



| GRUPO TECNIMEDE

CODE OF CONDUCT, ETHICAL VALUES AND ANTI-CORRUPTION POLICY



Written by: in V2 2022/May Approved by: in

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Introduction

Tecnimed Group ("GTM" or "Company") actively participates in the effort to achieve greater integrity in its performance within the scope of the market it operates in, particularly regarding business transactions, through the fight against all corrupt activities, including extortion, solicitation and bribery.

It is our strong belief that only a corruption-free system will make it possible for all participants to compete fairly.

Profiling the necessary path to corporate compliance and meeting the National Anti-Corruption Strategy 2020-2024 (ENAC), under which emerged the National Anti-corruption Mechanism and the General Regime for the Prevention of Corruption, Decree-Law No. 109-E/2021, of 9th December, and the General Regime for the Protection of Whistleblowers, Law No. 93/2021, of 20th of December, additionally and in accordance with Law No. 20/2008, of 21st of April, which establishes – in transposition of Framework Decision No. 2003/568/JAI of the Council of 22nd of July – the criminal liability regime for crimes of corruption committed in international trade and private activity, as well as the recommendations of the International Chamber of Commerce, GTM has adopted and implemented its own corporate compliance program (hereinafter referred to "Code of Conduct" and/or "Policy") with the aim to promote high standards of integrity in business transactions; interactions with its partners and performance in general, whether between GTM and public entities or between business partners, suppliers, customers and other interested parties.

This document defines the standards of behavior expected by all administrators, directors, managers, employees, consultants and service providers (each designated as "Representative") of GTM and its subsidiaries in conducting the Company's business and affairs. All Representatives are expected to maintain and reinforce the Company's position as an ethical member of the business community. Therefore, they are all responsible for complying with this Policy.

Although the different matters dealt with in this Policy do not cover the entire spectrum of the Representatives' activities, they indicate the Company's commitment to maintaining high standards of conduct and constitute a description of the type of behavior expected of each Representative in all circumstances.

All issues raised by employees, managers and directors relating to this Policy should be directed to the Legal Department ("DJUR") and Human Resources. All inquiries from

consultants and service providers should be directed to the worker responsible for supervising their work (the “Supervising Worker”). In addition, all Representatives must read, understand and follow the established Compliance and Confidentiality Directives.

This Policy includes general rules which constitute what is considered good business practices. They reflect and must be read in accordance with key international legal instruments and other local or regional legal instruments and conventions in the countries relevant for the purposes of our activities.

In addition to this Policy, GTM also integrates these rules into its business contracts, in order to prevent our contractual relationships from being affected by any form of corruption.

It is also our strong conviction that our partners and employees share our principles and values and recognize that fair, reliable and sustainable business relationships depend on a corruption-free business system to which each one of us must contribute for.

Sintra, May 2022

The Board of Directors,

Maria do Carmo Neves
António Augusto Donato
Miguel Ruas da Silva

Code of Conduct, Ethical Values and Anti-Corruption Policy

GTM and its Representatives must, personally and on behalf of GTM, comply with the laws, policies and other regulations applicable to GTM and its business activity.

Whenever there are doubts about the application or interpretation of any legal or regulatory requirement or about this Policy, workers should consult their manager; directors must refer issues to Human Resources and/or the DJUR. Consultants and service providers must refer issues to the interlocutor. If necessary and in case of doubt, the supervisor or Human Resources, depending on the case, should seek advice from the DJUR.

Many of GTM's activities are subject to individual and complex laws which are constantly changing in different countries, affecting business and negotiations locally and abroad. As a general rule ignorance of the law is no excuse for laws to be broken. A breach may occur even if the agreements or covenants are not in writing, as a breach may be inferred through the conduct of the parties. Accordingly, Representatives must carefully ensure that their conduct is not interpreted as violating the laws and regulations governing the Company's affairs in any jurisdiction where business is conducted.

Without prejudice to the violation of legal rules and its consequences, the failure of any GTM employee to comply with the rules of conduct set out in this Code will result in disciplinary proceedings under the terms of the Labor Code.

Anti-Corruption Rules

I. General Principles

GTM will not make any kind of direct or indirect illegal payments and will not permit anyone to do so on its behalf. It is strictly prohibited to use GTM funds or assets, or the position of a GTM Representative for any illegal or improper purpose.

The commission of acts of corruption or other related offenses constitute criminal offenses that may be duly sanctioned under the Criminal Code. It should be noted that corruption and related infractions are defined as the crimes of corruption, receiving, and offering an undue advantage, embezzlement, economic participation in business, extortion, abuse of power, prevarication, influence peddling, laundering or fraud in obtaining or diverting a subsidy, grant or credit.

Thus, any direct or indirect participation in bribes, kickbacks, indirect contributions or any other similar improper payments is expressly prohibited, whether or not they may promote the business interests of GTM.

Workplace And Work Relations

GTM strives to ensure that the health and safety of its workers, contractors and consultants is a priority in all activities.

GTM promotes the well-being of people in local communities.

GTM acts proactively to eliminate health risks and develop safe workplace environments applying the following principles: (a) safety in the Company's workplaces; it is a fundamental condition and a mutual responsibility shared by everyone; (b) employees, service providers and consultants are expected to continually assess the risks and impacts of operations and include these considerations when planning and making operational decisions, with the aim of preventing injury, illness or death as well as damage to property or the environment. Any problems or concerns regarding environmental or safety issues should be reported to the respective manager; (c) the Company acknowledges the right of workers to set up unions or participate in them, in accordance with the laws and principles of each country; (d) workers, service providers and consultants must be treated with respect and dignity and must not be subject to any type of harassment; (e) the Company does not engage in or tolerate any type of forced labor, imposed labor or child labor and will work to ensure that these conditions do not exist in our workforce.

We strive to develop a positive workplace environment based on open and honest communication, respect, dignity, mutual trust and equal opportunity based on merit.

GTM will not tolerate any form of discrimination or harassment in accordance with this Policy. Discrimination based on age, race, sex, marital status, nationality, religious beliefs, sexual orientation, disability or any other personal characteristics protected by the human rights law is not permitted.

Our teams are at the heart of our growth and success. Therefore:

- a) We are unconditionally committed to the principle of non-discrimination namely, with respect to seniority, age, sex, sexual orientation, gender identity, marital status, family status, economic situation, education, origin or social condition, genetic heritage, reduced work capacity status, disability, chronic

illness, nationality, ethnic or racial origin, country of origin, language, religion, political or ideological convictions and union membership.

- b) Offensive words and misconduct, remarks, verbal and physical abuse, and sexual harassment are not tolerated in our workplace.
- c) Fairness, transparent criteria and solid principles guide the way we hire, evaluate, develop and promote our people.
- d) We create and foster an open communication work environment where everyone is encouraged to share well-founded ideas and opinions.
- e) Harassment at work is understood to be unwanted behavior, namely, verbal or physical, practiced when acquiring employment or on the job itself or during training sessions, with the purpose or effect of disturbing or embarrassing the person, affecting their dignity, or to create an intimidating, hostile, degrading, humiliating or unstable environment for them.
- f) Sexual harassment is unwanted behavior of a sexual nature, in a verbal, non-verbal or physical form, with the purpose or effect referred to in the preceding paragraph.

Community Development, Safety and Environment

GTM is committed to building a trustworthy company which grows with its community. As responsible members of the community, it is our duty to safeguard everyone's life and safety and to protect the environment.

GTM takes corporate social responsibility seriously and is dedicated to maintaining safe work environments and complying with all applicable environmental, health and safety standards and regulations. We are committed to the health and safety of our people, our customers, and members of our community in all aspects of our business, including product development, manufacturing and sales.

We are committed to achieving environmentally friendly growth by actively improving our technology and pursuing innovation.

II. Specificities

a. Relationship with Government Officials

All relationships between Company Representatives and government officials must be conducted in a manner that does not compromise the integrity nor negatively affect the reputation of any member of the Government or public official nor the Company or its affiliates. Even the possibility of any unseemly connection with a public official is incorrect and unacceptable.

The Company will not make any direct or indirect illegal payments from corporate funds or assets. Any direct or indirect participation in bribes, kickbacks, indirect contributions or similar payments is expressly prohibited, whether they promote the Company's business interests or not.

It is strictly prohibited to give, offer or agree to give a "benefit" of any kind to a "public official" for the purpose of influencing the performance of his/her duties or functions, or the acts or decisions of a government official or a public organization, or obtain any other business advantage. It is strictly prohibited to ask, or knowingly allow, another person - an agent or third party - to give, offer or agree to give any kind of benefit to a government official for any unseemly purpose. These prohibitions apply even if a public official requests payment. Violation of these prohibitions is considered a violation of the law of the countries in which GTM operates.

A "benefit" includes any service, gift, bribe, admission or hiring preference and certain charitable contributions, political donations or sponsorships. "Public Officials" include leaders of local communities, members of a political party, political candidates, the family members of government officials, members of a royal family, employees of state-owned companies and employees of international public organizations such as the United Nations.

The Company will have supportive internal controls in order to deter corruption and bribery.

The use of Company funds or assets for any illegal or improper purpose is strictly prohibited. All Representatives are responsible for following the Company's procedures for conducting and reporting business operations.

b. Relationship with Suppliers and Service Providers

The Company must conduct all its business dealings in a fair and lawful manner with all customers, suppliers and independent service providers when purchasing or providing goods or services. When entering into contracts, the Company and its Representatives will take into account factors such as the need for services, total cost, quality and reliability. The Company expects its business partners to share our values and have similar protocols in effect to regulate employee behavior and conduct.

Engaging in business bribes, including giving or receiving kickbacks beyond the strict scope of the business contracts under consideration, is prohibited.

The Company will ensure that any development or consortium of which they are part will take steps to ensure that its development partners or consortium accept a policy which is consistent with the Rules which apply to the development or consortium.

The Company will take the necessary measures which are legally possible to ensure that contractors and suppliers comply with these Rules during negotiations on behalf of, or with the Company, and will avoid negotiating with contractors and suppliers even remotely suspected of paying bribes.

The Company may proceed with and condition future business relationships based on the reputation and ability of its Business Partners, who may be at risk of corruption, to comply with anti-corruption laws in their business dealings with or on behalf of the Company.

The Company makes its acquisitions in accordance with accepted business standards and in a transparent manner.

c. Political Contributions and Activities

It is against Company policy to make contributions to political parties, party employees and candidates. If political contributions are deemed acceptable, they must be made in accordance with applicable laws and public disclosure requirements.

The Company follows strict eligibility criteria to ensure that charitable contributions and sponsorships are not used as a form of corruption evasion. Charitable contributions and sponsorships will always be transparent, public and in accordance with applicable law.

The Company will adopt its own criteria and procedures to ensure that inappropriate political and philanthropic contributions are not made, including verifying contributions to organizations in which prominent political figures are involved, or their close family members, friends and Business Partners.

d. Gifts and Entertainment

Workers will not accept gratuities, favors or gifts of any kind that have more than a nominal and limited value. Representatives shall not solicit or accept gifts, payments, services, fees, travel tickets or accommodation strictly destined for leisure, valuable special privileges or loans from anyone, nor from any organization or group that does, or intends to do, business with the Company or any of its affiliates, competitors of the Company or any of their affiliates.

Representatives must not, directly nor indirectly, provide expensive gifts or excessive entertainment or benefits to others on behalf of the Company.

Representatives, whose functions allow them this right, may provide gifts, favors and entertainment in a modest amount, provided that all of the following items are met:

- a) they are not in cash, nor securities or negotiable securities and are of limited value such that they are not likely to be construed as a bribe, reward or other inappropriate payment;
- b) they are given as a matter of general and acceptable business practice;
- c) they comply with the “Relationship with Public Officials” set forth above and do not infringe any law and are carried out in accordance with generally accepted ethical practices;
- d) in the event that they are subsequently disclosed to the public, their provision will in no way embarrass the Company or the recipients.

Thus, gratuities and acts of hospitality must not represent or appear to be any form of pressure or influence on decisions, and must always be kept within reasonable limits of what is common and socially accepted in the market sector in which the company operates.

Among the acts of hospitality and gratuities that are in accordance with business practices commonly accepted in most countries, and which therefore do not give rise to criminal liability, are the following:

- ✓ Offering a meal within the company's business;
- ✓ Occasional offering of tickets for artistic or sporting events, as a demonstration of good business relations;
- ✓ Occasional payment of business partners' travel expenses;
- ✓ Low value gifts, such as merchandising or small promotional items.

e. Conflicts of Interest

Representatives must avoid all situations in which their personal interests conflict or may conflict with their duties to the Company or with the Company's economic interests. A conflict of interest arises when an individual's personal economic activity conflicts with the interests of the Company or when it negatively influences the correct performance of his/her obligations, duties and responsibilities towards the Company and its shareholders.

Representatives must avoid acquiring any interests or participating in any activities which:

- a) deprive the Company of the time or attention it requires to operate properly during working hours;
- b) develop obligations or distractions which may affect their decisions or ability to act solely in the Company's interest;
- c) conflict with the Company's economic interests;
- d) violate any provision of Portuguese law or any other laws where GTM operates.

f. Complaint Procedures

Employees who intend to file a complaint or voice a concern regarding any of the matters covered by this Policy using internal means may file their complaint or voice their concerns to their nearest supervisor; consultants and service providers may file their complaints or voice their concerns with the interlocutor. If expressing a complaint or concern with the nearest supervisor or interlocutor, depending on the case, is

impractical or does not solve the problem to the satisfaction of the employee, consultant or service provider, the worker, consultant or service provider may take the issue to a superior manager within the Company.

Any member of management to whom a complaint or concern is expressed will handle the matter confidentially and involve only the individuals in question to conduct an investigation. In general, reporting a complaint or concern regarding any issue with the Code of Conduct will only be disclosed to those individuals who need to be aware of the situation so that they may properly conduct an investigation into the matter.

Under no circumstance will the Company take any action against a Representative or threaten to do so as vengeance or retaliation for having filed a complaint in good faith or for disclosing or reporting information regarding issues of the Code of Conduct.

However, if the individual who is reporting a situation has been involved in it, he/she may be held liable even if they have disclosed the matter to the Company themselves. In these circumstances, the Company may consider the conduct of the individual reporting the matter as a mitigating factor in any disciplinary decision. Retaliation for reporting, in good faith, any issues relating to the Code of Conduct is prohibited.

The Company will also continually update its policies and procedures for reporting complaints or concerns about issues regarding the Code of Conduct. It will treat the matters confidentially and, if preferred, anonymously. This will be made possible through a website, telephone numbers, e-mail address and/or postal addresses communicated to Representatives, including mailboxes in places to which they normally have access.

The Board of Directors periodically appoints one senior officer, - known as the Compliance Officer - who reports periodically to Management. The Compliance Officer has the obligation to oversee, coordinate and ensure compliance with the regulations established in this Code; to carry out periodic risk assessments and independent reviews of compliance therewith and to recommend corrective measures or policies, as it deems necessary. Additionally, he is guaranteed with authority, independence and an adequate number of resources in order to fulfill his duties.

If a person who files a complaint or voices a concern regarding issues of the Code of Conduct requests follow-up on the handling of a matter and has provided contact information (and if they have expressly waived anonymity), the person receiving the complaint must, as he/she deems fit, inform the person reporting on the status of the complaint and the respective decision.

GTM has adopted and disclosed an appropriate internal channel to raise, with complete confidentiality, concerns, seek advice or report in good faith violations or solid

suspicions of violations through complianceofficer@tecnimede.com, and the duty to report is guaranteed without fear of retaliation or of discriminatory or disciplinary action. Reporting may be made publicly or anonymously, and all genuine complaints must be investigated.

The DJUR may, depending on the case, request special treatment for any complaint, including the participation of external auditors or external lawyers or other advisers. All complaints will be documented in writing by the person(s) designated to investigate the complaint, who will report immediately to DJUR, as applicable. The documentation will be marked "Reserved and Confidential" and will include the original complaint of the plaintiff, the name of the plaintiff (unless the plaintiff is anonymous or has requested anonymity), a summary of the investigation, copies of all reports issued regarding complaints, a record of all communication with the plaintiff and a summary of the complaint. This documentation will be made available for inspection by DJUR, senior management (as appropriate) and external auditors and legal advisors. Disclosure of this documentation to any other person and, in particular, to third parties, will require prior approval from the DJUR and Administration, as applicable, in order to ensure the correct preservation of documentation confidentiality.

Annually, or upon request of the Board of Directors, DJUR will prepare a report for the Board of Directors summarizing all complaints received during the previous year, all complaints pending resolution, how these complaints are being handled, the results of all complaints investigations and all corrective measures taken.

g. Applicability to Administrators and Directors

The principles of conduct and ethical values described in this Policy also apply to the Company's administrators and directors, depending on the case, and with the necessary revisions to facilitate their applicability.

Policy Review

The Company will regularly review this Policy in order to ensure that it achieves its objective. Based on the results of the review, the Policy may be amended accordingly.