

# Code of Conduct



Sociedad Concesionaria del Hospital Universitario del Sureste



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## **Presentation.**

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The strategic positioning that Phunciona Gestión Hospitalaria SA adopts as its fundamental objective not only necessitates identifying principles that align with the vision and values established in the corporate Policies, but also that the conduct and behaviour of all of the Company's professionals are guided by sound ethical criteria.

Thus, it is essential to take on a real commitment and responsibility to comply with the points established in this Code of Conduct, applying it not only to the activities we perform but to the way in which we perform them, in order to reinforce our solvency and professionalism by example.

The collective commitment of employees, management and members of the Board of Directors, together with partners, suppliers and other third parties, will consolidate the trust of Hospital Universitario del Sureste and the Health Administration in the services we render.

To reach this goal, it is necessary to pay careful attention to the contents of this Code in order to apply it in all the decision-making areas, as it is a model of ethical behaviour in the area of public works concession projects.

Arganda del Rey, 26 May 2020



Casildo Sánchez Mantas  
CEO

## Introduction.

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The Code of Conduct of the Concession Operator, Phunciona Gestión Hospitalaria SA, Sociedad Concesionaria del Hospital Universitario del Sureste, is published for the purposes of guiding the ethical conduct of the employees, management and directors of the Concession Operator, setting forth the principles regarding ethics and integrity, and its compliance is mandatory for all.

Phunciona has considered it necessary to establish its own Code of Conduct to address the specifics of the activity carried out by the Company. The purpose of this Code of Conduct is to establish the ethical principles governing the activity of Phunciona and determining the main standards of conduct to be met by the persons working in the Company.

The Code of Conduct is an essential document which reflects the commitment to legality and ethical and upstanding conduct. This means that Phunciona expects all of its professionals to act with integrity at all times and in accordance with the spirit and in the letter of the law.

The Code of Conduct consists of a series of Principles and Standards of Conduct that we must observe during the course of our work and are, essentially, a summary of the standards we are already subject to under several prevailing laws. The Code will assist all of the professionals to be aware of their legal obligations and, at the same time, will constitute a practical guide to how to act in the workplace in accordance with the Law.

In general, these are simple, common-sense standards and principles that it is difficult not to agree with. Notwithstanding, it is crucial that there is no doubt as to their contents and application so, please, be critical, question the Code and ask as many questions and request as many clarifications as you deem necessary to fully understand it.

Remember that the Code of Conduct cannot cover all situations that arise in the workplace, so, it is very important that, in the event of any doubt about how to proceed, whether it be regarding a standard or a behaviour, you should ask your superior, the Finance Department's Human Resources team or a member of the Compliance Committee.

Lastly, please note that the Code of Conduct does not in any way modify your employment or contractual relationship with the Company. Nor does it grant any right or add any obligation or prohibition beyond the prevailing legislation, the collective workers' agreement or your employment contract.

### Consider:

**Abiding by the law and upholding high ethical standards are essential to the continued long-term success of the Company.**

### Remember:

**The Code of Conduct must be applied without exception.**

## **Chapter 1. Prevention Policy. General Principles.**

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The aim of applying the Code of Conduct is for all professionals, management staff and directors of Phunciona to:

- Abide by all standards and laws during the course of their work.
- Always perform their work with honesty and integrity.
- Treat their colleagues and other professionals with dignity, respect and sensitivity.
- Report incidents, infringements and issues promptly, even if only suspicions.
- Demand the same from themselves, their colleagues, collaborators and superiors.

### **Personal Obligations.**

It is the responsibility of all Phunciona employees to:

- Act always in accordance with all applicable laws, this Code and the standards and procedures of the Company.
- Not participate, neither inside or outside the Company, in activities recognised as illegal in the Spanish Criminal Code or commit offences.
- Know and apply the laws, standards and internal policies pertaining to their work.
- Report any case of actual or potential infringement in order for corrective actions to be taken.
- Cooperate fully and honestly with the investigations of the Concession Operator regarding possible violations of this Code and other applicable laws.
- Preserve the Company's good name and honour.

It is the additional responsibility of all supervisors, managers and directors to:

- Give example.
- Encourage staff to ask questions and voice concerns.
- Forbid retaliation.
- Promote a culture based on compliance and ethics, making this a constant priority and rewarding the promotion of compliance.

**Remember:**

**If in doubt, always ask.**

### **The Compliance Committee.**

Phunciona has set up a Compliance Committee, which is in charge of the compliance function and tasked with ensuring legal compliance.

For this purpose, it will prepare the necessary training courses to ensure all employees are familiar with the Code, analyse all cases of incompliance or risk of incompliance detected, complaints and reports received, and organise and establish the controls and measures necessary to guarantee that all staff meet the standards and legislation applicable at all times during the course of their professional tasks. The Human Resources area will keep a record of all training courses carried out for employees and other persons required to receive this training, and certification of completion of such training courses will be documented.

All Departments and Areas of Phunciona are required to collaborate with the Compliance Committee in the development of their functions in any requests made to them.

The Compliance Committee will prepare an annual monitoring report on the degree of compliance of the Phunciona Code of Conduct.

### **Scope of Application, Infringements and Disciplinary Regime.**

This Code of Conduct is applicable to all employees, management and directors of Phunciona regardless of their contractual relationship.

Although Phunciona cannot take responsibility for the actions of the third parties with whom it has contractual relations, the Concession Operator strives to ensure that all persons and companies it is in contract with comply apply the same standards and ethical principles as Phunciona, particularly suppliers, agents, consultants and subcontractors.

Thus, the Compliance Committee is committed to informing third-party Companies of the contents of this Code and ensuring the contracts they enter into with them encompass the requirements of the Code and, if applicable, the Regulations applicable. In this regard, this Code will also apply to the staff of subcontractors of Phunciona who render services in the Hospital.

Breaches of the Code of Conduct are subject to disciplinary action. Hence, the Code of Conduct is intended to be understood as orders or instructions from the Company in accordance with article 20 of the Statute of Workers' Rights and, therefore, forms part of the obligations inherent to the employment relationship.

The disciplinary regime is applied in accordance with the legally established conditions of the Statute of Workers' Rights, the applicable Collective Workers' Agreement and, if applicable, the contract held.

Depending on the seriousness of the breach, it may lead to:

- Termination of the employment relationship.
- Criminal or civil sanctions or other legal liabilities for the offending employee.

All sanctions and reprimands imposed for incompliance of the legal standards, or the Code of Conduct are notified to the Compliance Committee, which assesses them and determines whether to adopt preventive measures to ensure the issue does not recur.

### **Summary of Chapter 1:**

- Phunciona expects employees to comply with the standards and laws without exception and carry out their work based on ethical criteria.
- Phunciona, furthermore, expects employees to report situations or behaviours detected that are in violation of the Law or the standards, in order to rectify them and collaborate in their investigation.
- Additionally, supervisors and directors will be required to promote compliance and encourage their staff to express any doubts they may have.
- A Compliance Committee has been set up to oversee legal compliance in the Company.
- Breaches of the Code of Conduct are subject to disciplinary action.



## **Chapter 2. Asking Questions, Reporting and the No Retaliation Policy.**

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### **Questions.**

As stated in the previous Chapter, a basic aspect of correctly applying the Code of Conduct is asking questions. Whenever you are in doubt about how to act in accordance with the Code of Conduct, you should ask.

You must also remember that it is your responsibility to correctly apply the Code of Conduct, which also makes it your responsibility to ask questions and resolve your doubts before you act.

#### **Remember:**

**Nobody knows everything, practice humility and intellectual honesty.**

Questions should be directed to the people who have the knowledge to answer them. Ask your questions to:

- The Head of your Section or your direct superior.
- The head of Human Resources.
- Any member of the Company's Compliance Committee.
- Any other director you consider appropriate.
- Or, in certain cases, specialist external advisors.

#### **Remember:**

- **Don't remain in doubt, ask for as many clarifications as you need.**
- **You don't have to make decisions on your own.**
- **Acting in accordance with the Code of Conduct is the priority.**

At times, doubts can arise as to whether what you're doing or going to do is right or not. There is a series of indicators that can help you understand if you should stop and ask questions. Things like:

- Feeling uncomfortable about what you're doing or have to do.
- Justifying your actions by thinking "everybody does it" or "this is how it's always been done".

- If it would bother you for it to be public knowledge or you would rather your professional, social or family circle didn't know about it.

If you feel any of these sensations, it's time to ask for help. Stop to reflect on what you're doing and ask for advice. Always make sure you are acting correctly and in accordance with the laws and standards.

### **Information.**

As explained in Chapter 1, employees are obligated to report when they become aware or have grounds for suspicion of any illegal act or breach of the Code of Conduct committed by the Concession Operator, so that the activity can be stopped immediately, and corrective and preventive action taken so that it doesn't happen again.

#### **Remember:**

- **Whenever you don't know what to do in a situation, ask for help.**
- **Doing nothing is not the right alternative.**
- **Not informing of a breach or possible breach is equivalent to covering it up or condoning it.**

You may feel uncomfortable informing your superiors or you may fear possible adverse reactions because of reporting or expressing your concerns. In this case, use the Company's Ethics Hotline.

On the last page of the Code, you'll find details about how it works and how you can direct your questions, information or complaints in guaranteed confidentiality. The Concession Operator's management team guarantees all information will be confidential and the no retaliation policy applies.

#### **Consider:**

**In general, anonymous letters are not an acceptable communication route since they raise doubts regarding credibility.**

The Compliance Committee will analyse any report on compliance with regulations and laws and take measures to correct and prevent legal violations.

### **No Retaliation Policy.**

The Concession Operator expressly forbids any type of retaliation pursued by itself or any of its staff for reporting, or stating the intention to report, legally and in good faith, any legal incompliance or violation of this Code.

What is understood by good faith is not that the facts or concerns notified are ultimately correct or true, but that full and reliable information has been provided and that the person reasonably and sincerely believes that what they are reporting is a violation.

### **Summary of Chapter 2:**

- Respecting the laws and standards and behaving in accordance with the Code of Conduct is key and, therefore, when in doubt or uncertain about what you are doing, you should always ask.
- Whenever you discover or have grounds for suspicion that an illegal act is being committed or actions against the Code of Conduct, you have the duty to report it.
- The Company guarantees the confidentiality of the staff that report issues in good faith and applies a no retaliation policy.

## Chapter 3. Respect and Non-Discrimination.

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### Respectful Treatment and No Abuse.

Respect is one of the basic pillars of living together and it is fundamental to teamwork. Diversity always adds value, and we should appreciate it.

Each professional should make an effort to create a working atmosphere where everyone is treated with dignity, respect, integrity and sensitivity.

It is forbidden to treat any other person in a degrading way or to undermine their moral integrity.

The Concession Operator will not tolerate practices that can be considered to be sexual harassment of or by their employees.

Such conduct or manifestations may consist of verbal expressions, drawings, jokes, pranks, emails or text messages, comments on social media, blogs or any other digital medium, nicknames, gestures, unsolicited physical contact, or any other, especially if performed repeatedly or persistently and/or against a particular person, regardless of whether this is done behind their back or spread by any means without the affected party receiving it directly.

Dignified and respectful treatment should be extended to any external person with whom the Company's staff have dealings in the course of their work.

Chapter 5 goes into greater detail regarding the proper use of the Company's electronic media, since sending any of the manifestations forbidden in this section is a serious offence.

Should you receive any type of message, email or link which is an affront to the honour or dignity of an employee, it is expressly forbidden to forward it and it must be notified to the Human Resources area of the Compliance Committee.

Respect for others, in its most general form, can include all aspects of our behaviour, including dress and hygiene suitable for the workplace and the image of the Concession Operator conveyed to third parties.

#### Remember:

- **Without respect, there is no teamwork.**

Abuse of any kind is forbidden. Nobody should take undue advantage of another in any way.

Hostile and humiliating acts will not be tolerated, especially by a supervisor over a collaborator in their area.

The guidelines for this point shall also apply to employees in their relations with persons outside the Company with whom they have dealings during the course of their work. The Concession Operator, for its part, shall strive to ensure that there is reciprocity in the respectful treatment by external personnel with whom work relations are held.

Some of the infringing behaviours in this Chapter are particularly serious and, regardless of the disciplinary actions the Company may take, they may be prosecuted under the Criminal Code and punished with sentences of up to two years' imprisonment.

### **Non-Discrimination and Equal Opportunities.**

The Company values and defends diversity and believes in equal opportunities for all.

Discrimination on the grounds of skin colour, race, religion, gender, sexual orientation, nationality, ethnicity, age, disability, health, pregnancy, or any other factor prohibited under prevailing law, is forbidden.

This is especially applicable both to recruiting new employees and to internal staff promotions.

It is expressly prohibited to base the recruitment or promotion of an employee on factors other than their professional merits or their capacity or skill for the post.

Job offers will not be contingent upon any of the aforementioned factors and, therefore, questions relating thereto will not be included in recruitment processes.

In the event that a candidate voluntarily provides personal information, this will not be taken into consideration unless it relates to their skill or capacity for the post.

Examples:

- The Company is not interested in knowing if a man or a woman has family burdens. It is interested in knowing, for example, their time availability because the post in question requires it. In this case, the candidate should be asked if they can hold meetings in the afternoon as opposed to asking about their family situation.
- In the context of a job description which involves moving loads, the candidate states that they suffer from a muscular-skeletal pathology. In this case, it is legitimate to consider this information since it directly affects their capacity to undertake the tasks required by the post.

All employees are required to inform their superior, the Human Resources team or the Compliance Committee of any breach of the aforementioned points.

## **Employee Privacy and Data Protection.**

Personal data is any information concerning a private individual identified or allowing their identification.

To develop its functions, the Concession Operator possesses and stores certain personal information on employees and third parties.

This information includes personal data on employees; candidates; patients; healthcare staff; suppliers; persons captured on video surveillance; etc. and can be stored on different media. This includes, for example, computer databases (both specialised software and standard Excel spreadsheets); paper lists; a digital or manual contacts file, camera recordings, etc.

Protection of personal data is a constitutional right of all citizens, and its treatment is regulated by Law.

The unauthorised disclosure or use of this data for purposes other than those consented to by the owner is prohibited.

The Company and its employees with access thereto will treat this data in accordance with the prevailing data protection legislation and other regulations in force to guarantee privacy. Therefore, employees with access to personal data of employees or third parties should have knowledge of the applicable legislation in force.

### **Summary of Chapter 3:**

- Each employee should make an effort to create a working atmosphere where everyone is treated with dignity, respect, integrity and sensitivity.
- It is forbidden to treat any other person in a degrading way or to undermine their moral integrity.
- Abuse of any kind is forbidden.
- Discrimination on the grounds of skin colour, race, religion, gender, sexual orientation, nationality, ethnicity, age, disability, pregnancy, or any other factor, is forbidden.
- The unauthorised disclosure or use of personal data for purposes other than those consented to by the owner is prohibited.

## Chapter 4. Health, Workplace Safety and Environment.

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### Occupational Health and Safety.

It is policy at Phunciona to manage its activity in a way that prioritises the health and safety of its workers and the persons who work or receive care at the hospital.

To ensure this, both the Concession Operator and its employees will, without exception, manage activity in accordance with the health and safety regulations and laws prevailing at any time. In this sense, employees will follow the Company's regulations, prioritising occupational health and safety.

#### Remember:

- **Health and safety are absolutely key priorities in the Company's activity.**

All employees must, without exception, know and adhere to the occupational health and safety and prevention regulations that affect their job. This obligation extends to meeting the safety rules of other third-party companies when visiting them during the course of their work.

They also have a duty to report any risk detected, of any incident or accident occurring in relation to these regulations. Employees are also expected to adopt an active attitude, proposing initiatives that could help risks be avoided.

In some jobs or specific tasks, the Concession Operator, in accordance with prevailing legislation, has determined, or may determine, the use of individual protection elements or specific safety measures and protocols. Their use or monitoring is absolutely compulsory and upholding this will be a specific duty of the Section Heads and Directors.

Handling and using certain instruments and devices, such as autoclaves for instance, requires specific prior training. It is absolutely forbidden to handle any of these without having received the prescribed training for their use.

Failure to comply with these points is especially serious and will result in disciplinary action against the infringer and his/her superior, if their duty to oversee is deemed to have been overlooked.

Employees travelling by road for work purposes, in their own or a Company vehicle, must respect the rules of the road and, most importantly:

- Speed limits.
- Use of seatbelts.
- Mobile phone use only in hands-free mode.



- Not driving under the influence of alcohol or other illegal substances.

### **Hygiene and Food Handling.**

Employees who come into contact with or handle products designed for consumption during the course of their work must comply with hygiene and food handling regulations in order to guarantee the food safety and hygiene of users and patients against potential health risks.

### **Medical-Healthcare Activities.**

The staff of the Internal Transport and Auxiliary Management Service –TIGA–, in particular and any other professional of the Concession Operator whose work involves direct contact with patients or activities in which patients are involved, are expressly forbidden to carry out any action or take any decision of a medical or healthcare nature. These may only be performed or taken by the healthcare staff designated by the hospital.

For the purposes of this section, a medical-healthcare activity shall be understood to be any legal activity carried out by the healthcare professionals which for preventive, curative or palliative purposes, in the course of research, detection, diagnosis, prescription, treatment or rehabilitation, has a direct or indirect impact on the health of the Hospital's patients, and whose performance is restricted by Law to certified, skilled scientific and corporate professionals with the appropriate university qualification and registered membership of the corresponding collegiate body, if applicable.

If requested by a member of the Hospital's healthcare staff to perform a medical or healthcare activity, they should inform them that they are expressly forbidden from doing so, even if prior to activities specific to the service, such as hygiene, transfers, feeding, or any action specific to treatment. These include, but are not limited to:

- Means of transfer: the healthcare staff of each Unit must indicate whether the patient is to be transferred by wheelchair, bed or stretcher.
- IV drip therapy: TIGA staff are not qualified to remove, close, connect and/or disconnect IV drips or handle infusion pumps.
- Oxygen therapy: healthcare staff shall decide if the patient is to be transferred with or without oxygen and what concentration they should carry.
- Monitors: only healthcare professionals are allowed to remove electrodes and monitors.

#### **Remember:**

- **TIGA staff are required to inform the Unit healthcare professionals when they are about to transfer a patient or return them to their unit. Healthcare staff are responsible for checking the patient's status before the transfer and upon arrival at the unit.**

For example:

- A patient I have just dropped back to their room asks me if I can give them water. Can I?

No. We must pass on the request to the healthcare staff, who will know whether the patient in question is allowed liquids at that time.

### **Tobacco, Alcohol and Drugs.**

In order to ensure a healthy and safe workplace, the following are prohibited during working hours in all Hospital facilities:

- Smoking.
- Consuming alcoholic beverages or working under the influence of alcohol.
- Possession, consumption or working under the influence of any types of drugs.

Alcohol and drug bans are applicable to any location in which our professional activity may be carried out, even if off the site of the Concession Operator, and include any activity performed in representation of the Company.

There are circumstances such as special celebrations organised and authorised by the Company in which it is acceptable to consume alcoholic beverages, provided it is done responsibly, in moderation and within the confines of the Law. Bear in mind, however, that if you have consumed alcoholic beverages and later return to the workplace, you must not do so under the effects of alcohol and doing so would be considered a violation of the Code of Conduct. In this regard, the same limits as would be applied to driving a vehicle should be considered.

In accordance with the Law, the Company is within its rights to verify this.

### **Violence and Weapons.**

Violent conduct and threats of any kind are forbidden.

The possession of any type of weapon, visibly or concealed, is forbidden in the workplace without authorisation.

### **Environment.**

Protecting and respecting the environment of the community in which it operates forms part of the social commitment of Phunciona. The Company will manage its corporate activity, without exception, in adherence with the prevailing regulations and laws on the environment and public health and will apply, in line with technical and economic viability, the best practices and techniques available on the market.

As a fundamental part of this policy, employees will adhere to the Company's regulations without exception and abide by all the prevailing laws in this area. To ensure this policy, all employees will receive environmental information and training.

The Company will apply policies for conservation of natural resources, which will be consumed in any event under rational, efficient and savings criteria, which the Concession Operator will extend to its suppliers. The Company will also accept from suppliers alternatives that enhance the environment, sharing experiences and knowledge with other companies, institutions and other social players pertaining to the environment.

Any dumping, emissions or waste material must be handled in accordance with the regulations specific thereto. In the event of doubt, it is compulsory that you ask your superior, and decisions cannot be taken individually based on personal criteria. There is only one appropriate way to deal with each waste item and that is the one established by Law.

Professionals are legally required to promptly report any incident or accident, or any risk of incident or accident, they detect regarding environmental issues, as well as any violation of the regulations they are aware of.

The Company also expects its employees to adopt a proactive attitude that helps improve the Concession Operator's management in ways that minimise its environmental impact.

### **United Nations Global Compact.**

Phunciona is committed to the principles of the United Nations Global Compact. According to these principles, Phunciona enforces the policy that none of the companies it holds contracts with undertake practices that involve forced or mandatory labour or child labour.

**Summary of Chapter 4:**

- Safety, health and environmental protection are a priority for the Company and its employees.
- All employees must know all the standards that affect their work in this regard and make it a priority to adhere to them.
- Smoking or consuming substances is not allowed in the workplace, nor is working under the effects of alcohol or drugs of any kind.
- Violence of any kind is not allowed in the workplace. Possession of weapons of any kind is prohibited.
- The treatment of dumping, emissions and waste will be managed, without exception, in accordance with prevailing legislation.

## **Chapter 5. Use of Company Assets, Resources and Ideas. Confidential.**

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### **Assets and Ideas.**

- All employees are required to protect the assets and resources of the Company and ensure they are used properly with the utmost integrity. The Concession Operator will not tolerate any form of robbery, theft, fraud or misappropriation.

#### **Consider:**

The theft of material of little individual value (e.g. office or sanitary supplies) is not admissible. The fact that these items are of little value can remove the feeling of guilt, which can cause this practice to become commonplace and add up to significant damage for the Company, Hospital and society as a whole.

- Intellectual property, as well as any record or data of the Concession Operator must be equally protected, since it constitutes a fundamental asset for the Company. All staff have a duty to protect all confidential information of the Company. It should not be shared with other persons outside the Company or the employee's department without express authorisation.
- Employees must respect intellectual property laws and must not make unauthorised copies of software or use or download material for their work without the owners' authorisation. Similarly, they must not do so for private use from the computer systems of the Company.
- The Law expressly prohibits the use of privileged information obtained during the course of your job at the Company for any type of purpose unrelated to the management of the Company in accordance with the law.

### **Use of Company Electronic and Communication Systems.**

The Company's electronic and communication systems include, among others, the computers, printers, data storage systems, scanners, faxes, photocopiers, email, Internet, Intranet, tablets, fixed-line and mobile phones.

#### Rules of use:

- The Company's electronic and communication systems are placed at the disposal of the employees to carry out their work as efficiently as possible and employees are expected to use them appropriately, in accordance with the Company's regulations, and to guarantee the security and confidentiality of the data.

- It is forbidden to access the system using the usernames and passwords of third parties without their express authorisation and, in any event, subject to written notification to the superior or director. Impersonation of a third part without their consent is an offence.
- Using the Company's electronic systems for private purposes is not allowed, either inside or outside working hours, without express authorisation to do so. In the event that their use is needed for a one-off specific use, provided it does not represent a conflict of interest, have an illicit purpose, or is intended to be profit-seeking, authorisation should be requested.
- The following are not permitted under any circumstances:
  - Visiting websites that may be considered inappropriate, offensive, indecent or abusive and, in general, against the principles this Code promotes.
  - Accessing or storing data in cloud-based software that is not expressly authorised by the Company, particularly if the services are located outside the European Economic Area.
  - Accessing social media, chats, messaging apps, blogs, websites requiring data exchange, etc. of a private nature from the Company's electronic systems and, particularly, during working hours. This ban is extended, within working hours, to private electronic media owned by the employee (such as smart phones, for example).
  - Storing or broadcasting, by any Company medium, particularly by email or mobile phone messaging, material that is inappropriate; defamatory; offensive; indecent; abusive or that, in general, against the Law or the principles that this Code promotes, or that infringe upon the honour or good image of the Concession Operator. In the case of the latter, the ban extends to the employee's private devices also.
  - Installing, downloading, copying or distributing on the Company's computer systems, unlicensed computer programs or programs not previously authorised by the Company. It is also forbidden to download or use any work/material (texts, images, logos, brands, etc.) subject to intellectual and industrial property rights, without the due authorisation of the owners. This includes installing apps on smartphones provided by the Company without authorisation.
  - Voluntarily installing programs, viruses, macros, applets, ActiveX controls or any other device that could cause any type of alteration on the Company's or third-party computer systems.
- The user is required to use the antivirus programs provided by the Company and their updates.
- The Company is equipped with the necessary data storage space for the development of its activity. Storing private employee data, such as files (music, images, etc.) or emails, takes up space and is generally not permitted. The Company may avail of this space by deleting these files if required.
- The Company email address (with the domain phunciona.es) must not be used for personal purposes. In the event that you receive a private email to your Company email

address, you must notify the sender in order to ensure that it does not happen again and delete the email as soon as possible. The following are not permitted under any circumstances:

- The sending of inappropriate, defamatory, offensive, indecent or abusive materials and, in general, any material that is against the Law and/or contrary to the principles this Code promotes.
- The sending of mass emails that could be considered *spam*.
- The sending of messages with advertising content without verifying if the addressee has granted consent or if legitimate interest exists to do so.
- Starting or continuing email chain messages.
- Opening emails where the sender is not clearly identified, or there is confusion as to their identity.

**Remember:**

- **Always be suspicious if you receive emails requesting security codes, account details, notifying lottery wins, offering easy high-paid work, etc.**

According to prevailing legislation on the digital disconnect, unless the urgency of the subject matter so requires, do not send work emails on public holidays or outside office hours.

**Consider:**

- The widespread use of email has caused written communication to lose formality to a certain extent. However, there are certain standards that should be followed to optimise email use:
  - Use the subject box to briefly indicate the contents.
  - Copy in the necessary persons only.
  - In the case of general notifications, hide the distribution list .
  - Only print out on paper when necessary and not systematically.
  - As a general rule, do not write anything that cannot be read out before a judge.
  - Avoid resending email chains. They often end up disclosing information to undesired recipients.
  - Avoid letting your personal folders get too full.
  - Follow the policy of deleting old emails.

### **Right of Inspection.**

The Company is subject to joint public and criminal liability in the case of certain offences committed by its employees in the course of their work and, as such, is legally permitted to access the contents deriving from the use of digital resources provided to the employees for the purposes of controlling the compliance of the work obligations and guaranteeing the integrity of the devices. In this regard, the Company may check and view emails, files and internet accesses in order to avoid and/or prevent the committing of illegal activities, offences or conduct in violation of this Code. To do this, the Company may perform audits and/or use monitoring measures on the use of the systems.

In the event that these reviews are carried out on the grounds of suspicions that the electronic systems are being used for illegitimate purposes, the review will be carried out, to the extent possible, in the presence of the affected user or, if applicable, the legal representative of the workers, or witnesses, in order to ensure the dignity and privacy of the worker is respected.

### **Data Integrity. Audits and Inspections.**

All Company records, particularly financial and accounting records, constitute the foundation of Company management and must be accurate and reflect at all times the real situation of the Company. Employees have the obligation ensure their integrity and authenticity and are absolutely forbidden from falsifying or altering them directly or indirectly.

It is forbidden to wilfully conceal, alter, influence or attempt to influence the external or internal audit work. The external and internal auditors have free access to the data and records that



Company management deems appropriate and all employees have the duty to collaborate and furnish them with the requested information.

Employees are also required to collaborate frankly and honestly with any inspection authority that may require them to provide information, according to their responsibilities, within the framework of an inspection. In the event of an inspection, Company management will inform the employees concerned of the aim and scope of the inspection and they will be required to supply the information requested and answer any questions asked, exclusively with the facts they know, avoiding speculation or value judgements.

### **Access to and Use of Third-Party Computer Systems.**

Employees who, during the course of their functions, access or use the Hospital's IT systems will respect the regulations of the system owner and, in the absence thereof or in non-regulated areas, will adhere to the stipulations of this Code of Conduct with respect to the Company's own systems, data confidentiality and personal data protection of any data they may access. Specifically:

- It is totally forbidden to carry out any action, either intentionally or recklessly, which could damage or jeopardise the systems or the data contained therein.
- Access shall only be permitted to systems and data to which prior authorisation has been granted.
- It is completely forbidden to breach the security of the systems to access them or their data.
- Using the systems for personal purposes or purposes other than those for which access was granted is not permitted without express authorisation.
- The confidentiality of any data accessed must be respected, including passwords provided, and their use or unauthorised disclosure is forbidden indefinitely. It is also forbidden to make unauthorised copies.
- The previous point applies in particular to personal data to which access main be gained, either directly or incidentally.

### **Computer Crimes.**

It is an offence to delete, damage, deteriorate, alter, erase or render inaccessible the data, computer programs or electronic documents of others, as well as to tamper with or interrupt the functioning of a computer system.

This offence includes actions carried out, either intentionally or recklessly, both to Hospital systems and to the Company's own systems.

### **Confidentiality.**

The Company values and protects its confidential information and respects the confidential information of third parties. Confidential information that third parties (suppliers, subcontractors,

the Hospital itself, etc.) share with the Company shall receive the same treatment as the Company's own confidential information.

Employees are required to act responsibly with the confidential information and to protect it.

Unauthorised access, use and disclosure may cause damages to the Company or third parties and, therefore, employees are not permitted to access, use or disclose the information unless adequately authorised to do so.

**Consider:**

- **Confidential Information includes, among others, discoveries, concepts, ideas, knowledge, IT developments, techniques, designs, drawings, drafts, contracts, diagrams, plans, models, samples, organisation charts, databases of any kind, photographs of the facilities, and any information of a technical, employment, accounting, financial or commercial nature.**

The obligation not to disclose confidential Company information extends beyond the end of employment contracts with the Company.

The following will not only give rise to the application of disciplinary sanctions but may also result in criminal charges:

- Unauthorised appropriation of papers, letters, emails or any other documents or personal effects of a person or interception of telecommunication or use of technical listening, transmission, recording or audio or visual reproduction devices, or any other communication signal to ascertain secrets or violate the privacy of another.
- Unauthorised appropriation, use or modification, to the detriment of a third party of the reserved personal or family data of a third party that is stored on files or computer, electronic or digital supports, or any other type of file or public or private record.
- Unauthorised access to these by any means and to whomever alters them or uses them to damage the data holder or a third party.
- Unauthorised access to data or computer programs contained on the IT system.

**Protection of Company Information. Accidental Disclosure and Loss.**

As stated in the first point of this Chapter, all employees have a duty to protect the Company's information. One of the main risks is the accidental disclosure and/or loss of information. Employees have the duty to be careful and protect the corporate information they use in their work and prevent the inadvertent loss or disclosure of information.

Specifically:

- In public or general areas of the Hospital:
  - When using any portable electronic device of the Company (computers, tablets, smartphones, etc.) employees should ensure not to display the screen.
  - Employees must avoid discussing corporate or Company related matters and, if they do so, they should ensure there are no third parties around that could overhear.
  - Any documents being carried should be concealed with a cover or stored in a folder.
  - Never leave portable computers or mobile phones unattended.
  - When discussing matters relating to work, avoid mentioning names or persons or Companies that could catch the attention of inadvertent listeners.
  
- Workplace:
  - Confidential information should not be left on desks at the end of the day or when away from the post, even in locked offices.
  - Passwords should not be obvious or contain personal data or be noted down in accessible places.
  - When a document is secret or confidential, i.e. it can only be viewed by certain authorised employees:
    - This should be indicated clearly on the document itself (both on digital and hard copies).
    - These documents must be kept in locked drawers or cabinets.
    - If sent by email, the subject line should state that it is confidential.
    - If saved on a portable memory, the information must be encrypted, or password protected.
  - It is highly advisable to use a password-protected screensaver to ensure that information is concealed when employees are temporarily away from their post.
  - Erase whiteboards at the end of meetings.
  - Confidential or sensitive documents or documents containing personal data cannot be discarded in waste-paper baskets.
  
- Portable devices for data storage:
  - Must be correctly safeguarded in accordance with the information contained therein (under lock and key, in a safe, etc.).
  - The information contained in portable systems must be deleted after use (not left until the next time we need to use the portable memory).

- Check that the information has been deleted when lending the device and , when borrowing the device of another, check whether it contains information; and, if so, notify the owner.
- Where possible, avoid using portable memories to store confidential information, since they are easy to misplace.

### **Summary of Chapter 5:**

- Employees have a duty to protect the goods, assets, ideas, intellectual property and information of the Company and keep it confidential.
- Intellectual property laws will be strictly adhered to, and privileged information will not be used for one's own benefit or that of third parties.
- The Company's electronic and communication systems have been placed at the service of the employees to efficiently perform their work tasks and their personal use is not permitted without express authorisation.
- The use of Company electronic and communication systems will always be in accordance with the laws and standards and respecting the principles of this Code.
- Employees must ensure the accuracy, confidentiality and integrity of the Company' records at all times.

## **Chapter 6. Conflicts of Interest.**

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### **Conflicts of Interest.**

A conflict of interest arises when personal, social, financial or political activities interfere or have the potential to interfere with our responsibilities to the Company.

The following are conflicts of interest:

- Working for a client or supplier or competitor of the Company, either directly or through the intervention of any of our direct family members, even if outside ordinary working hours.
- Performing economic activities on a self-employed basis in the business area in which the Company operates.
- Representing any company within working hours or during a Company work trip.
- Lending or borrowing money to/from companies with whom the Concession Operator conducts business, with the exception of banks.
- Holding significant shareholdings in a client, supplier or competitor company.
- During the course of performing your functions, entering into business relationships, with companies in which a direct relative is working.
- Taking part, directly or indirectly, in business decisions that can provide a direct gain to a close relative or person with whom you have a sentimental attachment.

Employees and direct family members should avoid entering into actual conflicts of interest -we even recommend avoiding appearing to be involved in a conflict.

In the event that a conflict of interest arises for you personally or in your family setting that could compromise the necessary objectivity or professionalism of your function in the Company, you should make it known to your superior or the head of Human Resources or the Compliance Committee.

Similarly, if you are sentenced in any court proceeding (criminal or administrative) that could generate a conflict of interest or affect the reputation of the Company, you must make it known to the Compliance Committee for its assessment. This information will be kept strictly confidential.

### **External work.**

Although, unless specified in your employment contract, it is not forbidden to work or invest in another Company, doing so must not represent a conflict of interest (such as working for a supplier or client), or affect your work performance. Employees are, however, required to inform

the Company of this circumstance, so the Company may both adjust the bases of contribution and verify possible conflicts.

### **Opportunities in the Business.**

Employees are not allowed to take advantage of the opportunities they find out about in the course of their work or use resources or goods of the Company without express authorisation of the legal representative thereof.

### **Policy on Gifts, Tokens, Attentions and Favours.**

Exchanging gifts is generally not permitted, unless:

- The gifts were unsolicited.
- The gifts are legal, simple and of merely symbolic or insignificant value.
- The gifts constitute commercial practices or generally accepted, normal and common signs of courtesy.
- They do not represent a conflict of interest or interfere in your business criteria.

In the event of doubt, you must request authorisation from your superior to receive a gift or notify them in the event of receiving a gift.

Cash gifts or gifts that can be exchanged for cash are never acceptable (prepaid cards, fuel tokens, etc.).

Always consult, regardless of the value, when the recipient is a public servant. It is also forbidden to give gifts to a union representative.

It is absolutely forbidden to offer or accept any type of bribery.

### **Relations with Partners, Suppliers, Clients and Other Third Parties.**

The principles and obligations established in this Code are also compulsory in the case of activities performed by the Company through specific companies (or similar entities) aimed at executing a project, consortium, joint venture, etc.

To the extent possible, in relations with partners, Phunciona employees will take the opportunity to convey the ethical principles of the Company and particularly the anti-corruption policies applied.

The selection of suppliers, advisors or any other service will be done following competitive and transparent procedures that strive to ensure that relations with these third parties are also governed by the ethical principles of the Company.

The employees of the Concession Operator and other obligated persons are not allowed to receive any commission, remuneration, credit facility or gift from any partner, supplier or client. Exception is made in the case of commercial attentions or items of mere courtesy in the terms established in the previous section.

The sponsorships in which the Company takes part must be notified to and authorised by the CEO or person to whom he/she delegates.

### **Political and Religious Activities.**

Any political or religious activity, including donations to political parties or other organisations, performed by an employee on an individual basis must be performed outside working hours and without using Company facilities or materials.

Employees must also refrain from making political or religious statements at public events in which the employee is representing the Company.

#### **Summary of Chapter 6:**

- Employees and their direct family members must not enter into conflicts of interest with the Company.
- The Company must be informed of any external remunerated work.
- Using opportunities arising in the course of work for the Company for personal gain is not permitted.
- Gifts or gain cannot be requested from third parties and can only be accepted in the case of simple, legal and low-value items that do not and cannot generate conflicts of interest.
- Gifts can only be made if they have a corporate purpose and are not intended to interfere with the personal criteria of the recipient.
- Authorisation must be obtained in order to give or receive gifts valued at over €50.
- It is not permitted to perform political or religious activities in the Company or using Company material.

## **Chapter 7. Comprehensive Performance of Corporate Activity.**

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### **Good Corporate Practice.**

It is Phunciona policy to comply with all applicable legislation when performing its corporate activity. In accordance with the responsibilities of their post, employees should know, understand and adhere to legislation and avoid unlawful practices.

### **Participation in Tenders and Public Auctions.**

Participation in public bidding of any kind, both tenders and direct allocation, shall be conducted in accordance with all applicable legislation.

It is forbidden for two or more competitors to agree to alter the result of a bidding process (public or private) by agreeing on bidding prices and conditions or by arranging not to bid or to distribute bids. Direct contact with competitors is not necessary and exchanging information through a shared client is also illegal in this case.

In the case of public tenders, Company employees, in the event of any doubt as to how to proceed or any request from a public servant that is suspected of not abiding by the law, must be notified and consulted with management or the Compliance Committee.

The following are not permitted under any circumstances:

- Preparing or collaborating in the preparation of alternative bids or losing bids.
- Obtaining information from the Public Administration through any channel other than the relevant official bidding channel.
- Participating in drawing up bidding conditions in a tender in which the Company intends to bid.
- Influencing or attempting to influence the adjudication decision in any way, regardless of the content of the legally presented bidding document.

#### **Consider:**

- I receive a request suggesting I respond that we do not have the capacity to offer a certain service. What do I do?  
You should respond through the same channel, stating that we cannot do what is being requested and obviously, not do it.



### **Public and Private Anti-Corruption Laws.**

It is forbidden to offer or accept an unwarranted benefit or advantage of any kind to or from the directors, management, employees or collaborators of another Company in order to gain favour for one third party over others against their obligations or corporate criteria.

In this regard, the conditions set forth in the previous Chapter regarding the gifts policy apply.

These behaviours are especially serious in the case of national or foreign public servants. Employees are required to request approval to enter into contact with a public servant, particularly to deliver any kind of gift, including Company samples or promotional material used in sales outreach.

Collaborations with NGOs and product donations, even in the case of obsolete or out-of-use material, must always be approved by Company management.

Both in the case of public servants, from any country, or representatives from private Companies, it is absolutely forbidden to make or receive illegal payments.

It is also forbidden to use our personal relationships with a public servant to gain favour for one third party over others. These cases are particularly dangerous since, as there is no benefit or advantage for the public servant or the Company, a false sense of impunity or lack of guilt may be created.

### **Intermediaries, Agents and Advisors.**

The contracting of commercial agents, advisors or intermediaries in operations or transactions in which a public administration, body or company is involved in any way will adhere to the strictest due diligence requirements. Commercial agents, advisors or intermediaries from highly reputed, first-rate companies will be used in these cases, where possible.

Due diligence mechanisms will be established to ascertain the best possible knowledge of the persons acting as agents, advisors or intermediaries and their collaborators, in order to ensure that the most suitable professionals are hired to develop the activity ethically and ensure that no economic damages or reputational risks are entailed for Phunciona.

The agents, advisors or intermediaries shall be informed of all prohibitions set forth by Phunciona in relation to matters of corruption, and they will state their knowledge of the said prohibitions and their commitment to strictly comply with them.

### **Accounting and Tax Obligations. Anti-Money Laundering.**

The financial statements and other accounting documentation of Phunciona must properly reflect the equity and financial situation of the Company.

No transactions shall be performed with intent to evade taxes or falsify accounting or financial information.

Phunciona employees and other obligated parties will use the Company's equity prudently and ensure that its assets do not suffer loss or impairment.

Payments and charges made by the Company will adhere to the Banks and Savings Banks Payments and Charges Standards. As a general rule, cash collections and payments shall not be allowed, except in the case of small amounts and in accordance with the conditions of the Banks and Savings Banks Standards. Payments must be duly documented by invoices, contracts, delivery notes and the remaining documents and procedures established in the Banks and Savings Banks Payments and Charges Standards. Issuing cashier's cheques is expressly forbidden.

Phunciona employees will pay special attention to cases in which there are indications that the private individuals or legal entities with whom contracts are being entered into are lacking in integrity, in order to avoid and prevent potential money laundering transactions from criminal or illicit activities.

#### **Summary of Chapter 7:**

- Phunciona will conduct its business activity in accordance with all applicable legislation.
- Participation in public tenders and auctions will be conducted in accordance with the stipulations of the Law.
- It is absolutely prohibited to attempt to influence the decision of a public servant or private party by offering gifts, other benefits or taking advantage of personal relationships.

## **Ethics Hotline.**

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As stated in Chapter 2, a basic aspect of correctly applying the Code of Conduct is asking questions. The aforementioned Chapter also states the obligation of all employees to file a report when any illegal act or breach of the Code of Conduct committed in the Company comes to their attention or there are grounds to suspect that this is the case. To facilitate these communications, a whistleblowing channel, the ethics hotline, has been set up.

All employees must address their queries or information to management at the following email address:

[phunciona@linea-etica.es](mailto:phunciona@linea-etica.es)

This inbox is managed by an external law firm in order to guarantee the confidentiality of all communications.

The sender must clearly identify themselves with their full name. Anonymous messages, unless they provide clear evidence of credibility, will be automatically deleted. Under no circumstances shall communications be sent to the direct superior of the party filing the report.

Phunciona and the law firm managing the ethics hotline guarantee the confidentiality and no retaliation policy with respect to employees using this whistleblowing channel for consultations or to report information in good faith. The Ethics Hotline does not entertain false or clearly unfounded complaints. When there is evidence that a false complaint has been made in bad faith, the Human Resources department will adopt the appropriate disciplinary measures.

Communications received by the Ethics Hotline will receive a confirmation of receipt and will be forwarded to and analysed by the Compliance Committee.

Once analysed, the issues will be addressed as promptly as possible.

In the event of a public criminal complaint being filed in parallel, the Company shall duly inform the facts to the competent authorities.