



**Novugen Pharma Sdn. Bhd. (201401015688)**  
**Novugen Oncology Sdn. Bhd. (201401015565)**

## **SUPPLIER CODE OF CONDUCT**

as of 1<sup>st</sup> February 2023

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## INTRODUCTION

### Purpose

Novugen Group (“**Novugen**”) is committed to challenging status quo in developing high barrier medicines to achieve its mission of accelerating affordable medicine and enhancing the quality of life worldwide.

This commitment will only truly and be best met by responsible business behaviours and practices in all aspects, in which every person plays a vital role.

Hence, this Supplier Code of Conduct (“**Code**”) contains the minimum standards that Suppliers are to comply with in all aspects of its business and activities.

### Scope & Applicability

This Code applies to all providers, whether individual or organisation and wherever located, that provide or is intended to provide goods or services to Novugen. Suppliers are also expected to ensure their own suppliers comply with these requirements in this Code.

### Updates

Circumstances may require this Code to be revised from time to time, for example:- (i) improve clarity or accessibility of the Code, (ii) correct inadvertent errors, and/or (iii) reflect new changing developments affecting Novugen such as technological advancement, updates or changes in applicable law and/or industry practices. Hence, Novugen reserves the right to add, amend, change, revise, modify, supplement, and/or rescind, in whole or in part, the contents in and referred by this Code.

The amended Code will be effective on the posting date detailed above. Novugen will notify Suppliers of the amended Code by displaying prominently on our website at [www.novugen.com](http://www.novugen.com) (“**Site**”). Suppliers in business relationship with Novugen are expected to periodically review the Site for latest information on responsible supply and procurement practices.

## ETHICS & COMPLIANCE

Suppliers shall conduct their business in an ethical manner and in compliance with all applicable laws.

1. **Anti-Corruption & Anti-Bribery Laws (ABAC).** All forms of corruption, bribery, extortion and embezzlement are strictly prohibited. Suppliers must comply with ABAC laws, and:-
  - i. Suppliers shall not pay or accept bribes or participate in illegal inducements in business or government relationships, or through the use of intermediaries.
  - ii. Suppliers must ensure they have adequate systems in place for the identification, prevention, and reporting of corruption, bribery, extortion and embezzlement. Such systems must include reporting mechanisms, and afford confidentiality and protection of whistleblower and prohibit retaliation towards persons that raises concerns in good faith.
  - iii. Suppliers are not expected to offer any kind of gifts in whatsoever form to Novugen personnel resulting from the business relationship of Novugen and the Supplier. Please note that Novugen personnel may never accept a gift that might influence, or be perceived to influence, their business decisions. Accepting gift cards, loans, cash, or similar payments in any amount from any third party with which Novugen conducts business with is not permitted because it may pose a conflict of interest by implying an obligation on behalf of Novugen.
  - iv. When interacting with health care professionals or patients on behalf of Novugen, Suppliers must conduct such interactions in an ethical manner and in compliance with applicable laws, regulations, guidelines and industry codes.
2. **Accurate & Complete Records.** Suppliers must create and maintain with business records that are in conformity with international accounting principles, in which such business records must be complete, transparent, and accurate in all material aspects. Such business records must be stored in a safe and secure location for the duration required by law.

3. **Fair Competition & Trade Compliance.** Suppliers must conduct fair business practices in compliance with applicable fair competition and anti-trust laws. Suppliers must comply with all applicable import and export controls, and other trade compliance laws of the country in which the transaction occurs. Suppliers must not engage in or commit to any transaction with countries subject to trade or economic sanctions or with individuals, groups, or entities that are, or that Supplier has reasonable cause to believe appear on any government list of restricted, sanctioned, denied, or debarred parties without first verifying that the transaction is permissible.
4. **Conflicts of Interest.** Suppliers must take reasonable care to avoid and manage conflicts of interest. Suppliers are expected to promptly notify Novugen promptly if an actual or potential conflict of interest arises.
5. **Sustainable Sourcing & Traceability.** No conflict materials. Supplier must perform due diligence and procure materials responsibly and ethically to promote legal and sustainable sourcing. Supplier must provide evidence of compliance as and when requested by Novugen.
6. **Pharmaceutical Standards Compliance.** Suppliers must comply with applicable laws relating to the pharmaceutical industry. Specifically, Suppliers must comply, as applicable, with good manufacturing practices, good clinical practices and good laboratory practices requirements in all applicable jurisdictions.
7. **Data Privacy & Protection.** Suppliers must comply with applicable privacy and data protection laws and ensure the protection, security and lawful use and processing of personal data.
8. **Intellectual Property & Confidential Information.** Supplier must respect the intellectual property rights and information that are confidential and/or proprietary of Novugen, its personnel and of its business partners. Supplier must implement due controls to safeguard such intellectual property and of such information. Any breach of this provision shall be considered as material breach in which Novugen shall have the right to terminate the relevant contract with the Supplier and exercise its rights and remedies for compensation.

## HUMAN RIGHTS, LABOR & EMPLOYMENT PRACTICES, HEALTH & SAFETY

People are vital. Novugen adheres to relevant international standards and conventions pertaining to human rights and labour, and expect Suppliers to do the same. Suppliers are expected to comply with International Labour Organization (ILO) standards, and hence:-

9. **No Forced Labor & Modern Slavery.** Suppliers must not use forced, bonded, enslaved, indentured or involuntary prison labor, or engage in human trafficking.
10. **Child Labor & Young Workers.** Suppliers must not use child labor. Young workers below the age of 18 may only engage in nonhazardous work and if permitted by local laws and regulations. All employees of Supplier must be above a country's legal age for employment, or the age established for completing compulsory education.
11. **Wages, Benefits & Working Hours.** Suppliers shall pay workers according to applicable wage laws, including minimum wages, overtime hours and mandated benefits.
12. **Non-Discrimination & Fair Treatment.** Suppliers must provide a workplace that is free of human right abuses, harassment and discrimination. Discrimination for reasons such as gender, race, color, religion, national origin, age, physical or mental disability, pregnancy, citizenship, status as a covered veteran, marital status, sexual orientation, gender identity and expression, or any other characteristic protected by law is prohibited.
13. **Freedom Expression & Association.** Suppliers must respect the rights of workers to express oneself by association freely, to join or not join labor unions, seek representation and join workers' councils. Suppliers must not discriminate employment based on union membership, nor make such employment contingent on relinquishing union membership or cause of dismissal for not joining in the union.
14. **Health & Safety.** Suppliers must commit to providing a safe and healthy workplace. Health, safety and other workplace standards must comply with all local laws and safety regulations. Worker housing, if provided, must meet the same health and safety standards as those applicable to the workplace. Suppliers are also asked to develop and apply emergency plans and response procedures to keep workers safe and secure in case of emergencies, including those related to weather and natural disasters.

## ANIMAL, SOCIAL & ENVIRONMENTAL WELFARE

We have a social responsibility to care for our environment. Supplier shall comply with laws and recommendations relating to animal, social and environmental protection and welfare applicable in the countries where it carries out its activities. This means:-

- i. Suppliers shall treat animals humanely. Suppliers should seek opportunities to reduce animal testing. Alternatives should be used wherever these are scientifically valid and acceptable to regulators
- ii. Supplier shall obtain and maintain the appropriate certificates, licenses, approvals and/or permits allowing to operate.
- iii. Supplier are encouraged to participate in environmentally friendly initiatives and technology, such as reduce, reuse and, recycle initiatives.
- iv. Supplier must have systems in place to prevent and mitigate accidental spills and releases to the environment, and also have systems in place to ensure safe handling, movement, storage, recycling, reuse and management of waste, air emissions and wastewater discharges. Any waste, wastewater or emissions with the potential to adversely impact human or environmental health shall be appropriately managed, controlled and treated prior to release into the environment.

## MANAGEMENT SYSTEMS

Suppliers shall have a quality management and business continuity systems to facilitate continual improvement and compliance with the requirements of this Code. In particular

Suppliers will establish appropriate training measures to allow their personnel to gain an appropriate level of knowledge and understanding of this Code, the applicable laws and regulations and generally recognized standards.

Novugen reserves the right to verify Supplier's compliance with this Code. Should Novugen becomes aware of any actions or conditions of a Supplier that are contrary with any provisions of this Code, Novugen reserves the right to seek corrective actions, in which Supplier shall promptly implement appropriate corrective actions.

## CONTACT US

Suppliers are strongly encouraged to contact Novugen procurement representative with any queries on this Code.

## SPEAK UP

If you have any concerns about the ethics of any of any Novugen's Supplier, please reach out to [procurement@novugen.com](mailto:procurement@novugen.com) will promptly investigate reported concerns and take appropriate action as required to address such concerns.