



HOSPITAL POLICY			
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Document No.: HOP-MGT-021	Version No.: I0R0	Controlled Copy No.: 0 – Original	Date First Initiated : 02.11.2023
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Group Chief Executive Officer

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1.0 PURPOSE

- 1.1. The purpose of this policy is to protect the business interests of Cengild. This policy identifies situations in which employees, Board of Directors (BOD) and agent of Cengild may have the opportunity to advance their own personal interests with or against the interests of Cengild that presents potential conflict of interest and to assure that the conflict of interest is eliminated or, where appropriate, that internal controls are implemented, or disclosure is made to mitigate the effect of the conflict of interest.

2.0 SCOPE

- 2.1. This policy applies to employees, BOD, and agent of Cengild.

3.0 DEFINITIONS

- 3.1. Employee – any person who is employed by Cengild in a part- or full-time capacity and in accordance with the Employment Act, 1955.
- 3.2. BOD – any person who is appointed as a member of the Board of Director in Cengild.
- 3.3. Agent – stakeholder, vendors, independent contractor, business partners or other third-party that is in the position to act on behalf of Cengild.
- 3.4. Financial Interest – The interest that any individual may have in the monetary transactions of Cengild. In particular, any interest that could have a direct bearing on the financial gain/loss of the said individual.
- 3.5. Head of Department – leaders who take charge of department. They monitor, lead, train, manage staff and ensure that overall day-to-day operations run smoothly.

4.0 IDENTIFYING CONFLICT OF INTEREST

The following circumstances shall be deemed to create conflict of interest:

- 4.1. Outside Interests.
- 4.1.1. A contract or transaction between Cengild and an employee, BOD and agent or family member.
- 4.1.2. A Contract or Transaction between Cengild and an entity in which an employee, BOD and agent or Family Member has a material financial interest or of which such person is a director, officer, agent, partner, associate, trustee, personal representative, receiver, guardian, custodian, conservator, or other legal representative.

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4.2. Outside Activities

- 4.2.1. An employee, BOD and agent competing with Cengild in the rendering of services or in any other contract or transaction with a third party.
- 4.2.2. An employee, BOD and agent having a material financial interest in; or serving as a director, officer, employee, agent, partner, associate, trustee, personal representative, receiver, guardian, custodian, conservator, or other legal representative of, or consultant to; an entity or individual that competes with Cengild in the provision of services or in any other Contract or Transaction with a third party.

4.3. Gifts, Gratuities and Entertainment

An employee, BOD and agent accepting gifts, entertainment, or other favours from any individual or entity that:

- 4.3.1. Does or is seeking business with, or is a competitor of Cengild; or
- 4.3.2. Received, is receiving, or is seeking to receive a loan or grant, or to secure other financial commitments from Cengild;

under circumstances where it might be inferred that such action was intended to influence or possibly would influence an employee, BOD and agent in the performance of his or her duties. This does not preclude the acceptance of items of nominal or insignificant value or entertainment of nominal or insignificant value that are not related to any particular transaction or activity of Cengild. (Refer to CENGILD/GEN/GRP/POLICY-001 - Policy for Anti Bribery and Corruption).

5.0 PROCEDURES

5.1. Duty to disclose.

An employee, BOD and agent of Cengild is obligated to disclose any known or potential conflicts of interest as soon as they arise. When a possible conflict of interest arises, it must be escalated to the Head of Department (HOD) for further action. In the case of Directors, the conflict must be disclosed to the BODs and recorded by the Company Secretary. Failure to do so could result in termination of employment. Refer to Appendix 1 for Declaration Form.

5.2. Investigating potential conflicts.

The Management and or BOD will collect all the pertinent information and may question any concerned parties. If the Management and or BOD determine that a conflict exists, steps will be taken to address the conflict. If no conflict exists, the inquiry may be documented, and no further action will be taken.

5.3. Addressing Conflict of Interest

When an actual conflict of interest is found, any transactions that may have been affected will be reviewed retroactively. Affected parties both within and outside of the business will be notified. An

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investigation will also be conducted by the Management and or BODs to determine the extent of the conflict and the intentions of the parties involved.

If the conflict in question involves a member of members of the BOD, such a member will be excused from the deliberations.

5.4. Disciplinary action

As all conflicts of interest will be reviewed on a case-by-case basis, a review may result in disciplinary action. The Management and or BOD has full discretion to deem what disciplinary action is both fitting and necessary, including suspension and/or termination of employment.

6.0 CONFIDENTIALITY

- 6.1. All parties involved shall exercise care not to disclose confidential information acquired in connection with such status or information the disclosure of which might be adverse to the interests of Cengild. All parties involved shall not disclose of use information for personal profit gain.

7.0 REVIEW OF POLICY AND PROCEDURES

- 7.1. This policy shall be reviewed from time to time or when necessary, by the Audit and Risk Management Committee and recommended to BOD for approval. Any changes to the policy shall be communicated immediately to all parties concerned.



Conflict of Interest Declaration Form

Name of Company : _____
 Name of Director / Employee : _____
 Position : _____
 Department : _____

I hereby declare that:

- I do **NOT** have a Conflict of Interest with Cengild Medical Berhad and or its subsidiaries ("Group").
- I have a Conflict of Interest with the Group. The details are as follows:

1. I am an officer and/or member of the following corporations / firms and I am to be regarded as interested (whether directly or indirectly) in the contract / arrangement which has been, or will be, or may be entered into between the Group with the said corporations or firms. The interest has resulted in or could result in a conflict between my personal interests, considerations or relationships with Close Relatives or Close Associates and my responsibilities as a Director or an Employee:

Name Of Corporations Or Firms	Office held by me in the corporations or firms	My interest in shares of the corporations or firms		Description of the nature and extent of the Conflict of Interest#
		Direct (In units and %)	Indirect (In units and %)	

2. My Close Relatives and/or Close Associates have or may have a Conflict of Interest in the following contract / arrangement with the Group:

Name of Close Relatives / Close Associates	Relationship	Description of the nature and extent of the Conflict of Interest#

3. I own the following property that could give rise to a Conflict of Interest with my responsibilities as a Director or an Employee:

Any other information that might be relevant to this declaration:

I confirm that the above information is, to the best of my knowledge and belief, correct and complete.

Dated : _____ Signature : _____

Notes:

1. *#Include the description of the contract or arrangement. Where the nature of the Conflict of Interest involves a property, please state the postal address or identification (lot, title number, relevant mukim, district and state) of the property, land or building, approximate area, etc.*
2. *"Director", "Employee", "Conflict of Interest", "Close Relatives" and "Close Associates" shall bear the same meanings as defined in the Conflict of Interest Policy.*