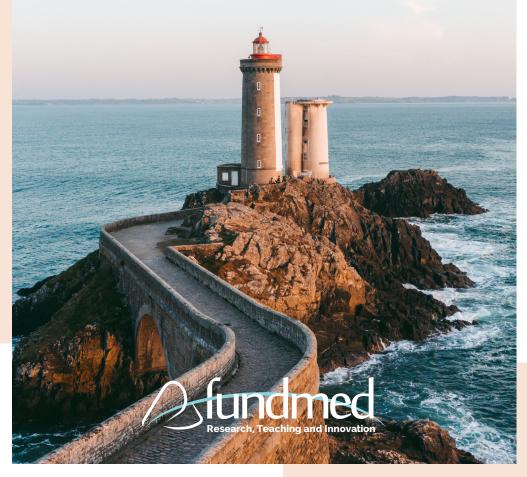
# CODE OF ETHICS AND CONDUCT



### INSTITUTIONAL STATEMENT

Fundmed, which has always sought to act ethically, transparently, and in accordance with the legal and administrative regulations of its partner entities, decided to consolidate its ethical principles and standardize a Compliance Program.

A Compliance Program is established not only to prevent and detect inappropriate conduct, but mainly to ensure that activities are carried out in accordance with the legislation, regulations, and rules applicable to each business segment. The existence of a Compliance Program alone is not enough, and the effective participation of leaders is vitally important to establish the support base for its construction, knowledge, and integrity assurance.

In a scenario of constantly evolving activities, the organization and execution of procedures that guarantee the integrity of an Institution require that its leaders, through Executives and Management, ensure that the procedures that direct behavior be applied properly to protect the organization in a holistic manner, especially regarding ethics, morals and the reputation of its participants.

An ethical institutional project with strong Corporate Governance will be able to demonstrate progress in the conduct of the Institution itself. In this sense, the Code of Ethics and Conduct should lead to high performance with maximum integrity, leaving a legacy of positive leadership through the practices of a well-defined Compliance Program.

**Executive Management** 



#### **SUMMARY**

INTRODUCTION	4
COMPLIANCE	5
Compliance Program5	
Code of Ethics and Conduct 5	
CODE OF ETHICS AND CONDUCT	6
Subject to the Code of Ethics and Conduct6	
Guarantees of the Code of Ethics and Conduct	
ETHICS AND INTEGRITY IN MANAGEMENT AND DECISION MAKING	8
EMPLOYEES AND THE WORK ENVIRONMENT	9
Work Environment9	
Personal and Professional Integrity10	
Workplace Health and Safety 10	
PROPERTY	11
TECHNOLOGY, DATA, AND CONFIDENTIAL INFORMATION	12
Use of Technology Resources	
Personal Data Privacy and the Right to Information 13	
Confidential and Privileged Information 14	
FUNDMED OPERATIONS	15
Relationships	
Conflicts of Interest and Conflicting Activities 16	
Gifts, Presents and Entertainment 18	
Institutional Communications	
ANTICORRUPTION AND MONEY LAUNDERING	20
LEGISLATION	21
COMMUNICATION CHANNELS	22
GENERAL PROVISIONS	23

# INTRODUCTION

Fundmed is a private non-profit foundation, established pursuant to civil law. which acts to support of Federal Higher Education Institutes. Science and Technology Institutes, and other entities, and is responsible for managing research. development, teaching, extension and innovation projects in the healthcare field. To that end, it carries out administrative and financial management activities for these projects, including execution, hiring people and services, purchasing inputs and granting scholarships.

This Code of Ethics and Conduct is in line with Fundmed's mission and vision. highlighting the ethical principles of the Institution when dealing with stakeholders. Fundmed's good reputation and credibility are built by the people who are part of it, through their moral and professional conduct. It is essential that everyone be committed to understanding and observing this Code in the protection of institutional integrity.



### **MISSION**

Manage research, teaching, and innovation projects in the human healthcare field with a high level of excellence through good administrative practices, contributing to the improvement of science and care.



Become an international reference for the management of research, teaching, and innovation projects in the human healthcare field. guaranteeing the credibility and respectability of the Institution and its employees.

### COMPLIANCE

#### **COMPLIANCE PROGRAM**

A Compliance Program is not an immediate solution to a problem, but an ongoing process and an integral part of an organization's structure.

There are many definitions for a Compliance Program, from those that include education, prevention, identification and collaboration to those that include the application of rules of conduct. It is a system of individuals, processes, policies and procedures developed to ensure the compliance of the sector and of contracts with the laws and regulations that govern the activities of an organization. A Compliance Program must be a commitment to ethics when conducting business.

Objectively, Compliance is to be in accordance with the guidelines, specifications, and applicable legislation, i.e., to comply, execute, obey, observe and follow the rules. Compliance is the duty to comply and be in accordance with laws and regulations to mitigate risks to an organization's purpose, reputation and sustainability.



#### **CODE OF ETHICS AND CONDUCT**

Code of Ethics and Conduct Institutions adopt Codes of Conduct to define ethics and integrity issues, establishing rules and behavior appropriate for the relationships in the activities under their responsibility. A Code of Ethics and Conduct must be aligned with the expectations of Corporate Governance regarding the image that the organization wants to represent to society, and regarding the institutional values that guide its culture and management.

#### **CODE OF ETHICS AND CONDUCT**

#### SUBJECT TO THE CODE OF ETHICS AND CONDUCT.

BOARDS

EXECUTIVE MANAGEMENT

**EMPLOYEES** 

SUPPORTED INSTITUTIONS

RESEARCHERS

PROFESSORS

**FELLOWS** 

STUDENTS

SPONSORS

COMMERCIAL AND SERVICE PARTNERS

ANY TYPE OF SERVICE PROVIDER

OTHER PEOPLE LINKED
TO FUNDMED



#### **GUARANTEES OF THE CODE OF ETHICS AND CONDUCT**

Institutions adopt Codes of Conduct to define ethics and integrity issues, establishing rules and behavior appropriate for the relationships in the activities under their responsibility. A Code of Ethics and Conduct must be aligned with the expectations of Corporate Governance regarding the image that the organization wants to represent to society, and regarding the institutional values that guide its culture and management.

Fundmed's Governance commitment is to consolidate the practices of ethical behavior and integrity in case of non-compliance with the precepts provided herein due to inappropriate conduct or behavior, providing the appropriate treatment under this Code and current legislation.

If there are doubts or uncertainties regarding the precepts provided herein, advice or assistance should be sought from the leaders or the Compliance Officer. Any suspicion of inappropriate conduct that may result in possible offenses against internal or legal regulations may be reported. The search for clarification should be guided by the following questions:



IS MY BEHAVIOR IN COMPLIANCE WITH THE CODE OF ETHICS AND CONDUCT AND THE LAW?



WOULD I BE COMFORTABLE IF MY BEHAVIOR BECAME PUBLIC?



WILL MY BEHAVIOR STAND THE TEST OF TIME?

#### p. 9

# ETHICS AND INTEGRITY IN MANAGEMENT AND DECISION MAKING

Ethics and integrity must be present in all decisions made by the Boards, Executive Management, Employees, Researchers and Professors linked to Fundmed.

This Code establishes ethical guidelines that must be applied without distinction of position or role, protecting the interests and assets of FUNDMED from decisions taken that may burden the continuity of the business. Decisions taken in all areas must be considered exclusively for the success of Fundmed's performance in the light of the internal and external legislation to which it is subject, prohibiting any influence by third parties to its business and operations.



# EMPLOYEES AND THE WORK ENVIRONMENT

#### **WORK ENVIRONMENT**

Fundmed ensures a pleasant workplace and work environment that promotes satisfaction for the people who interact with it because of their activities.



Fundmed ensures that the work environment is respectful and promotes diversity among its Employees, with equal opportunities for development and career advancement. No forms of harassment or discrimination are permitted in the workplace, whether due to of race, ethnicity, gender, sexual orientation, creed, religion, age, political belief or physical and mental disability.

Direct or indirect employees may not adopt inappropriate behavior in relation to Fundmed's ethical and moral principles. In any circumstance, the aim is to preserve human dignity.

Fundmed's selection and contracting processes will observe objective criteria and meet basic requirements and professional expectations for function, position or activity, as well as project guidelines provided and monitored by Fundmed. The hiring of related persons will be allowed as long as the recruitment and selection requirements defined by Fundmed are met.

Employees must dress discreetly and tidily, maintaining an appearance that is appropriate for their position and as a representative of Fundmed.

Fundmed ensures respect for work, encouraging communication and professional development for all those who, directly or indirectly, are connected to it.

#### **WORKPLACE HEALTH AND SAFETY**

Fundmed observes all applicable laws and regulations regarding occupational health and safety, both on its premises and on the premises of the contracting parties.

All persons linked to Fundmed activities, regardless of position or function. must be aware of the guidelines and regulations regarding health and safety risks associated with their activities.

The applicable health and safety regulations must be followed, since compliance with legal regulations on safety and health and work environment protection is a fundamental principle for human dignity.

Fundmed encourages its Employees to adopt healthy habits to promote the physical and mental health of its teams. Therefore, the use or influence of alcohol, narcotics or any other psychoactive substance is not allowed in the workplace or in any activity related to Fundmed, in accordance with the terms of this Code and the legislation in force.

# **PROPERTY**

Fundmed's assets, equipment, and facilities are exclusively for professional use. Computers, desktops or notebooks may be made available for personal purposes at specific times, such as break times. Workstations must be kept in perfect working condition, especially with regard to the organization, cleanliness and safety of the facilities, and Employees and other users must ensure the proper use and conservation of property.

Each workstation has a standard configuration; therefore, installation of software or applications will require the authorization of Fundmed. Access to any websites or applications that may pose risks to Fundmed's system is not allowed.

Fundmed's equipment and materials must remain in their facilities, and can be removed as long as specific procedures are observed or as long as there is prior authorization from immediate superiors.

Fundmed's property must be treated with due care and zeal in order to prevent damage, loss, theft, or improper or illegal use.



### TECHNOLOGY, DATA, AND CONFIDENTIAL INFORMATION



#### **USE OF TECHNOLOGY RESOURCES**

Fundmed's technological resources, whether tangible or not, will be used for the purposes for which they are intended, and all records, such as electronic files, must be maintained so that data integrity is preserved.

The use of technological resources to access information is made available by Fundmed in an ethical, professional, safe, and legal manner. Fundmed provides communication resources (printers, telephone, software, e-mail, internet, and printing) for professional activities, but also allows moderate and responsible use for personal purposes, provided that such use does not violate the rules, guidelines, internal procedures, nor impact the performance of activities. In any case, the use of these resources is subject to monitoring and tracking by Fundmed, including the blocking of electronic addresses and the monitoring of access.

Electronic communication tools are used for the development of Fundmed's business and must be used for this purpose with care. Access to pornographic, racist, offensive or indecent material is unacceptable.

# PERSONAL DATA PRIVACY AND THE RIGHT TO INFORMATION

Fundmed respects personal information and individual privacy, and respectfully stores this information safely and with data privacy. Fundmed will only collect, use, disclose and retain information when it is to meet proposed objectives and when required by law or court order.

Fundmed respects confidential information belonging to third parties in all its aspects, and will only share information when it is used specifically for the agreed upon purpose, or when required by law or court order.

For Fundmed, all those submitted to the Code of Ethics and Conduct are responsible for protecting personal information and for processing it within the limits of laws and regulations, such as the duty to keep their passwords confidential, as they are non-transferable. The misuse of passwords will be the responsibility of the password owner.

To the extent permitted by law, Fundmed reserves the right to monitor or investigate the use of its information systems and access electronic communications or information stored on systems, devices, or equipment, and perform necessary maintenance and updates or to meet a legal requirement or a policy/guideline established by Fundmed.

Personal awareness of the use of technology is paramount to ensure the protection of information and business knowledge, and Employees should only communicate and transfer information that is relevant and necessary to Fundmed's objectives.



Any non-public information from Fundmed must be kept private and protected from access by unauthorized persons, considering that, if they are disclosed, they can harm the Institution. Likewise, information should not be displayed or exposed in order to seek personal or third party benefits.

Fundmed's confidential and privileged information must have special protection, in compliance with the law. Possible violations regarding the use of confidential and privileged information can lead to administrative and legal liability.

Depending on the position or due to the task, there will be different levels of information, and confidentiality must be maintained. Such information can only be used for professional purposes, so it cannot be removed from Fundmed under any circumstances without prior authorization from Executive Management.



# FUNDMED OPERATIONS

#### **RELATIONSHIPS**

The relationships established directly or indirectly, resulting from Fundmed's activities, must be guided by the principles of honesty, ethics, and integrity.

It is prohibited, under any circumstances, to accept or offer benefits that may be understood as an attempt to induce or influence decision making that is not based on objective criteria and on the integrity of professional relationships, especially quality, trust, and transparency. The relationships will be based on technical, professional and ethical criteria in line with Fundmed's general guidelines.

Decision-making regarding the provision of services must be conducted through an objective and previously established process, such as quality measures or price quotations, in order to ensure the best cost-benefit ratio for Fundmed. Any choice or decision making based on a personal advantage for Fundmed Boards, Executive Officers and Employees is unacceptable.

Relationships must strive for transparency, observing the appropriate administrative, legal, and financial purposes, as well as compliance with laws and contracts.

A conflict of interest arises when a person or an organization can receive an advantage in a decision, thereby affecting the criteria of objectivity, independence, and commitments to the principles of honesty, ethics, integrity, and business values. A conflict of interest can create several risks in Fundmed's activities, such as image, financial, legal and compliance risks. Common examples of actual or potential conflict of interest include:



Offer or seek opportunities involving Fundmed to obtain personal benefits or benefits for family members or close friends that are not in line with the purposes and objectives of the fundmed compliance program;



Maintain investments, directly or indirectly, in assets and companies contracted by Fundmed or on its behalf;



Receive money, goods, services or other forms of personal advantage, directly or indirectly, with proposals involving Fundmed;



Put at risk or influence the results of proposals or quotes;



Maintain external jobs or affiliations that affect or interfere with Fundmed efforts;



Sell, provide services, or use Fundmed intellectual capital for third parties;



Offer or accept gifts, hospitality, and entertainment items.

Fundmed values transparency, professionalism and integrity in any decision-making process as well as the absence of any personal or professional conflicts of interest.

Personal interests cannot exceed the professional commitment made with Fundmed, including the sale and exchange of goods for private interests or for family and friends on Fundmed's premises.

In commercial, professional, and personal relationships, any relationships or associations that may or appear to conflict with the principles and values of Fundmed and its Compliance Program must be taken into account.

Fundmed respects privacy and personal choices, but nothing at work or in personal life should be done if it conflicts with responsibilities with the Institution or interferes with the quality or performance of work, ones professional commitment, or their decision-making ability.

The exercise of professional activities on behalf of Fundmed must preserve good relationships with the different segments of society as well as with public agents. Any participation in festivities and events must always take place with respect for the principles and guidelines of Fundmed's Compliance Program, Internal Policies and Procedures. When in doubt.

The Boards, Executive Management, Employees, and Researchers must refuse to participate in any decision-making in which they may have interests that influence or may be seen as influencing their ability to make an objective decision or to fulfill their responsibilities with Fundmed.

The Boards, Executive Management, Employees and Researchers must inform the Compliance Officer, in writing, regarding any activities, financial interests or external relationships that may involve them, directly or indirectly, in a conflict of interest, using the Fundmed conflict of interest form for this purpose.

Any possible conflict of interest will be properly analyzed, which includes considering whether it is appropriate to resume discussions or activities involving the conflict. When in doubt, the leaders or the Compliance Officer should be consulted in search of a joint solution, or if possible, to reduce potential losses resulting from it.

You must not give or receive gifts or entertainment benefits that are not in accordance with the policy adopted by Fundmed or that may raise questions about the personal and professional integrity and independence of Fundmed. Gifts, presents, entertainment benefits and work meals may be offered and accepted when considered simple courtesies consistent with usual practices of respect and cordiality and that exclude any influence on Fundmed decision making. This possibility also applies to gifts, meals or entertainment during events or conferences.

Even when exchanged for reasons of personal friendship or professional relationship, gifts or entertainment benefits can be perceived as an undue advantage. Alwayts act with transparency and Management's knowledge to avoid that type of situation.

Fundmed acts in such a way that any third party does not feel obligated to make a donation or to give personal favors in exchange for an advantage with Fundmed. Boards, Executive Management, and Employees must take extreme care when receiving proposals for donations that are not in line with the purpose and objective of Fundmed activities. When in doubt, the leaders or the Compliance Officer should be consulted. Ignorance of the rules does not justify any non-conformities, even if in good faith.

In the relationship with public agents, especially with regard to receiving or offering gifts and donations, anti-corruption guidelines and legislation must also be observed.

Fundmed must maintain accessible and up-to-date guidelines for receiving small courtesies of modest value, always respecting the occasion and common sense. When in doubt, the leaders and the Compliance Officer should be consulted. In internal or external events promoted or authorized by Executive Management, the acquisition and social consumption of alcoholic beverages will be allowed.

#### INSTITUTIONAL COMMUNICATION

Fundmed's institutional and corporate communication is guided by the Executive Board, respecting the Institution's principles and values. The use of social networks under the responsibility of Fundmed will be updated by Employees qualified for this purpose, in compliance with previously approved guidelines

Social networks must be used with care, as they can bring conflicts or damage to Fundmed's reputation. It is important that the Boards, Executive Management, Employees, and Researchers make responsible use of these platforms. In any case where there is or may be a correlation between the use of social media and Fundmed, the proposed principles and values of integrity must be observed.

Fundmed will be represented by Executive Management members, as determined by the Boards. Only authorized members may speak or make public statements on behalf of Fundmed, whether in print or broadcast media, or in other media, such as social networks, messaging apps and the like. Therefore, any pronouncement must be conducted by a previously authorized person.

### **ANTI-CORRUPTION** AND MONEY LAUNDERING

Compliance with laws against bribery, graft, money laundering and corruption is vital to Fundmed's integrity and good reputation. Such offenses divert resources, undermine the integrity of government and community decisions, and reinforce a cycle of lost trust. Professional relationships in activities involving Fundmed must be particularly sensitive to the problems arising from the practice of these crimes.

Under no circumstances can Fundmed authorize, make payment, or grant any type of benefit for the purpose of unduly influencing, even if in an apparent way, a public agent or anyone else to obtain an undue advantage. Violation of this policy would be cause for legal action.

The Boards, Executive Management, Employees and Researchers are prohibited from offering, promising, authorizing or transferring any asset or value to anyone, whether an individual, public agent, or representative of a company or institution, in order to unduly induce, receive or repay personal benefits or the like to Fundmed or any of its projects.

The Boards, Executive Management, Employees and Researchers, likewise, cannot request, agree to receive or accept benefits or any asset or value from an employee, individual, public agent or representative of a company or institution, as an incentive or retribution for any function or activity related to Fundmed's business or any of its projects.

Anti-corruption laws require that all transactions be recorded accurately and in detail in Fundmed's books and records, in accordance with instructions and legal regulations. Transactions that are recorded imprecisely or that omit their true nature may be monitored and raise suspicions that the transaction is improper. Any attempt to overshadow or conceal the true nature of any expense is expressly prohibited and may be the cause of administrative and legal liability. Samples of accounting entries and supporting documentation will be periodically reviewed to identify and correct discrepancies, errors and omissions, even those that may be committed in good faith, as a best practice for transparency and governance.

Fundmed is committed to fully observing the laws on money laundering and combating the financing of institutions that are not compatible with Human Rights principles. Money laundering is any procedure by which criminals transfer the proceeds of their criminal activity to legitimate organizations to give money the appearance of being clean or unrelated to a crime. Fundmed is also committed to not participate in any activity that does not firmly obey the purposes and objectives of its creation.

Regarding money laundering, questionable financial transactions, or requests for clarification must be registered with the Compliance Officer.

## **LEGISLATION**

It is the commitment of all those submitted to this Code of Ethics and Conduct to know and respect current laws and regulations, as well as to be guided by this Code and by Fundmed's Internal Policies and Procedures.



# COMMUNICATION CHANNEL

The Communication Channel is confidential, with no need for identification unless it is to the user's interest. If necessary, all investigation will be done in a confidential manner.

Fundmed is committed to protecting the rights of individuals who, in good faith, report issues that go against the values of FUNDMED and the guidelines of this Code, or even those who cooperate in an investigation of possible violation of the precepts of ethics and integrity.

Confidential methods for sending and receiving reports will be available on the Communication Channel. The informant is assured that the case will be effectively evaluated and treated with confidentiality, regardless of the measures that may be adopted.

All those submitted to this Code of Ethics and Conduct must report cases of infraction whenever they become aware of them, through the Integrity and Ethics Communication Channel specifically for this purpose, available on the Fundmed website. Those who use this Channel will be protected by confidentiality and a commitment to non-retaliation.

The Communication channel is available on the Fundmed website, via directing or QR CODE for a smartphone.

It can also be accessed at www.ouvidordigital.com.br/fundmed.

# FINAL PROVISIONS

Fundmed Executive Management is responsible for the approval of this Code of Ethics and Conduct and for its issuance and organization by the Compliance Committee. It must be revised and updated periodically to comply with the high ethical and legal standards to which Fundmed is committed

Failure to comply with the guidelines contained in this Code, as well as the policies and procedures formalized by Fundmed, will be subject to disciplinary sanctions, warnings or even termination of employment or service contract.

