
- 4.5.8 The Directors and Senior Management shall ensure that these guidelines are followed:
- T**op Level : to ensure that it practices the highest level of
Commitment integrity and ethics.
 - R**isk Assessment : to conduct comprehensive risk assessment on a
yearly basis
 - U**ndertake Control : to ensure policies are followed
Measures
 - S**ystematic Review, : to conduct an internal audit at least once every
Monitoring and three years to show that TMCLS is operating in
Enforcement compliance with its policies and procedures in
relation to corruption.
 - T**raining and : to provide its employees and business associates
Communication with adequate training to ensure thorough
understanding of TMCLS's anti-corruption position.

4.6 GIFT, ENTERTAINMENT, SPONSORSHIP AND DONATION

- 4.6.1 As a general principle, all Directors, employees and their family members shall not give or receive any gifts, entertainment, sponsorship and/or donation to or from third party/parties. All Directors and employees shall immediately decline or return any gifts and/or entertainment should they be offered by third party/parties.

- 4.6.2 Only in very limited, rare and defined cases, it is permissible for Directors and employees to give or receive any gifts or entertainment where refusal of such gifts or entertainment might be taken as a gesture of disrespect provided that the quantum is below the nominal value i.e. RM50 or below and the provision and acceptance is done in a bona fide manner.
- 4.6.3 All gifts, entertainment, sponsorship and/or donation accepted or received shall be declared via the **Declaration Of Gifts, Entertainment, Donations, Sponsorships or Other Benefits Form (Appendix A)** and send for respective approval as required therein.
- | | | |
|-------------|---|---------------------------------------|
| Below RM 50 | à | Not required to declare |
| Above RM 50 | à | Declaration and approval are required |
- 4.6.4 Declarations should be made on the nature of the gift, entertainment, sponsorship, donation or other benefits, relationship between the receiver and giver as well as the estimated value of the gift(s), entertainment, sponsorship, donation or other benefits. As for sponsorships, utmost care must be taken to ensure that they are not used as a subterfuge for bribery, either where given or received. The approvers should consider the compliance of this Code under this **Paragraph 4.6** before giving his/her approval. Whenever in doubt, clarification should be sought from Group Legal.
- 4.6.5 In addition to the above, gift, entertainment, sponsorship, donation or other benefits to be received by Directors and employees should strictly be rejected if the intention of such gifts and/or entertainment is to:
- i. influence any present or future act or decision by that Director or employee; or
 - ii. induce such Director or employee to perform or omit any act in violation of his proper duties and responsibilities; or
 - iii. induce such Director or employee to use or direct any other person to use his influence with a government, or any of its representatives, divisions or agencies to affect or influence any act or decision of any such government, representative, division or agency and in any or all of the above cases, for the purposes of expediting, benefiting, prejudicing or affecting in any way whatsoever whether directly or indirectly, the business dealings or relationship of the giver with the Group.
- 4.6.6 Any gifts, donations, sponsorships, or benefits and/or entertainment which are deemed to be unacceptable by the Director or employee shall be: -
- i. returned to the giver;
 - ii. where such could not to be returned to the giver due to impracticability, the said Director or an employee shall reimburse the giver in the full amount; or
 - iii. shall be retained by the Group for distribution to recognised charitable organisations, the Group's Thomson Shine or for general distribution to the Group's employees.
- 4.6.7 Gifts received during any festive seasons or any other token of appreciation that is perishable goods in the form of fruits, cakes, soft drinks or flowers shall

be considered acceptable and may not require declaration provided that these gifts are shared with employees of the Group and not personally consumed in its entirety. However, the value of such perishable goods shall not exceed RM500.

- 4.6.8 When providing gifts, donations, entertainment and/or sponsorships to any recipients in accordance to the Group's policy, utmost care shall have to be taken to ensure that the gifts, donations, entertainment, and/or sponsorships conform to the recipient's rules and policy on gift, entertainment and sponsorship and with reference to **Paragraph 4.6.3** of the Code.
- 4.6.9 Directors and employees shall not give or accept gifts or any other benefit or privilege that would in any way influence or appear to influence any business decision or gain an unfair advantage. It shall not be related to any contractual negotiations, tender awards or any other similar circumstance.
- 4.6.10 In relation to dealings with government officials and political parties:
- 4.6.10.1 The Group strives to build transparent and fair relationship with all government agencies and public officials. Appropriate action must be taken to comply with the applicable laws and regulations as well as the Group's relevant policies and procedures.
- 4.6.10.2 The provision of any gifts, donations, entertainment and/or sponsorship to government agencies and public officials shall be generally prohibited unless it adheres to the provisions as follows:
- i. during any festive seasons or any other token of appreciation that is below the nominal value, plaque, souvenir, or perishable goods in the form of fruits, cakes, soft drinks or flowers (Clause 11 of Service Circular No.3 of 1998).
 - ii. in accordance to the Guidelines in the Service Circular No.3 of 1998 and the Gift Enquiry under Frequently Asked Questions by MACC.
- 4.6.10.3 Directors and employees shall be strictly prohibited from either directly or indirectly offering, promising, providing, receiving or agreeing to receive any form of gifts, entertainment, contribution, donation or sponsorships to or from any politicians, political parties, political party officials, candidates for political office or individuals or group or individuals possessing political or governmental relationships or intentions.
- 4.6.11 Charitable donations are part of the Group's commitment to society and represent a way of contributing to worthy causes. However, it shall be noted that even legitimate donations may in certain instances have the risk of creating the appearance of bribery and corruption. Hence, it is incumbent on Directors and employees to ensure that donations on behalf of the Group shall be made through legal and proper channels including authorisation based on the Limits of Authority and declaration and approval form in Appendix A.

- 4.6.12 In providing donations, care must be taken to ascertain that the charity organisations on the receiving end are valid/registered entities, and the contribution shall be used for the intended purpose. Caution must be exercised in making donations to organisations that have links to government officials or their families, as this could be seen as a favour for a favour act with the purpose of influencing the official's decision for the benefit of the Group.

4.7 PERSONAL SOLICITATION

- 4.7.1 Directors and employees shall be strictly prohibited from soliciting for business either for monetary or non-monetary purpose, for themselves and/or on behalf of another party or organisation during office hours. The prohibition on solicitation extends amongst others to service providers, agents, vendors and contractors of the Group. Such solicitations include the promotion, sale or distribution of any type of merchandise during or outside office hours.
- 4.7.2 It is the duty of employees to report any form of solicitations, either from a fellow employee or from any third parties that occurs on the premises belonging to the Group that could potentially cause embarrassment to the Group.

4.8 COMMITMENT

- 4.8.1 All employees shall, in the course of their employment with the Company and in carrying out their duties and responsibilities in respect thereof, diligently and to the best of their ability perform such responsibilities and responsibilities as may from time to time be assigned or designated to them.
- 4.8.2 All employees are expected at all times to promote and advance the interests of the Company and shall not do anything to bring disrepute to the Company.
- 4.8.3 All employees shall obey, comply with and observe rules, regulations, procedures, practices, orders, directives and policies of the Company, whether expressed or implied in law or by custom and practice.

4.9 DRESS CODE

- 4.9.1 All employees are expected to be dressed appropriately to reflect the standards and professionalism of Group. Employees are required to manage their image and to be groomed to reflect a professional corporate image, which includes maintaining a neat, clean and tidy appearance which suits the professional image.
- 4.9.2 Employees who are required to wear a uniform must wear them during the stipulated working hours and ensure that the uniform is kept clean and neat at all times.

4.10 HEALTH AND SAFETY

- 4.10.1 The Group aims to promote a safe and hazard-free work environment for Directors, employees, contractors, suppliers, vendors and any other Third Party.
- 4.10.2 The Group shall operate in an environment that adheres to the Occupational Safety and Health Act 1994 and the PHFSA 1998 and the PHFSR 2006 and shall strive to improve the safety regulations.

- 4.10.3 Employees shall contribute by creating a safe working environment by promptly reporting accidents, injuries, and unsafe equipment, practices or conditions to their superior or any other designated persons as appointed by the Group.
- 4.10.4 Employees shall also ensure that the healthcare facilities and services provided are kept clean and fit for operations as well as it complies to the minimum standards in terms of safety, quality of care and welfare of patients as accorded in the PSFSA 1998.
- 4.10.5 Employees shall also report to work free from the influence of any external substance that could prevent them from conducting work activities safely, effectively and in good health.
- 4.10.6 The onus is on the employees to declare immediately any dangerous and contagious disease, that he is afflicted with to his superior or to any other designated persons as appointed by the Group.

4.11 PROHIBITED DRUGS, ALCOHOL AND ILLEGAL SUBSTANCES

- 4.11.1 All employees are strictly prohibited from any usage, possession, distribution or sale of prohibited drugs, alcohol or any other illegal substances while in the Group's premises, in control of the Group owned vehicles or while discharging their duties in their official capacity and/or when they are representing the Group.
- 4.11.2 Any employee, who is suspected to be under the influence of drugs, alcohol or any other prohibited substances, shall be required to undertake a special test at the Group's panel of clinics or government clinics or hospitals.
- 4.11.3 The Company may from time to time, at its sole discretion require employees to be randomly tested for the use of illegal drugs and substances. Refusal by the employee to undergo such a test may warrant appropriate disciplinary action to be taken by the Company as it deems fit.
- 4.11.4 A positive outcome of the test or non-compliance with the mandated test or the Group's medical procedures would cause grounds for disciplinary action.

4.12 SEXUAL HARASSMENT

- 4.12.1 It is the policy of the Group to promote a safe and healthy working environment that fosters mutual respect where individual employees irrespective of status or position are treated with dignity and free from any form of sexual harassment.
- 4.12.2 Directors and employees shall be strictly prohibited from engaging in any form of harassment, humiliation and intimidation of a sexual nature.

4.12.3 Definition of sexual harassment

- 4.12.3.1 For the purpose of this Code, Sexual Harassment shall be defined as:
- 4.12.3.2 Any unwanted conduct of a sexual nature having the effect of verbal, non-verbal, visual, psychological or physical harassment:
 - i. that might, on reasonable grounds, be perceived by the recipient as placing a condition of a sexual nature on his employment;
 - ii. that might, on reasonable grounds, be perceived by the recipient as an offence or humiliation, or a threat to his/her wellbeing but has no direct link to his employment.
- 4.12.4 Sexual harassment can occur between individuals of different sexes or of the same sex.
- 4.12.5 Based on the above definition, sexual harassment may be divided into two categories, namely sexual coercion and sexual annoyance.
 - 4.12.5.1 Sexual coercion is sexual harassment that results as a direct consequence to the victim's employment. An example of sexual harassment of this coercive kind is where a superior, who has power over salary and promotion, attempts to coerce a subordinate to grant sexual favours. If the subordinate accedes to the superior's sexual solicitation, job benefits shall follow. Conversely, if the subordinate refuses, job benefits are denied.
 - 4.12.5.2 Sexual annoyance, the second type of sexual harassment is sexually-related conduct that is offensive, hostile or intimidating to the recipient, but nonetheless has no direct link to any job benefit. However, this conduct creates a bothersome working environment which the recipient has to tolerate in order to continue working. Sexual harassment by a Director or an employee against a co-employee falls into this category. Similarly, harassment by a Director or an employee towards stakeholders during the course of work also falls into this category.
- 4.12.6 Sexual harassment in the workplace shall also include any employment-related sexual harassment occurring outside the workplace as a result of employment responsibilities or employment relationships. Situations under which such employment-related sexual harassment may take place include, but are not limited to the following:
 - i. at work-related social functions;
 - ii. in the course of work assignments outside the workplace;
 - iii. at work-related conferences or training sessions;
 - iv. during work-related travel;
 - v. over the phone; and
 - vi. through electronic media.

- 4.12.7 It is essential to emphasise that sexual harassment refers to sexual conduct whether explicit or implied, which is unwanted and unwelcome to the recipient. It is also a sexual conduct which is imposed on and unsolicited or unreciprocated by the recipient.

4.12.8 Forms of sexual harassment

- 4.12.8.1 Sexual harassment encompasses various conducts of sexual nature which can manifest themselves in five possible forms, namely:
- i. Verbal harassment: e.g. offensive or suggestive remarks, comments, jokes, kidding teasing, sounds, inquires or discussion about sexual activities or verbal abuse.
 - ii. non-verbal/gestural harassment e.g. leering or ogling with suggestive overtones, licking lips, holding or eating food provocatively, hand signal or sign language denoting sexual activity, persistent flirting;
 - iii. visual harassment e.g. showing pornographic materials, writing sexually suggestive letters or other written materials, sexual exposure;
 - iv. psychological harassment e.g. repeated unwanted social invitations, proposals for dates or physical intimacy; and
 - v. physical harassment e.g. inappropriate touching, patting, pinching, stroking, grabbing, hugging, kissing, fondling, brushing up against the body, or sexual assault.

4.12.9 Disciplinary Action

- 4.12.9.1 Since sexual harassment is a form of misconduct, all employees including superiors and managers shall be subject to disciplinary action up to and including dismissal for engaging in sexual harassment. Employees who make false and malicious complaints of sexual harassment as opposed to complaints that shall be made in good faith shall also be subject to disciplinary action.
- 4.12.9.2 An independent and thorough investigation in a manner that is as confidential as possible under the circumstances shall be carried out on all complaints received alleging sexual harassment.

4.12.10 Complaint Procedure

- 4.12.10.1 Due to the sensitive and personal nature of sexual harassment complaints, employees who believe themselves to be aggrieved under this policy shall, within seven (7) days from the date of the purported incident or as soon as practicable direct his/her grievance to the GHR.
- 4.12.10.2 It is necessary that such complaints be made direct to the GHR, so as to ensure maximum confidentiality and to minimize embarrassment to the complainant especially at the time of reporting and in the course of investigation into the complaint.

4.13 NON-DISCRIMINATION

- 4.13.1 All Directors and employees shall respect the rights and cultural differences of other individuals in the Group. The Group is an equal opportunity employer and shall not be discriminated against any employee or applicant because of race, age, sex, religion, caste, material status and disability.
- 4.13.2 This policy applies to all terms and conditions of employment or contract of service, including, but not limited to, hiring, placement, promotion, termination, layoff, recall, transfer, leave of absence, compensation and training. Discrimination and prejudice constitute as unacceptable behaviour within the Group's premises, and anyone found guilty of such shall have serious action against them.

4.14 CONFLICT OF INTEREST

- 4.14.1 All Directors and employees are expected to exercise caution and business prudence in conducting the day-to-day affairs of the Group and any business decisions made should consider the best interests of the Group.
- 4.14.2 At all material times, Directors and employees shall avoid any conflict of interest situations which may, directly or indirectly, in the course of discharging their duties or outside of work, have the potential to interfere with their objectivity in performing duties or exercising judgement on behalf of the Group.
- 4.14.3 A conflict of interest might arise in instances where personal interests and relationships, impair or appear to impair, the independence of any judgement in which the Directors or employees may need to make in discharging his duties to the Group. This includes, but not limited to:
 - 4.14.3.1 receiving or giving of gifts or entertainment as a result of the Director or employee's position with the Group that may cause conflict of interest situations. Refer to the **Paragraph 4.6** for further details;
 - 4.14.3.2 A Director or Employee in a position to influence decisions that are made by the Group with respect to dealings with a business, enterprise or entity owned or partially owned by the employee, the employee's family member or those with whom he/she has a close personal relationship with; or
 - 4.14.3.3 A Director or an Employee competing with or against the Group in a business transaction.
- 4.14.4 Directors and employees shall not have a direct or indirect involvement in the following:
 - 4.14.4.1 to establish any incidental business with external or internal parties involved in a project or collaboration of the Group under any circumstances (e.g. with the business partners, contractors or suppliers, during or after leaving employment with the Group. Directors and employees shall not use the contacts or business information established from such transactions or business during their tenure with the Group to establish their own business);

- 4.14.4.2 being involved in any business dealings or transactions that compete with or is conflicting with the interests of the Group;
 - 4.14.4.3 being involved in any of the Group's business dealings or transactions in which any family members, acquaintance or those with whom he has a close personal relationship with or has a direct or indirect interest in; and/ or
 - 4.14.4.4 being in contractual or non-contractual employment with another person/company/ organisation with any form of remuneration or consideration given in exchange for such services.
- 4.14.5 Employees shall only be allowed to be involved in the following outside office hours, provided it does not affect the employees' work performance and is within the ambit of the law:
- 4.14.5.1 charitable or community work involving social, welfare, education;
 - 4.14.5.2 religious, cultural, sporting activities;
 - 4.14.5.3 political activities (as guided in **Paragraph 4.6.10**); and
 - 4.14.5.4 memberships in recognised professional or industry bodies and any attendant office bearer position helmed shall be approved by Management or the Board, as the case may be.
- 4.14.6 Directors and employees shall have the right to participate as individuals in the political process. Participation in the political process shall be on the own volition of Directors and Management. Political opinions must be clearly delivered as personal opinions and not representative of the Group's position. A Director or employee who wishes to hold any key position as office bearer in any political party must disclose and obtain prior approval from Management and/or Board, as the case may be. Employees who wish to be nominated as candidates in any election or are elected as representatives in the Federal or State Legislative Body must resign from the Group.
- 4.14.7 Directors and Management shall abstain from participating in any of the Group's decision making or deliberations where the subject matter in question involves a conflicting matter for the Directors and Management. Directors and Management shall not participate in any activities which could influence the decisions on such dealings.
- 4.14.8 As it is impossible to describe every potential conflict of interest, it is the responsibility of Directors and employees including Management to exercise good judgement, to seek advice when appropriate and adhere to ethical standards in discharging their duties to the Group.
- 4.14.9 Directors and employees including Management shall disclose any contractual interest, whether direct or indirect, to the Group as and when it arises in accordance to the Group's policies.
- 4.14.10 Where a relationship does not come within the definition of family members or close personal relationship as outlined in the 'Definition' section, the Director or employee shall still be required to declare his conflict of interest (if any), if such conflict of interest arises in the course of carrying out his duties and functions to the Group.

- 4.14.11 The declaration of conflict of interest shall be made in writing and shall include the fact, nature and extent of conflict as well as relationship between the parties to the appropriate level of management which are as below:
- 4.14.11.1 For employees, they shall report to their immediate superior and where necessary to the Group Chief Human Resource Officer.
- 4.14.11.2 For Director(s), he shall declare the same to the Board of Directors and such declaration shall be documented and he shall also abstain from any deliberations, negotiations, or any other affairs regarding the matter.
- 4.14.12 Pursuant to **Paragraph 15.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad**, it shall be noted that an Audit Committee shall be established for listed issuers, and among the functions of the Audit Committee would be to review any conflict of interest situations that may arise with the listed issuer. As such, conflict of interest situations shall be brought to the attention of the ARMC as prescribed under Limits of Authority in a timely manner.

4.15 DEALING WITH THIRD PARTIES

- 4.15.1 The Group, in its course of business, deals with third parties which include agents, consultants, contractors, suppliers and/or vendors. It is the duty of all Directors and employees to ensure that the dealings transacted are in compliance with the relevant regulations and guidelines pertaining to anti-corruption and consistent with this Code. Directors and employees are required to adopt a zero-tolerance culture towards solicitation or giving of any form of bribery, kickbacks or facilitation payment.
- 4.15.2 The Group expects that all third parties acting for or on its behalf to share its values and ethical standards, especially when their actions can implicate the Group legally and its reputation. Therefore, where third parties are to be engaged, appropriate counterparty due diligence must be conducted first to understand the business and background of such third parties, before entering into any arrangements with them to ensure dealings are only with counterparties that subscribe to an acceptable standard of integrity in the conduct of their business.
- 4.15.3 To ensure that the Group only does business with third parties that shares and promotes the same values, the following shall be adhered to:
- 4.15.3.1 Conduct due diligence on the Group' prospective business counterparties and avoid any business dealings with any third party reasonably suspected of engaging in bribery and improper business practices unless those suspicions are investigated and resolved;
- 4.15.3.2 All third parties shall be made aware of the Code and what is expected of them; and
- 4.15.3.3 Annually monitor the performance and business practices of third parties to ensure ongoing compliance.

- 4.15.4 The Group, without prejudice to the exercise of its other rights, reserves the option to terminate any arrangement, agreement and contracts with third parties, if they or their subsidiary, director, affiliate, consultants, agent or employee has engaged in any activity or conduct which would violate any applicable anti-bribery, anti-corruption or anti-money laundering law or regulations in any jurisdiction or has been convicted in any court of law in any jurisdiction.

4.16 FEE SPLITTING

- 4.16.1 Under no circumstance shall any employee and/ or consultant practise “fee-splitting” or any form of commission, secret arrangement of fees and/ or payment of benefits in any kind or manner. Any employee and/ or consultant found to be breaching this provision shall be acting in contrary to **Regulation 9(5) of the PHFSR 2006** and be subjected to criminal penalties as accorded by the legislation.

4.17 BUSINESS COMMUNICATION

- 4.17.1 Directors and employees shall not, either orally, in writing or in any other form, make any public statement or comment on policies, decisions, events, measures or issues of the Group to any person, organisation or institution nor shall he circulate any such statements made by him or by anyone else, whether told in confidence or otherwise, that could unfavourably affect the Group’s reputation.
- 4.17.2 Directors and employees shall not, except where approved by the Group, discuss, explain, issue, make or distribute any public statement either orally or in writing, in respect of matters pertaining to: -
- 4.17.2.1 codes, policies, programs, secrets or results of the Group;
 - 4.17.2.2 departmental matter in which the employee is working in or has worked in;
 - 4.17.2.3 any action taken by the Group in relation to any official matter that involves the concerned Director and employee; and
 - 4.17.2.4 any other confidential matters and/or inside material information in relation to the Group, of which the Director and employee might come in contact within their course of service with the Group.
- 4.17.3 In the event employees are approached by any member of the media for any information, statement, opinion, comments or news about the Group, it is the duty of the employee to inform and/ or refer the matter to the immediate superior. The superior shall then escalate the issue to Management for further action and issue an appropriate response accordingly.
- 4.17.4 In using private social media account, Directors and employees must ensure that any posts made reflect only personal opinions and do not adversely affect the perception of the Group.

4.18 PUBLIC APPEARANCE AS A GUEST SPEAKER OR PANEL MEMBER

- 4.18.1 Any Director or employee who has been invited to appear as a guest speaker in a public and/ or private events/ forum must, if he intends to make such appearance, submit the details and/or the topic(s) of his proposed speech to the management for their consideration. Directors or employees may only make such appearance if prior approval has been obtained.
- 4.18.2 All Directors or employees who have been invited to make such appearances as above, either in their own personal capacity or as the representatives of the Group must ensure that their thoughts, words and actions are not detrimental in tarnishing, or portrays the Group's image and interests in an unfavourable position.
- 4.18.3 Any sum and/or token, either made gratuitously or not, received for such appearances as above shall comply with **Paragraph 4.6** on gifts and entertainment.

4.19 LICENSES, CERTIFICATIONS AND REGISTRATION REQUIREMENTS

- 4.19.1 As the Group's core business focuses on providing healthcare services, certain employee is required by law to be qualified and/or to be in possession of such licence, certificate and/ or registration with the relevant governing body and/or institutions to enable them to discharge their functions in terms with their job description.
- 4.19.2 It is the duty of such employee to ensure that the relevant license, certification and/ or registration with the relevant governing body is obtained, in order and where required, to be renewed so as to be eligible to work and discharge their functions in terms with their job description. A copy of such license, certification and/ or registration shall be forwarded to the GHR for documentation purposes.
- 4.19.3 Any changes to the requirements for license, certification and/ or registration by the relevant governing bodies must be promptly updated and reflected accordingly by such employee and the same must be communicated to the GHR for documentation purpose.
- 4.19.4 Failure by any such employee to abide by the provisions above amounts to a major misconduct as well as a contravention of the relevant statutory provisions and by-laws which can lead to initiation of criminal proceedings taken by the relevant authorities for failing to have a proper license or permit.

4.20 POLICY FOR SIGNING OFF DIAGNOSTIC PROCEDURES MEDICATIONS AND / OR TREATMENT

- 4.20.1 Pursuant to **Regulation 11(3) of PHFSR 2006**, all orders for diagnostic procedures, medications and/ or treatment for patients shall only be done on the written orders of a registered medical practitioner and are mandated to be signed off by the appropriate practitioners. Under no circumstances should any persons not authorised by law, order and sign off for any diagnostic procedures, medications and/or treatment of patients.
- 4.20.2 Any persons found to be acting in contravention of the provision above shall be guilty of an offence under **Regulation 11(5) of PHFSR 2006** and in addition, shall be summarily terminated from employment or contract for service with the Group.

4.21 PROTECTING GROUP ASSETS

- 4.21.1 Directors and employees shall, at all times, protect the Group's assets, both tangible and intangible assets from wastage, loss, vandalism or damage, misuse, theft, misappropriation or infringement of Intellectual Property rights and ensure these assets are used in a responsible, legal and prudent manner. Directors and employees shall not misuse the Group's assets for their own personal interest or for the purposes of any illegal activity.
- 4.21.2 Directors and employees shall be responsible for the protection of all the assets used in carrying out their responsibilities and for taking reasonable steps to prevent theft or misuse of, or damage to, such property.
- 4.21.3 Directors and employees shall ensure that all expenditures and usage of funds are made accurately. No secret funds or profit from the Group's money or other assets for unauthorised or unlawful purposes is allowed for any purpose whatsoever. Directors and employees shall also ensure that all expenditures are transacted in a transparent manner and is properly documented.
- 4.21.4 Directors and employees shall be responsible for all the assets of suppliers/vendors that are entrusted under their care and Directors and employees shall treat those items with the same level of care as with all other physical properties belonging to the Group.
- 4.21.5 Directors and employees shall use the Group issued laptops and any mobile devices as directed and shall not use any external and unapproved materials/ software/ hardware or access restricted websites or domains. Directors and employees shall comply with all the policies related to the usage of computers and information technology and its amendments from time to time.

4.22 COMPLAINT AND QUERIES

- 4.22.1 The Group shall be committed to resolving any form and manner of grievances promptly and fairly. All complaints are viewed as an opportunity to improve services and these complaints, regardless of source or against whom it is made against shall be dealt with fairly, without prejudice and most importantly without fear or favour. Pursuant to **Section 27 of the PHFSR 2006**, the Group has in place a patient grievance mechanism plan to address and remedy any complaints by patients.

- 4.22.2 All employees shall expected to comply and commit to an unhindered complaints culture and to assist, if required, to resolve any complaints, either made against them or someone else through the Whistleblowing Policy and Procedure. Employees are strictly prohibited from the use of any threat, intimidation, harassment and/ or any kind of abuse, either physically or emotionally, either to prevent someone to make or to cause someone to retract any complaints made against them. Any persons found guilty of the above shall immediately be terminated from service with the Group and shall be reported to the authorities.

4.23 MISCONDUCT

- 4.23.1 Misconduct in employment can be broadly dealt with under three (3) headings namely:
- i. Misconduct relating to duty such as carelessness, fraud, misappropriation, insubordination etc;
 - ii. Misconduct relating to discipline such as fighting, assault, quarrel, gambling, damage to Company property, drug abuse etc; and
 - iii. Misconduct relating to morality such as committing an indecent act, sexual advancement, pornography, keeping or distributing indecent or pornographic literature at the workplace, etc.
- 4.23.2 In addition to the breaches outlined in this Code, the Group may take disciplinary action against an employee if found to be guilty of minor misconduct (i.e. summary misconduct) or major misconduct (i.e. serious misconduct).
- 4.23.3 Appendix B represent non-exhaustive list of acts that would constitute minor and major misconducts:

4.24 REPORTING VIOLATIONS OF THE CODE

- 4.24.1 It is the responsibility of every Director and employee to report any misconduct by any other Director and employee to the Group Human Resources (GHR). GHR shall then use their discretion to report such cases to the relevant authorities where circumstances require them to do so. For example, cases involving bribery, corruption and abuse of power should also be reported to the ABAC Officer and Royal Malaysian Police / Malaysian Anti-Corruption Commission whilst theft, fighting and drug abuse cases shall be reported to the Royal Malaysian Police.

- 4.24.2 When an employee is found to be in contradiction or acting in contrary to any of the Group's Code, policies, terms and conditions of service or any rules as determined or issued by the Group, the superior or immediate supervisor shall immediately report by way of verbal or written communication to GHR. A verbal report shall be followed by a written report by the person who reports such breach. The superior or immediate supervisor shall co-operate with GHR and whoever is assigned by the Management to conduct the investigation in relation to the report. The said superior or immediate supervisor who fails to comply with this paragraph shall be deemed to have committed an offence and a disciplinary action may be taken against such superior or immediate supervisor. Breaches of the stipulations in the Code by a Director shall be dealt with by the Board.
- 4.24.3 Failure by any parties within Group to report a known violation of the Code is a violation on itself. Any party who wants to report any violations or suspected violations of the Code can report such violation to the GHR or via the whistleblowing channels as outlined in the Group's **Whistleblowing Policy** and such report shall be investigated accordingly.
- 4.24.4 The whistleblowing channel is established to provide an avenue for both employees as well as external parties to disclose any acts or wrongdoing and to be assured that reporting person be protected from any form of reprisals, discrimination or victimisation for whistleblowing in good faith.
- 4.24.5 The purpose in requiring a report is to permit Management to undertake all remedial actions that may be necessary to avoid future violations as well as to have clear documentations of the report. Reporting allows doubtful issues on compliance with the law or the Code to be resolved on the basis of legal advice. The Group shall protect and safeguard the confidentiality of the report as well as the identity of the reporter. Details of any reported violation shall be protected and safeguarded in accordance with the provisions of the applicable laws and regulations pertaining to whistle-blower protection. Further reference can be made to the Group's **Whistleblowing Policy** (*refer to TMCLS-CP/013*).

4.25 DISCIPLINARY PROCEEDINGS

4.25.1 Domestic Inquiry

- 4.25.1.1 Where there had been an official complaint lodged and/or received by the GHR of a major misconduct against an employee, the Company shall establish on a reported case to determine the gravity of misconduct.
- 4.25.1.2 Shall the case be warrant for Domestic Inquiry proceeding to take place, GHR shall commence the disciplinary process involving Domestic Inquiry proceeding in accordance to the Company's practise (*the details of Domestic Inquiry flow process are explained in the Disciplinary Procedure policy*).
- 4.25.1.3 The Company may suspend the employee from work for a maximum of two (2) weeks but is required to pay the employee at least half of their wages for the purpose of conducting an inquiry under Sec 14(1) of the Employment Act 1955 and subject to be extended with a full pay salary as pending for the Management decision.

- 4.25.1.4 Suspension from work is not a punishment. If the employee is found not guilty of the charges against him/her at the inquiry, the employer shall have to restore the full amount of wages which had been withheld.
- 4.25.1.5 The appointed inquiry panel for the inquiry proceeding shall be responsible for:
 - i. Conducting the inquiry in accordance to the principles of natural justice and to conclude it as early as possible.
 - ii. Preparing a full report of the proceeding within five (5) working days from the date of conclusion of the inquiry, together with findings and reasons for such findings.
- 4.25.1.6 All proceedings and findings of the domestic inquiry proceeding shall be documented for record purposes and shall be kept confidential.

4.25.2 Actions by the Management

- 4.25.2.1 Once the domestic inquiry session is over, appointed panel has made their findings and share to the GHR and/or to the Management / Board. The Management may consider the recommendations made by the Group Human Resources (GHR) or impose other sanctions as they deem fit in line with the Code and the Group's policy;
- 4.25.2.2 All disciplinary letters shall be issued by GHR. The issuance of disciplinary letter is subject to gravity of misconduct committed by the employee. Any disciplinary actions taken by the Group shall be recorded in the employee personal file such as Caution Letter, Warning letter and others.
- 4.25.2.3 Depending on the gravity of the offence committed, the recommendations made against the employee may be subject to any of the following repercussions:
 - i. Dismissal Without Notice;
 - ii. Demotion in job title and job scope;
 - iii. Suspension without pay up to a maximum of two (2) weeks;
 - iv. Withholding of increment and/or bonus;
 - v. Withholding of promotion; or
 - vi. Written warning.

4.25.3 Summary Dismissal

- 4.25.3.1 The Group reserves the right to dismiss an employee after due inquiry for misconduct including but not limited to integrity, dishonesty, insubordination, gross neglect of duty, bankruptcy and criminal conviction, within reasonable time after the misconduct in question without notice, salary or other forms of compensation. This right is in addition to and does not prejudice its other rights under law.

4.26 EMPLOYEES' RIGHT TO FAIR HEARING

- 4.26.1 Notwithstanding **Paragraph 4.23**, no employee shall be found guilty of any of the misconduct as detailed in **Paragraph 4.23** unless he has been provided with a show-cause notice of the allegations and/or complaint against him and he shall be given a fair opportunity to explain or defend himself in this respect.

4.27 SOCIAL MEDIA POLICY

- 4.27.1 As the Group encourage and exercise transparency, accuracy, honesty and authenticity on information sharing, Employees shall be minded on the use of Social Media platforms, including such usage outside normal working hours.
- 4.27.2 The objective of this social media Policy is to provide guidance for Employee(s)'s use of social media in the best interest of the Group since social media can potentially introduce risk to confidentiality, integrity, and availability of information resources.
- 4.27.3 For the purpose of this social media Policy, social media includes blogs, wikis, microblogs, message boards, chatrooms, electronic newsletters, online forums, social networking sites, and other sites and services that permit users to share information with others in a contemporaneous manner.
- 4.27.4 Strict compliance of this social media Policy is mandatory. Fundamentally, Employees are required to ensure that use of Social Media platforms in their professional and personal capacity shall not in any way affected the reputation, goodwill and business of the Group. The social media Policy does not apply to Employee's personal use of Social Media platforms where there is neither any reference to the Group (whether directly or indirectly) or related issue nor any detriment to the reputation, goodwill and/ or business of the Group.
- 4.27.5 **Professional Use of Social Media**
- 4.27.5.1 The following principles apply to professional use of social media on behalf of the Group as well as personal use of social media when referencing the Group, whether directly or indirectly, in any manner:
- 4.27.5.1.1 Employees shall be required to adhere to this social media Policy when using social media in reference to the Group.
- 4.27.5.1.2 Employees shall be aware of the effect their actions may have on their images, as well as the image of the Group.
- 4.27.5.1.3 Employees shall be aware that the Group may observe content and information made available by Employees through social media. Employees should use their best judgement in posting material that may be inappropriate and harmful to the Group, its employees, patient, visitors, suppliers and/ or vendors.
- 4.27.5.1.4 Whilst an exhaustive list may not be set out, some specific examples of prohibited social media conduct include posting commentary, content, or image that are

- defamatory, pornographic, proprietary, harassing, libellous, or that can create a hostile work environment.
- 4.27.5.1.5 Employees shall not to publish, post or release any information that is considered confidential or not public. If there are questions about what is considered confidential, Employees must refer to HOD and/ or supervisor.
 - 4.27.5.1.6 Social media networks, blogs and other types of online content sometimes generate press and media attention or legal questions. Employees shall refer these inquires to authorized Officers of the Group.
 - 4.27.5.1.7 If while using social media, Employees find a situation that threatens to become antagonistic, Employees shall disengage from the dialogue in a polite manner and seek the advice of a supervisor.
 - 4.27.5.1.8 Employees shall get appropriate permission before referring to or posting image of current or former employees and obtain written approval of the GCEO or any other authorized Officer of the Group before referring to or posting image of the premises of the Group, its patients, visitors, vendors and/ or suppliers. Additionally, express written consent must be obtained to use a third party's copyright, copyrighted material, trademarks, service marks or other intellectual property.
 - 4.27.5.1.9 Social Media use shall not interfere with Employee's duties and responsibilities at the Group.
 - 4.27.5.1.10 The Group's computer system shall not only be used for business purposes. When using the Group's computer system, Social Media use for business purpose is allowed (via: Facebook, Twitter, and LinkedIn). However, personal use of Social Media networks or personal blogging of online content using the Group's computer system is strictly prohibited and may result in disciplinary action.
- 4.27.5.2 Employees shall not comment on any issues of controversy. Strictly without prejudice to the Group's right to take disciplinary action against the Employee. Employees shall, on instruction of the Group, forthwith remove or delete any posts which may:
- i. Be Factually incorrect;
 - ii. Be Offensive, abusive, harassing, intimidating, defames or threatens others, including but not limited to other Employees;
 - iii. Be Unrelated to the Group, of which could be considered Spam;
 - iv. Be Vulgar, obscene or indecent language;
 - v. Be Illegal or in any way endorsing illegal activities;

- vi. Be in breach any laws or regulations or rules of any Social Media Site (Facebook, Twitter, etc.) or encourages others to do so;
 - vii. Be An infringement of any intellectual property rights, such as Copyright;
 - viii. Contain or implicate names or personal information related to other Employees or patients of the Group;
 - ix. Contain or implicate personal information (name, address, phone, number, email etc) of other 3rd party;
 - x. Contain financial information, and/ or information relating to management changes, legal action(s), shareholder issues, termination from employment and/ or contractual agreements with partners, customers, patients and suppliers/ vendors of the Group; and/or
 - xi. Contain any Post or other material which is deemed inappropriate by the site administrators or by the Group.
- 4.27.5.3 The list herein above shall neither exhaustive nor restrictive. Employees are cautioned that irresponsible Social Media Usage may amount to criminal offence in breach of Penal Code and Communications & Multimedia Act 1998.

4.27.6 General Guidelines on Social Media Usage

- 4.27.6.1 Employees shall be estrongly advised to think before tweeting, posting or otherwise engaging on Social Media platforms. This also applies to re-tweets and other social shares. Guidance may also be sought from the Advisory for Group Admins published by the Malaysia Communications and Multimedia Commission (MCMC), as amended from time to time.
- 4.27.6.2 Any activity on permitted Social Media platforms during normal working hours shall complement and/ or support the Employees' role in the Group and should be used in moderation.
- 4.27.6.3 All official use of social media must be approved by the GCEO or such other authorized Officer of the Group.
- 4.27.6.4 Employees shall not discuss, share or disclose, casually otherwise in whatever manner, any proprietary or confidential information via social media. Confidential information generally includes but not limited to financial information, business plan, internal communication, patient information, employee particulars, customer information, partner information, project details, intellectual property, design plans, internal operations and legal matters of the Group.
- 4.27.6.5 Employees shall not use Group's logo and trademarks without the express written approval from the GCEO.
- 4.27.6.6 Employees shall refrain from making references to any other Employee(s), patient, supplier, vendor or partners, without the

express written approval from the GCEO, on any Social Media platforms.

- 4.27.6.7 Employees shall also exercise extreme caution in making reference on any Social Media platforms, to ensure the accuracy of information obtained.
- 4.27.6.8 Employees are strongly encouraged to seek advice from a supervisor before tweeting or posting on any issue that may conflict with the business and policies of the Group and damage their reputation.
- 4.27.6.9 Employees shall be required to, at all times, exercise discretion, thoughtfulness and respect for Management, colleagues, patients, suppliers, vendors, the business, reputation and policies of the Group.
- 4.27.6.10 Employees shall be responsible and must be vigilant of the copyright, libel and defamation issues with respect the laws, regulation and policies observed by the Group.
- 4.27.6.11 Employees must refrain from identifying themselves as representatives of the Group, without the express written approval of the GCEO. Employees shall be held responsible for any consequences, resulting from direct or indirect misrepresentation that could lead to any legal action and loss of business or reputation.

4.27.7 Employees Under Employment Suspension or Pending Domestic Inquiry

4.27.7.1 General Policy Statement

Employees shall be expected to uphold the integrity and reputation of the company at all times, including during periods of employment suspension or pending domestic inquiries due to misconduct. The company values open communication and freedom of expression, but this must be balanced with the need to protect the company's image, confidential information, and business interests.

4.27.7.2 Prohibited Activities

While under suspension or pending a domestic inquiry, employees shall be strictly prohibited from engaging in the following activities on social media platforms, blogs, websites, or any public forums:

- 4.27.7.2.1 **Publishing Articles or Blogs:** Employees must not write, publish, or contribute to any articles, blogs, or online content that could be perceived as damaging, defamatory, or disparaging to the company, its employees, clients, or business partners.
- 4.27.7.2.2 **Sharing Company Information:** Employees shall not be allowed to share any confidential or proprietary information related to the company, including internal

processes, business strategies, financial data, or any other sensitive material.

4.27.7.2.3 Making Public Statements: Employees shall refrain from making any public statements, comments, or posts that could harm the company's reputation, create negative publicity, or interfere with ongoing investigations.

4.27.7.2.4 Engaging in Discussions About the Inquiry: Employees are prohibited from discussing details of the misconduct, suspension, or domestic inquiry on social media or any public forums. This shall include any references, direct or indirect, to the ongoing investigation.

4.27.7.3 Confidentiality and Non-Disclosure

Employees must continue to adhere to the company's confidentiality and non-disclosure agreements during the period of suspension or pending inquiry. Any breach of confidentiality may result in further disciplinary action, up to and including termination of employment.

4.27.7.4 Consequences of Violation

Violating the social media policy while under suspension or pending inquiry shall be considered a serious breach of conduct. Depending on the severity of the violation, consequences may include:

- i. Extension of the suspension period;
- ii. Termination of employment;
- iii. Legal action for defamation or breach of confidentiality agreements.

4.27.7.5 Monitoring and Enforcement

The company shall reserve the right to monitor social media activity and public content published by employees under suspension or pending inquiry. Any identified violations shall be documented and addressed in accordance with the company's disciplinary procedures.

4.27.7.6 Acknowledgment and Compliance

Employees shall be required to acknowledge their understanding of this policy as part of their suspension or domestic inquiry process. Failure to comply with the policy may result in disciplinary action.

4.27.7.7 Failure to adhere and/or comply with the principles, rules, guidelines and/ or prohibition under this social media Policy shall be construed as serious misconduct, warranting appropriate disciplinary action and deemed fit by the Group, including dismissal from service and/or civil action.

- 4.27.7.8 The Group shall reserve the right to modify or review this social media Policy at any time. Changes to this Policy are deemed to be communicated to all Employees. In the event Employees have any doubts or require any advice, guidance or clarification on this social media Policy, please contact the HOD.

4.28 DECLARATION OF COMPLIANCE

I, _____ [Name] _____ of _____ [Dept/Unit/Branch] _____, declare that I have read and fully understood the Group's Code of Conduct and undertake to comply by its terms as well as the terms of other policies and procedures of the Group, for the time being in force and as may be adopted from time to time.

I understand that strict compliance with all these policies and procedures of the Group and any other applicable regulatory rules and regulations that may be notified to me from time to time shall constitute as condition of my employment with the Group.

I also understand that any breach of these policies and procedures shall render me liable to any disciplinary actions by the Group, including dismissal from service.

Signature of Employee :

Staff No :

Designation :

Date :

5.0 REFERENCE DOCUMENTS

No.	Reference Title	Doc. Control No.	Internal/External Origin
1.	Personal Data Protection Policy	TMCLS-CP/012	Internal Origin
2.	Whistleblowing Policy	TMCLS-CP/013	Internal Origin
3.	Conflict of Interest	TMCLS-PP/GHR/002	Internal Origin
4.	Anti-Bribery and Anti-Corruption (ABAC)	TMCLS-CP/010	Internal Origin

6.0 QUALITY RECORDS

No.	Document Description	Doc. Control No.	Responsibility	Storage Location	Storage Duration
1.	NIL	-	-	-	-

7.0 ABBREVIATIONS

No.	Abbreviation	Description
1.	AML	Anti-Money Laundering

No.	Abbreviation	Description
2.	ARMC	Audit, Risk and Management Committee
3.	CFT	Counter Financing of Terrorism
4.	DMS	Document Management System
5.	etc.	'et cetera' which means 'and other similar things' or 'and so forth'
6.	GCEO	Group Chief Executive Officer
7.	GHR	Group Human Resource
8.	GRMC	Group Risk Management Committee
9.	HOD	Head of Department
10.	MACC	Malaysian Anti-Corruption Commission.
11.	MCMC	Malaysia Communications and Multimedia Commission
12.	PHFSA	Private Healthcare Facilities and Services Act
13.	PHFSR	Private Healthcare Facilities and Services Regulation
14.	RMWC	Risk Management Working Committee
15.	THKD	Thomson Hospital Kota Damansara
16.	TMG	Thomson Medical Group

8.0 REVISION HISTORY

Revision Number	Description of Changes	Effective Date
00	New Policy established	18 March 2020
01	Reviewed with no changes	18 March 2023
02	Reviewed & Revised: i. Standardization of format layout from GHR/POLICY/013 Code of Conduct. ii. Change document control number from 'GHR/POLICY/013' to 'TMCLS-CP/015'.	

9.0 LIST OF REVIEWERS

Note: All the reviewers have reviewed the central policy in the e-review process.

No.	Name	Designation
1.	Jimmy Wong Yu Chee	Group Chief Financial Officer
2.	G. Saravanan	Group Chief Information Officer
3.	Dr Siva Kumaran P. Jayaraman	Acting Chief Executive Officer, THKD
4.	Dr Janeen Thong	Director, Group Quality, Risk & Sustainability
5.	Nurliyana Rosalan	Assistant Director, Group Legal

10.0 APPENDIX**10.1 Appendix A: Declaration of Gifts, Entertainment, Donations or Other Benefits.*****Appendix A***

DECLARATION OF GIFTS, ENTERTAINMENT, DONATIONS, SPONSORSHIPS OR OTHER BENEFITS ("BENEFIT") – To be submitted 14 days in advance if local / without travel and 21 days in advance if overseas / travel.

Any Benefit offered / received / requested having a value of RM50 or more is required to be disclosed using this form.

Description of the Benefit e.g. conference / course fee, accommodation, flight tickets etc. – please itemize and state its estimated or actual **total value** (RM):

Date of offer / receipt / request of the Benefit: _____

Do we have an ongoing contract with the external party and if yes, please provide the following details of the contract:

State nature of contract (e.g. service / supply of what), share a copy of the contract and highlight the relevant clause(s)

Duration of Contract: _____ Total Contract Value: _____

Expiry date: _____

Is this contract was approved through tender?

Yes ☐ No ☐

If yes, are you involved at any stage of the tender process e.g. evaluation, approval etc. Please elaborate:



Is it part of the contractual term to provide us training or any other Benefit? If yes, please elaborate and highlight the relevant clauses:

Contract pending for renewal? Yes ☐ No ☐

If yes:

Cite the relevant clause(s) and reasons for the intended renewal:

What are the steps taken to renew the contract e.g. management's approval has been obtained, midst of issuing renewal notice etc.

If no formal contract, is the supply / service made through progressive purchase orders:

Yes ☐ No ☐

If yes, what is the value of annual purchase orders: RM _____

If no, please elaborate.

Details of the person & organization receiving / providing / requesting the Benefit, including his / her position:

How many time(s) that this Benefit had occurred for the last year and state when:

Note: Please attach the relevant documents to support the above statements and use additional sheet(s) if the space provided is insufficient.



I, the undersigned, _____, hereby declare that the information provided by me is complete and accurate, and undertake that there is **no undue influence** over my side, and I undertake to comply with the **following guardrails**, among others:

- No obligation / commitment for us to procure the supply / service from the external party.
- There is no element of unduly securing business advantage / gaining favour / preferential treatment from either my side or the external party's side.
- If we were to request the supply / service from the external party, then it shall be purely for our operational needs and not influenced by the goodwill of the Beneficiary; and I shall be excluded from such request for supply / service e.g. not involved in the procurement process for the supply / service such as raising / approving purchase requisitions, invoices etc.
- The Benefit by the external party is not only for us but also offered to other companies as well.
- The Benefit is only provided to me for this instance only / one-off.
- There is no conflict of interest arising from this Benefit with the external party.
- The overall cost of the Benefit is reasonable in the industry.
- I shall at all times comply with the Code of Conduct and all policies of the company.

Should there be any breach with the above, I am subject to disciplinary action including termination of employment and shall indemnify the company should there be any fines, penalties or any other claims from the regulators or any other parties.

Signature: _____ Staff no.: _____

Designation: _____ Date: _____

Recommendation by Head of Department

I, the undersigned, _____, as the Head of Department, after due consideration of the Benefit given/received/requested, decided that:

- ☐ Allow the declared person to keep the Benefit and will ensure that if the same / similar Benefit is provided in the future, it will be offered to other staff.
- ☐ The Benefit shall be returned to the giver.
- ☐ The Benefit shall be kept by department and distributed among the members of the department.
- ☐ The Benefit shall be kept by Thomson Shine for SHINE events or annual dinner lucky draw.

Justifications for nominating the staff:

Signature : _____ Staff no.: _____
Designation : _____ Date: _____

**Approval by Group Legal Services**☐

Approved

☐

Not approved

Name: _____ Signature & Date: _____

Comments (if any): _____

Approval by Chief Executive Officer☐

Approved

☐

Not approved

Name: _____ Signature & Date: _____

Comments (if any): _____

Approval by Group Chief Financial Officer☐

Approved

☐

Not approved

Name: _____ Signature & Date: _____

Comments (if any): _____

Approval by Group Chief Executive Officer (for direct reports / when it is escalated or not approved by GCFO)☐

Approved

☐

Not approved

Name: _____ Signature & Date: _____

Comments (if any): _____

Acknowledgement chop by
Group Legal Services:

Name:

Date:

Signature:

Note: This form would be deemed as incomplete approval if it is not returned to Group Legal Services for record & safekeeping

10.2 Appendix B: List of Minor and Major Misconducts***Appendix B*****MINOR AND MAJOR MISCONDUCT****A. Minor Misconduct**

1. Absent without permission and without valid cause.
2. Any action contrary to company or office procedures.
3. Ceasing work before the proper finishing time without permission.
4. Leaving the working place, section or department without permission.
5. Spitting within the company premises.
6. Committing a nuisance on the company's premises.
7. Eating within the working area during the course of duty. This applies to front line positions (e.g. nursing, imaging, customer service, front office, pharmacy, rehab, outpatient department and other departments that directly serve the patient).
8. Entering another department or unit in the company otherwise than in the course of duty.
9. Not taking proper care of tools, equipment and apparatus entrusted to him.
10. Failure to maintain risk-free / hazard-free workstation.
11. Posting, altering or removing any matter on bulletin boards or company property without the permission of the management.
12. Lending or borrowing money within the company in circumstances prejudicial to discipline.
13. Bringing friends without permission to tour the company.
14. Interfering with another person's work during working or non-working hours.
15. Not wearing uniform and name tag provided by the Company while at work.
16. Loitering and malingering within or adjacent to company's premises.
17. Unauthorised use of company vehicles, equipment or fire appliances / riving or unauthorized use of the Company's vehicle without prior authorization
18. Unnecessary wastage of documents and materials.

B. Major Misconduct

1. Gross negligence and neglect of duty.
2. Fraud, dishonesty, falsification or attempt of the same in connection with the Company's business, money or property
3. Theft/Pilferage/Misappropriation or attempt of the same of the Company's money or property or other employee's money or property within the Company's premises

4. Willful insubordination or disobedience whether alone or in combination with others, to any lawful and reasonable order of a superior.
5. Soliciting or accepting bribes or any illegal gratification.
6. Conflict of interest.
7. Gambling or card playing, whether for money or not in company premises.
8. Riotous, disorderly or indecent behaviour on the Company's premises.
9. Violence, abuse, assault or threaten to assault or to do any injury to other employees, or supervisors, within Company premises.
10. Absenteeism without prior approval or habitual absenteeism.
11. Leaving the workplace repeatedly during working hours without prior permission of the immediate superior or Head of Department (HOD).
12. Overstaying sanctioned leave without sufficient grounds, or proper/satisfactory explanation, or without informing or attempting to inform his employer of the excuse for such absence.
13. Habitual late coming or late attendance.
14. Striking at work, instigating or inciting others to strike at work in contravention of the provisions of any law or rule having the force of law.
15. Habitual or substantial negligence of his/her duties.
16. Habitual or substantial negligence in the care of tools, equipment and apparatus of the Company.
17. Willful slowing down of work or inciting others to do so.
18. Carelessness or wilfully causing damage or loss to the Company's property or goods
19. Smoking in prohibited areas / places.
20. Sleeping while on duty.
21. Disclosing commercial or development secrets or calculations or designs to unauthorised person.
22. Disclosing confidential information.
23. Collection of money or distribution of pictures, literature, leaflets or posting notices within the Company premises without the prior approval in writing of the Management.
24. Conviction and imprisonment for any criminal offence / prosecuted or charged with criminal offence
25. Repeated failure to meet established standard of service and outputs.
26. Infringement of safety regulations, failure to obey company safety rules, tampering with guards, handrails or other safety devices.
27. Making material misstatement in job application, loan application or declaration.
28. Habitual breach of any company orders or any law applicable to the establishment of rules made thereunder.

29. Inefficiency or lack of skill, which an employee expressly or implicitly warrants himself / herself to know.
30. Participating in unauthorised financial transactions within the Company premises.
31. Unauthorised use of timecards.
32. Bringing alcoholic liquor, illegal drugs or narcotics within the company premises without prior permission / illegal substance or drug abuse.
33. Stealing other employees' property within the company's premises.
34. Committing an immoral act within the company premises.
35. Failure to give reasonable or satisfactory explanations for the presence of company's property or products found in the employee's vehicle or in the employee's personal articles or in employee's possession.
36. Found drunk or under the influence of liquor whilst on duty.
37. Interfering with the record of his attendance or of any other employee or falsification, defacement or destruction of any record of the Company.
38. Obtaining or attempting to obtain leave of absence by false pretense.
39. Failure or refusal to submit to a search when required to do so by an authorised searcher from the Company.
40. Commission of any act subversive to the discipline of the company or general behaviour.
41. Commission of any private act that brings disrepute, embarrassment or affects the legitimate interest of the Company or ruins the image of the Company.
42. Engaging in private work or trade within or outside the company, which is directly or indirectly, in conjunction with the company business.
43. Conduct within the company which is likely to endanger the life or safety of any employee / visitors.
44. Refusal to accept any communication served either in accordance with the code of conduct or in the interest of discipline.
45. Possession of illegal weapon or lethal weapon on the Company's premises.
46. Trespassing or forceable occupation of the Company's property or premises.
47. Picketing in the company's premises except where permissible under the law, agreement or award.
48. Willful failure to report at once to his superior or manager any defect which an employee may notice in any equipment connected with his work.
49. Willful in not reporting any defect of occurrence an employee may notice, or which might endanger himself or patient or which might result in damage to the property of the Company or any person, within the Company premises.
50. Instigating industrial action among employees against the company.
51. Taking part in anti-government activities or activities against the company.
52. Incurring debts affects public image of the company / serious pecuniary indebtedness affecting the public image of the Company.

53. Deliberate damage and interference with or contamination of company process, material or equipment.
54. Forging or defacing medical certificate or other official documents to defraud the company.
55. Carrying matches or lighters in restricted areas.
56. Withholding overtime at a critical time to bring pressure on management.
57. Canvassing for union membership or collection of union dues within the premises except in accordance with the law, agreement or award.
58. Holding meetings inside the premises of the establishment without prior permission of the management except in accordance with the provision of any law for the time being in force / participation in illegal gatherings or activities in the Company's premises or abetting, inciting or instigating the same.
59. Employees with any organisation or other employment (either part-time or otherwise) without prior written approval from the management.
60. Distributing or advertising any newspaper, leaflets, posters or any such material deemed damaging or an interruption to work in progress in Company premises without obtaining prior permission from the management.
61. To publish any articles, books, photographs, letters or to interview or broadcast or make statements or to give lectures with regards to matters relating to work or Company business without prior written approval from the Management.
62. Found to be guilty before any court of law in the country for any criminal offenses.
63. All forms of harassment including but not confined to unwelcome verbal or physical advances and sexually, racially or otherwise derogatory or discriminatory statements or remarks.
64. Possession, sale or distribution of unsuitable, indecent or pornographic materials.
65. Failure to report serious infectious or contagious illness or disease to the Company's Medical Officer or Group Human Resources (GHR).
66. Making public statements against the interest of the Company.
67. Publishing or writing of books against the interest of the Company.
68. Failure to furnish information which is within the scope of his employment, and which relates to the mutual interest of the Company and employee.
69. Abuse or unauthorized use of the Company's property, vehicles, utilities, equipment or facilities.
70. Developed a Company's social media without authorisation from the Management.

Note: The above only outlines examples of minor and major misconducts which are not exhaustive and that might happen at the workplace, but they are not limited to other type of misconduct not spelled out in this section.