



NUVO RESEARCH INC.

INSIDER TRADING POLICY

The Insider Trading Policy (the "Policy") provides guidelines that govern transactions involving Nuvo Research Inc.'s ("Nuvo" or "the Company") securities in compliance with the applicable securities regulations and laws. Unless otherwise noted, this Policy applies to all directors, officers and employees of Nuvo and its Subsidiaries (collectively, each referred to as "Nuvo Personnel"). As a public company, Nuvo has an obligation to ensure that all Nuvo Personnel are aware of and comply with their legal obligations and the Nuvo Policy. This Policy applies to the purchase, sale or otherwise trade, directly or indirectly, in any security of Nuvo.

INSIDER TRADING

Securities legislation prohibits any person or company in a special relationship with Nuvo from trading in Nuvo securities with knowledge of material non-public information that has not been generally disclosed. This prohibited activity is known as "insider trading".

TIPPING

Securities legislation prohibits any person or company in a special relationship with Nuvo from informing any other person, other than in the necessary course of business, of material non-public information before this information has been generally disclosed. This prohibited activity is commonly known as "tipping". Both the person who provides the information and the person who receives the information could be liable under securities laws if the person who receives the information trades in securities.

QUIET PERIOD

The quiet period will commence 15 days prior to the end of a quarter and end on the second business day after the public announcement of Nuvo's financial results for each quarter or year-end respectively. During the quiet period, the Company will refrain from providing earnings guidance or comments with respect to the current quarter's operations or expected results to analysts, investors or shareholders. The Company is not required to discontinue all communications with analysts, investors or shareholders during the quiet period, but communications will be limited to publicly available or non-material information.

TRADING BLACKOUT

Trading blackouts are time periods during which designated employees cannot trade the Company's securities due to the knowledge or potential knowledge of undisclosed material information regarding Nuvo. A quarterly trading blackout will apply to all Nuvo Personnel during periods when financial statements are being prepared, but have not yet been publicly disclosed. Nuvo's finance department will circulate reminder memos to Nuvo Personnel at the beginning and end of each quarterly trading blackout.

From time to time, as special circumstances may arise, the Chairman, Vice Chairman and Corporate Secretary, President and Chief Executive Officer or Manager, Investor Relations and Corporate Communications may mandate a trading blackout prohibiting the trading of Nuvo securities. The trading blackout may apply to certain designated Nuvo Personnel or to all Nuvo Personnel as prescribed by the circumstance.

INSIDERS/SPECIAL RELATIONSHIPS

For purposes of Nuvo's Policy, the broad category of "insiders" are those persons in a "special relationship" with Nuvo, including:

- all Nuvo Personnel and their respective spouses, children and relatives who share the same residence, as well as certain other entities (eg. trusts, partnerships and corporations) which are associated with these individuals;
- persons who directly or indirectly own or exercise control or direction over 10% or more of Nuvo's voting securities;
- persons outside of Nuvo who engage or propose to engage in any business or professional activity with or on behalf of Nuvo (ie. external consultants, licensing partners); and
- anyone who learns of "material non-public information" regarding Nuvo from someone whom he or she knows, or should know, is a person in a special relationship with Nuvo.

The narrower category of "insiders" (as specifically defined under the Ontario Securities Act) who are required to file Insider Reports in respect of their trades in the securities of Nuvo include:

- directors of Nuvo or any subsidiary;
- senior officers of Nuvo or any subsidiary;
- each of the five highest-paid employees of Nuvo (including any senior officer of Nuvo); and
- anyone who beneficially owns and/or controls, directly or indirectly, more than 10% of the voting rights attached to all voting securities of Nuvo.

Insiders must file Insider Reports electronically through the System for Electronic Disclosure by Insiders ("SEDI") within 10 days after each purchase or sale of Nuvo shares.

MATERIAL INFORMATION

Material information is any information relating to the business and affairs of a publicly traded company that results in, or would reasonably be expected to result in, a significant change in the market price or value of any of the Company's securities. Material Information consists of both material facts and material changes relating to the business and affairs of the Company.

BREACH OF POLICY

Breach of this Policy may be considered as a basis for the termination of office and employment for cause or otherwise, for any Nuvo Personnel.

QUESTIONS

Any questions regarding this Policy or any related matters should be directed to the Vice Chairman and Corporate Secretary.