Code of Conduct

A message from our Management

Integrity is the quality of being honest and having strong moral principles. It is also the state of being whole and undivided. That is why integrity forms the basis for our Code of Conduct.

Novellas Healthcare is dedicated to run its business according to the highest standards of integrity and ethical practice in all areas. Our Code of Conduct has been developed to help us protect the people at Novellas Healthcare and prevent us from damaging our reputation and our business. It is not intended to make your life more difficult. It provides simple guidance that will help you to act with honesty and integrity in our daily work.

WHY A CODE OF CONDUCT?

At Novellas Healthcare we are committed to demonstrate integrity and honesty, and behaving ethically towards our employees and in all of our business practices. We expect our employees and all people acting on our behalf to conduct our business according to the highest business standards.

To further strengthen these commitments, we have adopted the present Code of Conduct, which provides guidance in respect of the complex corporate compliance requirements and business ethics challenges we face every day. This Code of Conduct is the framework within which you have the freedom to act and operate in your daily work. It reflects the standards of integrity we believe in and according to which we expect you to run your business.

HOW TO USE OUR CODE OF CONDUCT?

Who does our Code of Conduct apply to?

Our Code of Conduct applies to all Novellas Healthcare employees wherever located, all being individuals working at all levels and grades within Novellas Healthcare, including managers, permanent, fixed-term or temporary employees, freelancers, trainees or volunteers. It also applies to those doing business on behalf of Novellas Healthcare, such as distributors, joint venture partners, consultants and other third party intermediaries.

Who can you go to if you have a question about our Code of Conduct ?

In addition to your Line Manager, you can ask people in the specific department within Novellas Healthcare that has particular expertise in that subject. You can always reach out to the Novellas Healthcare Quality & Compliance Manager.

Where can you find additional policies and guidelines?

Additional Policies (POL), standard operating procedures (SOPs), work instructions (WI) and guidelines which provide further guidance on matters covered by our Code of Conduct are available upon request to the Quality & Compliance Manager.

Our Code of Conduct and the additional policies, standard operating procedures, working instructions and guidelines are living instruments and will be reviewed periodically to reflect the evolution of the world and the markets in which we operate. We will make sure that you have access to and understand any changes to these documents.
Our Code of Conduct cannot cover every eventuality or local particularity. If a specific situation arises which is not covered by our Code of Conduct, your (employment or other) agreement with Novellas Healthcare or by other internal policy or guidelines, the situation will be examined in the light and the spirit of our Code of Conduct and in accordance with applicable laws. In all cases your (employment or other) agreement with Novellas Healthcare will apply.

Whenever you are asked in the Code of Conduct to inform or notify another employee, make sure to do so in writing and to keep records for audit or monitoring purposes.

In any case, if you require additional information regarding the guidelines set out by Novellas Healthcare or your agreement, feel free to reach out and we will be happy to assist.

What are your personal responsibilities?

All: *Follow the spirit of our Code of Conduct*

We expect from you that you:

- Are familiar with our Code of Conduct and know how to access it
- Read and understand our Code of Conduct
- Know and apply the principles and rules of our Code of Conduct in the work you do and the decisions you make
- Attend any training related to matters covered by our Code of Conduct
- Ask questions whenever you are unsure
- Speak up if you think our Code of Conduct has been breached in any way. Consult the 'Speak up' section at the end of our Code of Conduct.

Line Managers*: Lead by example*

While all of us are expected to act ethically, you as a Line Manager have the increased responsibility of leading by example. We expect you to serve as a positive role model and inspire others to embrace our Code of Conduct by:

- Encouraging ethical behavior and decision-making
- Ensuring new starters understand our Code of Conduct
- Creating an open work environment where employees feel comfortable raising concerns
- Preventing retaliation against those who speak up
- Seeking help in resolving and escalating issues when they arise.

What are the sanctions in case of breach?
All reports of suspected violations of our Code of Conduct will be taken seriously and will be investigated. Not complying with our Code of Conduct, policies or procedures and/or applicable laws and regulations may result in disciplinary actions. In case of violation of the law, civil and/or criminal penalties may be imposed by a governmental agency or a court.

Novellas Healthcare & Quality

The Management of Novellas Healthcare has a strong commitment towards Quality and Compliance. We have created a solid Quality Management System (QMS) within our organization, which ensures us to maintain high-level quality and compliance of all our services throughout their life cycle, in full compliance with the applicable regulations and other health-related requirements.

To ensure the quality of services, Novellas Healthcare has based its quality management on the requirements of ISO9001:2015. With this approach, Novellas Healthcare wants to engage in meeting the expectations and requirements of its customers and ensure to align the internal management of the organization as such.

With a clear knowledge of our customers' expectations, we strive to consistently meet and exceed them. Therefore, we adhere to all applicable standards and customer specific requirements and endeavor to provide and implement processes that ensure building a robust and world class business while fostering inclusion and promoting supplier diversity. Best practices at all levels and systematic research will result in reliable risk management. Driving continuous improvement, enhancing innovation that is based upon efficient business processes, setting out good measurements, rolling out best practices and customer surveys, are key objectives for Novellas Healthcare.

Quality Management system

The Novellas Healthcare QMS is based on following principles:

- The processes and methods within the organization are consistent, documented and known to all staff. Processes are set up to be as efficient as possible.
- The objectives are defined and communicated.
- The processes are monitored, analyzed, and adapted if needed.
- All legal and other requirements of the stakeholders are met.
- New staff get immediate insight in the way of working.
- There is a philosophy of continuous improvement.

Your individual contribution is important to the company's overall success and commitment to quality.

Quality and Compliance Documents

Novellas Healthcare has developed a set of quality documents *(such as Policies, Standard Operation Procedures, Working Instructions,…),* providing the Novellas Healthcare Management's view on organizational activities and covering the Novellas Healthcare processes related to its activities.

Quality and Compliance Manager

The Novellas Healthcare Management has the responsibility to demonstrate strong and visible commitment to the Novellas Healthcare QMS by taking accountability and responsibilities for these activities. To coordinate all activities, a Quality and Compliance Manager has been appointed, who will, in cooperation with the Novellas Healthcare Management oversee the implementation of the QMS across the relevant entities and ensure compliance with the related regulatory and Company requirements.

Novellas Healthcare & People

At Novellas Healthcare, people are at the heart of everything we do. We take care of our employees and those we are in contact with in our daily business as we believe this is how we will achieve our goals.
We respect our employees and all people acting on our behalf. We promote individual excellence and collaborative teamwork. We treat our customers, suppliers and other business partners with consideration and dignity.

Working Conditions

At Novellas Healthcare, we are dedicated to fostering a diverse, inclusive, and equitable workplace where every individual—regardless of gender, gender identity, sexual orientation, race, ethnicity, age, ability, religion, or background—is treated with respect and dignity. Behaving ethically means not engaging in any discriminatory practices. This means that you are expected not to engage in any direct or indirect discrimination based on age, gender, nationality, race, color, ethnic origin, sexual orientation, marital or civil partnership status, religion, political opinion, language, disability or any other status protected by laws or regulations in the locations you operate. Moreover, you should not tolerate degrading treatments such as sexual or mental harassment, disrespectful language, discriminatory gestures or any form of physical violence.

We do not use child labor and do not tolerate the use of child labor by our customers, suppliers and other business partners.

We are committed to:

- ✓ Ensuring equal opportunities in recruitment, training, career development, and daily work practices.
- ✓ Cultivating a respectful environment where all employees, partners, and clients feel safe and valued.
- ✓ Actively preventing and addressing all forms of discrimination, harassment, and bias.
- ✓ Promoting diverse perspectives and inclusive dialogue across all levels of our organization.

Supporting systemic change that advances equity and improves access to opportunities in healthcare and beyond.

Everyone at Novellas Healthcare is expected to contribute to a culture of inclusion, fairness, and accountability.

Health and Safety

At Novellas Healthcare we are committed to protect the health and safety of our employees, visitors and contractors. We promote a safe work environment and aim for zero occupational accidents and illnesses.

This means that you are expected to comply with the prescribed safety rules and instructions relevant to your work, to set the example for those you work with and to raise any concerns about potential health and safety risks.

Human Rights

At Novellas Healthcare we are committed to respect the human rights of our employees and the people acting on our behalf, as well as those of our customers, suppliers and other business partners, in line with the all applicable Guiding Principles on Business and Human Rights.

We condemn and dissociate ourselves from all forms of slavery, torture, degrading treatment or inappropriate working conditions.

This means that you are expected to:

- Help make Novellas Healthcare a great place to work where everyone is welcome and human rights are respected
- Be a good neighbor wherever we operate
- Build strong partnerships with trusted business partners and ensure that human rights and labor standards are respected throughout the organization.

External Communication

To maintain a consistent, professional, and brand-aligned presence, all external communications must adhere to the following rules:

1. Use of Approved Templates and branding consistency
   - ✓ Always use the official company templates for documents, emails, and presentations.
   - ✓ All communication must align with our brand guidelines: this includes correct use of logo, color palette, typography,…

Using templates ensures consistent branding, tone, and layout. Templates are available via our Cloud environment.

2. Signature Requirements
   - ✓ Every external email must include the official email signature.
   - ✓ The signature includes name, title, contact details, and company branding.

Signatures can be found in Outlook > Settings > Mail > Compose and reply. Guidelines for signatures can be found on our Cloud environment.

3. Microsoft Teams Use
   - ✓ Teams is for internal communication only, unless otherwise specified.
   - ✓ Do not share sensitive or official information with external parties via Teams without explicit approval of the Novellas Healthcare Management.

4. Approval by Marketing
All external-facing content with marketing objectives (emails, brochures, campaigns, social media, etc.) must receive prior approval from Marketing.

Sustainability

At Novellas Healthcare, we are committed to conduct our business in a responsible and sustainable manner. We recognize that our activities, and those of our suppliers and business partners, can have an impact on the environment, society, and future generations.

We aim to integrate sustainability principles into our business operations and expect our employees to act responsibly and in compliance with applicable environmental and social standards.

This means that you are expected to:

- Comply with all applicable environmental laws, regulations, and internal policies relevant to your role
- Take reasonable steps to reduce environmental impact in your day-to-day activities, including energy use, waste generation, emissions, and unnecessary use of natural resources
- Promote the responsible use of materials and support recycling, reuse, and sustainable procurement practices where possible
- Act in a manner that supports ethical practices and avoids activities that may contribute to environmental harm or human rights concerns
- Carry out your responsibilities in a way that supports long-term sustainability and responsible growth of the organization
- Look for opportunities to improve environmental performance within your area of work, where relevant

We also encourage all employees to actively support broader sustainability initiatives, including those related to diversity, social responsibility, ethical governance, and responsible business practices.

At Novellas Healthcare, we believe that sustainable business practices contribute to long-term value creation for our employees, customers, suppliers, patients, and society.

Novellas Healthcare & Ethics

At Novellas Healthcare we embrace ethical behavior in all our business activities. We act with integrity in our day-to-day collaboration with our customers, suppliers and other actual and potential business partners. Our decisions are driven by fairness and by what is the right thing to do and are based on objective grounds. We avoid any conflict of interest and have zero tolerance of corruption in any form.

Conflicts of Interest

A conflict of interest happens whenever your personal, social, financial or political interests influence or interfere with your business decisions. Conflicts of interest can have a significant negative impact on our reputation and effectiveness as a company and as individuals.

This means that you are expected to always act in our best interests and avoid any conflict, or any appearance of a conflict, with Novella's interests, such as:

- Engaging in activities that directly or indirectly compete with Novellas Healthcare activities
- Letting your decisions as a Novellas Healthcare employee be influenced by personal or family interests or friendships
- Using Novellas Healthcare property, information or other resources for your personal benefit or the benefit of others
- Having outside employment or other activities that negatively impact your job performance or interfere with your responsibilities at Novellas Healthcare.

Anti-Bribery and Corruption

At Novellas Healthcare we fully comply with all anti-bribery laws in place in the markets in which we operate. We will not engage in illegal or unethical practices and will not accept business if it requires giving or receiving a bribe.

A bribe is a financial or other inducement or reward for action which is illegal, unethical, a breach of trust or improper in any way. Bribes can take the form of money, gifts, products, loans, fees, hospitality, services, discounts, the award of a contract or any other advantage or benefit.

Bribery (or corruption) generally includes offering, promising, giving, accepting, agreeing to receive, or seeking a bribe. It can take place in both the public and private sector and can be direct or indirect through third parties.

This means that you are expected:

- Not to offer, promise, give, accept, agree to receive, or seek a bribe (whether for yourself or for Novellas Healthcare) of any kind in return for a favorable treatment or to gain any business advantage for yourself or for Novellas Healthcare.
- Not to make facilitation payments of any kind, even to secure an action that is a matter of routine Facilitation payments are typically small, unofficial payments made to secure or expedite a routine government action by a government official (e.g. obtaining permits, licenses or documents, processing governmental papers such as visas, or loading or unloading cargo).
- Not to use cash payments to pay suppliers', customers' and other business partners' invoices, commissions, discounts or rebates, nor accept cash or cash equivalent in relation to Novellas Healthcare's business.
- To always be mindful of what the payment is for if you are asked to make or receive a payment on the behalf of Novellas Healthcare, and whether the amount requested is proportionate to the goods or services provided and constitutes a legitimate business dealing which is proportionate to the terms of the agreement in place.
- Look out for certain 'red flags' that may indicate a risk of bribery or other form of corruption prior to entering into any contract or providing any services to a customer, supplier or other business partner. Examples of red flags include a request to pay in cash, a request to be paid via an unknown third party or in a third country, fees that are out of proportion to the product or service provided or refusal to put terms agreed in writing. If any such red flags exist, do not proceed and please notify your Line Manager, as an inquiry must be launched to verify whether the transaction is permissible or not
- Register every supplier, customer or other business partner in the financial systems foreseen at Novellas Healthcare for the registration of business partners.

Gifts and Hospitality

Gifts are items voluntarily given without payment in return. Hospitality covers meals (breakfast, lunch or dinner) and events (such as theater, sporting events, concerts, invitations to restaurants or cocktails) taking place between you and an actual or potential customer, supplier, business partner or other third party.

At Novellas Healthcare we believe that receiving or offering gifts and hospitality helps building solid and trustful business relationships. However we must ensure that the exchange of gifts and hospitality between employees or any people acting on our behalf and customers, suppliers or other business partners is not excessive and does not confer improper advantage or create an actual or perceived bribe. Business decisions must be made on their merits and must not be inappropriately influenced.

This means that you are expected:

- Before accepting or offering a gift or hospitality from/to an actual or potential customer, supplier or other business partner, to ensure that it:
    - Is reasonable
    - It is not made with the intention of influencing the party to whom it is being given, to obtain or reward the retention of a business or a business advantage
    - Is appropriate
    - Is accepted or provided in the normal course of an existing or prospective business relationship
    - Is intended for legitimate business purposes and is consistent with customary business practices.

- To refuse to give or accept cash or any cash equivalent

- To refuse to give or accept gifts and hospitality while you or your business partner is involved in any stage of a competitive procurement or sales process

- To seek the written approval from your Line Manager for all gifts and hospitality which involve a public or government official.

  A public or government official includes
    - An officer or representative of a government or of a government-owned or government-controlled entity
    - A person representing a political party or public international organization.
    - A candidate for political, municipal or judicial office.

- When offering gifts or hospitality, to follow the applicable business standards and keep available all detailed documentation, including receipts.

In order to determine what is acceptable and what cannot be accepted you are expected to exercise good judgment and moderation. Accepting or offering any gift or hospitality, regardless of value, that either makes the recipient feel obligated or could be construed as a means to make the recipient feel obligated to start or continue a business relationship, cannot be accepted.

In order to help you assess the **reasonableness** of a gift or hospitality your offer or receive, Novellas Healthcare has set the maximum amount at 100 euro.

Gifts - You are expected:

- To not give gifts which exceed this maximum monetary value of 100 euro

- To politely decline gifts which appear to exceed the maximum monetary value of 100 euro and explain that our policies prohibit you from accepting them. In exceptional situations where such gifts have to be accepted to avoid causing serious offense, you must notify your Line Manager.

Hospitality – You are expected:

- To respect the maximum monetary value of 100 euro when inviting or being invited for hospitality. When, in exceptional circumstances,
    - You seek to offer hospitality which exceeds the maximum monetary value

- You are invited to hospitality which appears to exceed the maximum monetary value you must seek the written approval from your Line Manager.

Novellas Healthcare & Company Information

At Novellas Healthcare we believe that protecting and properly using company resources, information and property contributes to our passion for integrity and creates value for our shareholders. We take all necessary measures to protect the confidentiality of our company information as well as the information we receive from our consumers, customers, suppliers and other business partners.

Financial Information

All financial information, statements and reporting must be recorded accurately and honestly following recognized accounting principles and practices

Relationship with Suppliers

Novellas Healthcare selects suppliers based upon quality, cost, delivery, service, diversity, reputation and long term benefit to Novellas Healthcare and its clients. Environmental practices, diversity of workforce and business practice will also be taken into consideration.

At Novellas Healthcare we recognize the importance of supplier diversity in promoting economic equity and supporting underrepresented businesses and we are committed to actively seeking out and engaging with suppliers from diverse backgrounds, including minority-owned, women-owned and small businesses.
We aim to evaluate suppliers not only based on cost and quality but also on their commitment to diversity, equity, and inclusion in their own practices.

Confidential Information

At Novellas Healthcare we ensure that all confidential, competitively sensitive and/or proprietary information about Novellas Healthcare, our customers, suppliers, business partners and other third parties is properly protected.

This means that you are expected to:

- Respect the confidentiality of other companies' information that is not in the public domain
- Assume that all information about Novellas Healthcare is confidential or competitively sensitive unless you have clear indication that the information has been publicly released
- Protect confidential information about Novellas Healthcare at all times, including outside of the workplace and working hours, and after employment ends
- Refrain from sharing confidential information to anyone outside Novellas Healthcare including to family and friends, except when disclosure is strictly required for business purposes; even then, take all appropriate steps, such as signing a confidentiality agreement, to prevent misuse of the information
- Take all the necessary steps to protect documents and IT devices when away from the workplace.

Even within Novellas Healthcare, only share confidential information on a strict need-to-know basis.

What is confidential or non-public information?

It is any information that a company has not disclosed or made generally available to the public.
Examples include information related to:

- Employees
- Inventions
- Contracts
- Strategic and business plans
- Major management changes
- New product launches
- Mergers and acquisitions
- Technical specifications
- Pricing
- Proposals
- Financial data
- Product costs

Social Media and Networks

At Novellas Healthcare we support the use of social media and networks to generate new business opportunities, to recruit new talent and to promote our services.
However, in order to protect our image and reputation, a limited number of employees are authorized to represent and to talk on behalf of Novellas Healthcare on social media and networks.

This means that unless you are part of this limited number of employees, you are expected to:

- Share only public news relating to Novellas Healthcare on your social media and networks
- Be transparent and state that anything you post is your own opinion.

In all cases when using social media and networks, you are expected not to:

- Share copyrighted publications, logos or other images that are protected by an intellectual property right
- Refer to Novellas Healthcare or to your co-workers in an abusive or harassing manner, or violate their right to privacy.

Company Assets

Company assets include physical property such as facilities, supplies, computers and software, telephones, scanners, photocopiers, wireless communication devices, machinery, vehicles and company funds. They also include intangible assets such as company time, confidential information and intellectual property.

At Novellas Healthcare we use company assets honestly and efficiently.

This means that you are expected:

- To use company assets only for legitimate business purposes and protect them from theft (whether physical theft such as unauthorized removal of assets, or through intentional misreporting of time or expenses), loss, damage or misuse
- Not to use company assets for your personal benefit or the benefit of anyone other than Novellas Healthcare.

This applies equally to company assets belonging to Novellas Healthcare and to those belonging to our customers, suppliers and other business partners. We also treat assets belonging to other employees and people who act on our behalf the same way we treat company assets.

Personal Data and Privacy

At Novellas Healthcare we respect the privacy of all individuals and the confidentiality of the personal data we hold about them. We comply with all applicable laws regarding the collection, use and disclosure of personal data.

This means that you are expected to:

- Keep private and protected the personal data you have access to regarding our employees, people acting on our behalf, customers, suppliers, business partners, consumers or any other individuals.

- Collect, use or store personal data only if:
    - There is a valid legal ground to do so
    - It is relevant and adequate for the purpose for which it is collected
    - You keep it up to date; and only for
        - the timeframe which is necessary to meet the business objective
        - or as required by law

- Make sure you acquaint yourself with the applicable legal framework, share personal data only with authorized parties, and ensure the protection and confidentiality of those data when processing personal data.

Note: Personal data means any information relating to a natural person who can be identified, directly or indirectly, in particular by reference to a name, an identification number, location data, an online identifier or to one or more factors specific to the physical, physiological, genetic, mental, economic, cultural or social identity of that natural person. Personal data include private addresses, non-business related phone numbers, identification numbers, salary and other compensation information, performance records and information relating to benefits, absences and medical history.

Information Security

At Novellas Healthcare, we recognize that information is one of our most valuable assets. Protecting confidential, personal, client, and company information is essential to maintaining trust, safeguarding our operations, and ensuring business continuity.

We are committed to maintaining a strong Information Security Management System (ISMS) aligned with the principles of ISO 27001:2022 to protect the confidentiality, integrity, and availability of information.

We expect our employees to :

- Protect confidential, proprietary, personal, and sensitive information against unauthorized access, disclosure, misuse, loss, theft, alteration, or destruction
- Comply with all applicable privacy and data protection laws, including the General Data Protection Regulation, where applicable
- Comply with Novellas Healthcare's cybersecurity measures such as secure passwords, access controls, system updates, malware protection, secure networks, and encryption where appropriate
- Immediately report any actual or suspected cybersecurity incidents, data breaches, or unauthorized access

- Use Novellas Healthcare systems, information, and assets only for legitimate business purposes

At Novellas Healthcare, protecting information is a shared responsibility, and we expect all employees and business partners to contribute to maintaining a secure and trustworthy business environment.

Responsible Artificial Intelligence

At Novellas Healthcare, we believe that innovation should always be guided by ethics, transparency, and human responsibility. As Artificial Intelligence (AI) becomes increasingly integrated into healthcare, staffing, patient support programs, clinical research, and business operations, we are committed to ensuring that AI is used responsibly and in a manner that protects individuals, supports fair decision-making, and maintains trust.

At Novellas Healthcare, we are committed to the responsible and ethical use of artificial intelligence (AI). Employees must use AI responsibly and in accordance with Novellas Healthcare's AI Policy (POL-NH-007) and Generative AI Use Procedure (SOP-NH-021).

- ✓ Confidential company or client information, personal data, patient information and clinical trial data must never be entered into public AI tools.
- ✓ Sensitive information may only be processed in approved, secure environments.
- ✓ Employees must verify AI-generated content for accuracy, legitimate references and potential bias before use, and document significant AI contributions where relevant.
- ✓ Qualified personnel remain responsible for final decisions and deliverables.
- ✓ AI must not independently make medical, patient eligibility, recruitment or clinical trial decisions.
- ✓ Employees must complete applicable AI training and immediately report suspected misuse, data breaches or harmful outputs to Quality and Compliance, IT and, where personal data is involved, the DPO.

We expect all employees involved in the development, implementation, or use of AI technologies to act in accordance with applicable laws, regulations, and ethical standards.

At Novellas Healthcare, we believe that AI should enhance human expertise—not replace it—and must always be used responsibly to support better healthcare outcomes and uphold ethical business practices.

Speak Up

Report Concerns

If you are aware of a violation or potential violation of our Values, our Code of Conduct, our policies or the law, we expect you to speak up immediately and report it so it can be addressed. By doing so, you give us the opportunity to deal with the issue. Remaining silent about possible misconduct may worsen a situation and decrease trust and can harm the company's reputation.

Your Line Manager can answer any questions you may have.

What concerns can you raise?
You are encouraged to raise concerns about suspected unethical behavior or other misconduct and to report anything that you believe, in good faith, is based on trustworthy sources or data and may violate the law, our Code of Conduct and/or other internal policies and guidelines.

All reports will be handled with the necessary care and discretion.

Please note that more detailed information regarding the above referred topics, can be found in the Novellas Healthcare Policies, of which the latest versions are available to you via a password protected webpage on our website (www.novellashealthcare.com).