

Code of

# **ETHICS AND CONDUCT**



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1

## MESSAGE FROM THE CHIEF EXECUTIVE OFFICER

**Dear Colleagues,**

**Bionovis** has clear integrity and compliance standards and does not tolerate any form of unethical conduct, bribery, kickbacks, undue advantage, corruption, or other behaviors and activities that may violate national or foreign anti-corruption laws.

**Bionovis** core values are **Responsibility, Integrity, Ethics, Innovation, Quality, and Commitment**. Everyone must conduct business in accordance with these values and behave correctly and respectfully in professional relationships with Employees, Shareholders, Third Parties, Suppliers, Clients, Patients, the Market, Public Authorities, and Society.

This Code of Ethics and Conduct is the primary guide for aligning and guiding professional behavior across the organization, reinforcing the importance of ensuring a positive work environment that is diverse, inclusive, ethical, principled, transparent, and safe. Everyone must consult and fully comply with this Code.

All communication channels are available and open. Please use them at any time to raise questions, concerns, reports, suggestions, or any matter you consider important to the development and maintenance of a healthy, ethical, and fair work environment. Your contribution is essential!

**Doing the right thing is essential. Avoiding wrongdoing is equally important!**

**Count on you!**

---

**Odnir Finotti**  
*Chief Executive Officer*



2

## MISSION, VISION, AND VALUES



### 2.1. Mission

To research, develop, manufacture, and commercialize high-quality complex biopharmaceuticals to improve patients' lives.



### 2.2. Vision

To be the leading biopharmaceutical company in Latin America and to operate globally.



### 2.3. Values

Responsibility, Integrity, Ethics, Innovation, Quality, and Commitment.



# 3

## INTRODUCTION

### 3.1. Concept



#### Shareholders:

Companies that hold common and registered shares of **Bionovis**. Their representatives form the Board of Directors.



#### Public officials:

Individuals, whether civil servants or not, who work within the public administration and perform paid or unpaid activities, including public employees, politicians, and holders of public office. This includes anyone who, even temporarily or without compensation, performs a mandate, position, employment, or function within direct, indirect, or foundation-based public administration, whether by election, appointment, designation, hiring, or any other form of engagement or affiliation. Public officials also include any employee or executive of a public international organization; any employee or executive of a political party; and any member of a political party or candidate for political office. Affiliated entities must observe any mandatory cooling-off period applicable to Public Officials after they leave public office, in order to ensure compliance with applicable legislation.



#### Moral Harassment:

The exposure of an employee to humiliating or embarrassing situations that cause humiliation and/or place the individual in degrading circumstances in the workplace, in

front of colleagues, suppliers, clients, and themselves. Such conduct may occur within hierarchical relationships (vertical harassment), among colleagues at the same hierarchical level (horizontal harassment), or even toward superiors (upward harassment). Examples include disrespect, aggression, mistreatment, ridicule, belittlement, racism, homophobia, and similar conduct.

Sexual harassment may be defined as “constraining someone with the intent of obtaining sexual advantage or favor, taking advantage of the perpetrator’s position of hierarchical superiority inherent to the exercise of employment, position, or function” (Article 216-A of the Brazilian Penal Code). It also includes “conduct of a sexual nature manifested physically, through words, gestures, or other means, including proposals or impositions against a person’s will, causing embarrassment and violating their sexual freedom” (Guidelines on Sexual Harassment issued by the International Labour Organization and the Public Labor Prosecution Office), regardless of the existence of a hierarchical or subordinate relationship.



### Outside Activities:

Examples of outside activities include delivering lectures, teaching, political and religious activities, selling products through catalogs, volunteer work, and similar activities.



### Promotional Items:

This covers all types of items, objects, or material that is customized and bears a company logo and has low individual or aggregate value, such as calendars, pens, notebooks, diaries, cups, bottles, and similar items. They are generally distributed in large quantities and to a wide range of audiences, without distinctions or conflicts of interest.



### Whistleblower Channel:

The communication channel used to report situations and cases involving violation of the corporate rules set forth in the Code of Ethics and Conduct, applicable laws, regulatory standards, and internal procedures.



### Clients:

These are companies or individuals who pay any amount of money (BRL, USD, EUR, among others) to acquire **Bionovis**’ pharmaceutical products or services.



### Employees:

All individuals who have a statutory, employment, or direct contractual relationship with **Bionovis** and who perform work-related activities and functions on its behalf.



## Competitors:

Companies operating in the same segment and industry as **Bionovis**.



## Board of Directors:

Members representing shareholders who are responsible for being informed of and deciding on **Bionovis**' actions and strategies.



## Corruption:

Any act or practice of corrupting a person or process through money or anything of value for the purpose of obtaining or securing any improper advantage by illegal, unlawful, or unethical means.



## Statutory Directors:

Members elected by the Board of Directors to coordinate and implement the actions and strategies approved at **Bionovis**.



## Donation:

The definitive and irreversible transfer of resources, assets, or services to companies or individuals.



## Integrity Due Diligence:

A preliminary process for collecting and assessing registration, integrity, financial, tax, legal, and reputational information of companies or individuals intending to do business with **Bionovis**.



## Entertainment:

Activities and events offered or received with the purpose of promoting and reinforcing a company's brand while providing leisure, recreation, or enjoyment to participants, such as artistic performances, theater plays, operas, dance performances, music concerts, sporting or motorsport events, celebratory meals, and similar events.



## Pharmacovigilance:

The set of scientific and practical activities aimed at identifying, assessing, understanding, and preventing adverse effects and other problems related to the use of medicinal products that are placed on the market.



## Suppliers:

Individuals or legal entities that provide any type of product, material, technology, service or similar items to **Bionovis**.



## Managers:

Employees who hold leadership and people management positions, such as Directors, Managers, Coordinators, and Supervisors.



## Hospitality:

The offering or receipt of services or expenses related to transportation, meals, accommodation, courses, seminars, conferences, events, trade fairs, or entertainment activities, granted between the parties.



## Facilitation payment:

Financial payment that may constitute a bribe and is made with the intention of expediting an administrative process. It is paid to a public or government official as an incentive to complete an action or process more quickly, for the benefit of the paying party.



## Partners:

Companies that have an agreement or partnership contract for the productive development of pharmaceutical inputs, medicines, technology transfers, training, and research and development (R&D).



## Sponsorship:

The provision of financial, human, or physical resources by **Bionovis** directly to a cause, event, or activity, in exchange for consideration or benefits.



## Politically Exposed Person (PEP):

Any individual who holds or has held a prominent public position or function in a government body or international organization, in Brazil or abroad. Immediate family members and/or close associates of such individuals are also considered PEPs.



## Corporate Gifts:

Items or objects without company logos that have medium or high value and do not qualify as promotional gifts. Their distribution is generally targeted and in limited quantities.



## Healthcare Professionals:

All professionals legally authorized to prescribe or dispense medications, limited to physicians, dentists, and pharmacists.



## Health-Related Professionals:

All other professionals who may interact with Products Subject to Health Surveillance and/or who interact with patients or Healthcare Institutions, both in the private sector and as Public Officials, such as biomedical professionals, among others.



## Misleading advertising:

Any form of advertising information or communication that is wholly or partially false or that, in any other manner, including by omission, is capable of misleading consumers about the nature, characteristics, quality, quantity, properties, origin, price, and any aspects of products and services (Article 37, §1 of the Brazilian Consumer Defense Code).



## Quality:

Refers to the degree to inherent characteristics of a product, system, or process meets established requirements. It is therefore understood that Quality is the sum of actions taken to ensure that products meet the required quality for their intended use and is the responsibility of everyone who is directly or indirectly involved in the product development or distribution. **Bionovis** is governed by national regulations to ensure the quality, safety, and efficacy of the products manufactured, packaged, and/or distributed, as well as the safety of patients who use such medicines. All General Guidelines for Good Manufacturing Practices are described in the Quality Manual and Procedures, approved within the Se Suite system.

In addition, all employees are regularly trained to comply with the principles of ALCOA+.

- ◆ **Accountable** – Identifies who performed an action and when it was performed.
- ◆ **Legible** – Data records must be readable throughout their entire lifecycle.
- ◆ **Contemporaneous** – Data must be recorded at the time the activity is performed.
- ◆ **Original** – The original record or a certified true copy.
- ◆ **Accurate (or Authentic)** – Data must be accurate, complete, truthful, and reliable.
- ◆ **Precise** – Assurance that there are no errors or undocumented edits or changes.
- ◆ **Complete** – All data are included, encompassing any tests, processes, repetitions, or re-analyses performed.
- ◆ **Consistent** – Processes are performed in a uniform and repeatable manner.
- ◆ **Enduring** – Records are maintained in official quality system documents and are duly validated.

◆ **Available** – Records can be accessed for review, audit, or inspection throughout their lifecycle.



### **Representatives:**

Companies or individuals who represent and act on behalf of **Bionovis** in hearings, meetings, conventions, with clients or prospects, at conferences, trade fairs, receptions, lectures, courses, training sessions, workshops, and events in general, whether national or international.



### **Risks:**

Events that threaten and negatively impact **Bionovis'** actions, strategies, reputation, and business continuity.



### **SAC - Customer Service:**

The official communication channel through which patients and consumers may ask questions, submit complaints, and provide suggestions regarding **Bionovis'**s medicines and products.



### **Bribery:**

An act consisting of inducing someone to perform a specific act in exchange for money, material goods, or other private benefits.



### **Third Parties:**

All individuals who provide services and perform work-related activities for **Bionovis** but maintain a direct contractual relationship with another company.



## **3.2. What is a Code of Ethics and Conduct?**

This Code of Ethics and Conduct (“Code”) is a set of guidelines and information outlining our principles for conducting business and managing relationships. It defines the standards of conduct that everyone at **Bionovis** must follow.



## **3.3. Why have a Code?**

At the time of **Bionovis'**s founding, our principles of ethics and conduct were established and have since been maintained and continuously strengthened.

The formalization of this document serves as a reference guide that helps address day-to-day questions and supports relationships among employees, third parties, partners, shareholders,

suppliers, clients, patients, and public officials. This guide must be followed by everyone, as it clarifies shared responsibilities and highlights important ethical and legal considerations.



### 3.4. To whom does the Code apply?

This Code applies to all **Bionovis** employees, regardless of the type of employment relationship, hierarchical position, or level of responsibility, as well as to representatives, consultants, and third parties acting on behalf of **Bionovis**, shareholders, suppliers, clients, and public officials (collectively, the “professionals”). All professionals are responsible for upholding the principles described herein.

Everyone must understand and comply with this Code of Ethics and Conduct. In addition, all individuals are expected to support others in doing the same. It is everyone’s obligation to report any suspected violation of the Code through the Whistleblower Channel.

Anyone who fails to comply with the Code will be subject to disciplinary measures and may be prohibited from maintaining a relationship with or acting on behalf of **Bionovis**.

**Bionovis**’s key directives are as follows:

- You must understand and act in compliance with applicable laws and this Code;
- You must contribute to and safeguard our ethical culture;
- Live our values in daily practice;
- Use communication channels to report, in good faith, any violation of the law or this Code. Even if it is only a suspicion, it must be reported, whether it concerns yourself or others;
- Seek guidance when assistance is needed to make decisions;
- Cooperate and contribute fully to internal investigations in all circumstances;
- Never retaliate or allow retaliation against anyone who has raised a concern or reported, in good faith, a violation of the law or this Code;
- Leaders and managers must encourage compliance with this Code and lead by example.



# 4

# VALUES



## 4.1. Principles that guide our conduct

### 4.1.1. Responsibility

Act with simplicity and take your responsibilities. Be aware of the impact our activities may have on society, always seeking to benefit patients.

### 4.1.2. Integrity

Act with honesty, transparency, and professionalism, whether in business dealings or in relationships with employees, third parties, representatives, patients, society, the market, partners, suppliers, clients, and shareholders, maintaining solid trust and a positive reputation.

### 4.1.3. Ethics

Act ethically, transparently, and respectfully. Show respect and consideration for others, honoring differences, doing what is right, and acting based on truth. Inspire others through consistency between what you say and what you do.

#### **4.1.4. Innovation**

Strive to be the leading biopharmaceutical company in Latin America by mastering technology and knowledge to produce biological medicines and develop innovative biopharmaceuticals.

#### **4.1.5. Quality**

Ensure the efficacy and safety of the medicines produced by mastering technology aligned with the highest quality standards in force worldwide.

#### **4.1.6. Commitment**

Make lasting commitments and honor them, striving to perform our activities with excellence to ensure that patients' needs are met.



# 5

## 5. BEHAVIORS

### 5.1. Our way of being

#### 5.1.1. Collaborative Spirit

Promote actions and share information that support the achievement of **Bionovis**' strategies. Understand your role in the organization and the impact it may have.

#### 5.1.2. Continuous Improvement

Demonstrate positive dissatisfaction and take action to seek improvement. Recognize your role and actively pursue information and knowledge to develop yourself and exceed expectations by delivering results aligned with business needs. "Do better what we already do well."

#### 5.1.3. Empathy

Put yourself in the other person's shoes, understand their challenges, suggest actions, facilitate processes, and contribute to achieving success and results.

#### 5.1.4. Creative Thinking

Connect ideas that were not previously unrelated and imagine actions, situations, or scenarios that may contribute in innovative ways to solving problems or improving outcomes.

### **5.1.5. Adaptability**

Adapt to new situations while maintaining effectiveness when experiencing significant changes in activities or the work environment.

### **5.1.6. Connectivity and Awareness**

Stay informed and connected with the outside world, with an eye on market best practices in order to bring solutions that generate value for the organization and its shareholders.

### **5.1.7. Equity**

Treat all individuals with respect and fairness, recognizing differences and ensuring equal opportunities for everyone.

### **5.1.8. Sustainability**

Act responsibly to preserve the environment, strengthen communities, and ensure the long-term sustainability of our business.



6

## BIONOVIS CONDUCT COMMITMENTS

**Bionovis** is publicly committed to establishing relationships and conducting business with ethics and integrity, in compliance with applicable national and international laws and regulatory standards, especially those related to Anti-Corruption, Antitrust, Public Procurement, and other applicable regulations.

Therefore, the purpose of this Code is to clarify and guide everyone on the conduct expected in the performance of their activities and duties. It is the responsibility of all to:

- ◆ Safeguard the image of **Bionovis** as a solid and reliable company that operates in the market in an honest, fair, transparent, and ethical manner;
- ◆ Comply with applicable laws and regulations, whether national or foreign;
- ◆ Comply with **Bionovis**' internal rules and policies;
- ◆ Practice fair and honest competition;
- ◆ Respect human relationships, based on principles of equality, individuality, and dignity, fostering relationships free from prejudice or discrimination of any kind, including but not limited to origin, social status, religion, gender, color, ethnicity, age, sexual orientation, political preferences, hierarchical level, physical conditions, or any other form of discrimination;
- ◆ Ensure proper management of activities performed in remote work (home office) arrangements, maintaining focus, productivity, and quality in delivery, in alignment with team objectives and **Bionovis**'s goals, in accordance with internal policy.

Aligned with institutional values and behaviors, this Code is a valuable instrument for strengthening **Bionovis**' mission and vision.



# 7

## INTERNAL RELATIONS

### 7.1. Employees

**Bionovis** values a work environment that is diverse, inclusive, ethical, honest, positive, transparent, safe, dignified, responsible, and fair, recognizing that such an environment is essential for employees to perform their activities effectively and to achieve both professional and personal development. To this end, **Bionovis** seeks to promote relationships based on:

- ◆ Human-centered, empathetic, and non-violent communication, fostering respect, constructive dialogue, and the appreciation of interpersonal relationships in the workplace;
- ◆ Mutual respect among employees through fair and equal treatment, free from any form of discrimination;
- ◆ Healthy leadership, with managers who provide conditions for development and ensure dignified treatment to all team members, leading by example and inspiring others to do the same;
- ◆ Respect for the organizational hierarchy, exercising subordination in an ethical, collaborative, and respectful manner;
- ◆ Professional performance of activities by employees who possess the skills necessary for the proper execution of their duties;
- ◆ Equal opportunities in recruitment processes for internal promotions and the hiring of new employees, as well as equal pay for men and women performing work of equal value or holding the same position;

- ◆ Zero tolerance for all forms of harassment, including moral (workplace) harassment, sexual harassment, and others. Such practices, whenever identified, must be reported through the Whistleblower Channel.

- ◆ Transparency and a permanent “open door” policy, ensuring that all employees feel comfortable and encouraged to access the Human Resources area and **Bionovis**’s Senior Management whenever there is a need.

**Bionovis** values employees who demonstrate personal and professional conduct aligned with its institutional values and encourages them to:

- ◆ Act in accordance with **Bionovis**’s guidelines and directions;
- ◆ Acknowledge mistakes honestly and transparently;
- ◆ Notify managers of errors or misunderstandings as quickly as possible so that issues do not escalate;
- ◆ Question and report, through the Whistleblower Channel, any irregularities, violations, misconduct, and/or situations that are contrary to **Bionovis**’s principles and values.

**Bionovis** recognizes that private life is a fundamental right and essential to a healthy existence. Accordingly, **Bionovis** respects the individuality of its employees and recommends that they conduct their personal lives in a proper, fair, and principled manner, seeking to avoid situations that could negatively impact their reputation or the company’s image.



## 7.2. Respect, Diversity, and Inclusion

**Bionovis**’s policy is to promote Respect, Diversity, and Inclusion, while providing equal employment opportunities and support to its employees regardless of age, race, color, religion, sex, sexual orientation, gender identity, nationality, citizenship status, disability, physical condition, different abilities, length of service, or any other characteristic. **Bionovis** fully complies with all laws prohibiting discrimination, whether positive or negative, in all stages of employment, including, but not limited to, candidate selection, hiring, training, development, compensation, promotions, transfers, terminations, use of facilities, and selection for special programs. To remain competitive in every business environment, **Bionovis** actively seeks to recruit, retain, and develop the most talented individuals from a wide range of lifestyles, disciplines, and experiences.

Any form of harassment or discrimination based on age, race, color, religion, sex, sexual orientation, gender identity, nationality, citizenship status, length of service, or any other characteristic is strictly prohibited. Any employee involved in harassment or discrimination will be subject to disciplinary action, which may include termination of employment or contractual relationship, whether direct or

indirect, with **Bionovis**. Our goal is to maintain socially responsible conduct, ensuring compliance with this Code and with applicable laws.



### 7.3. Prohibition of Child Labor and Forced Labor

**Bionovis** does not permit work to be performed by individuals who have not reached the minimum legal working age required under the laws of the applicable country, and applies the same prohibition to its suppliers. Exceptions to this rule apply to government-authorized vocational training or apprenticeship programs that are clearly beneficial to the participants. In addition, **Bionovis** strictly prohibits child labor and forced labor in its operations and throughout its supply chain.

**Bionovis** rejects human trafficking and modern slavery, in accordance with Brazilian Law No. 13.344/2016.

**Bionovis** also seeks to respect, support, and foster an environment of inclusion, curiosity, and engagement for all.

**Bionovis** recognizes that its workforce needs to reflect its clients, stakeholders, and communities. If a regional imbalances are identified, **Bionovis** will seek to make improvements over time by providing support and visibility to underrepresented groups.



# 8

## EXTERNAL RELATIONS



### 8.1. Shareholders

**Bionovis'** relationship with its shareholders is based on transparency and the pursuit of best practices in corporate governance.

**Bionovis** is committed to:

- ◆ Disclosing accurate and timely information;
- ◆ Ensuring truthfulness and accuracy in its financial statements;
- ◆ Cooperating with internal and external audits by providing all relevant information requested;
- ◆ Refraining from disclosing unofficial information that could result in financial or reputational harm or provide undue advantage to others.



### 8.2. Public Administration, Public Officials, and Politically Exposed Persons (PEP)

As part of **Bionovis'** commitment to comply and uphold anti-corruption legislation and internal anti-corruption policies, it is strictly prohibited to promise, offer, or give, directly or indirectly, any improper advantage to the Public Administration, a Public Official, or a Politically Exposed Persons (PEP), whether Brazilian or foreign, or to any third party related to them, in Brazil or abroad.

Therefore, no employee, individual, or legal entity representing or acting on behalf of **Bionovis** may, directly or indirectly, make, offer, or promise payment or improper advantage to a representative

of the Public Administration, a Public Official, or a Politically Exposed Person (PEP), or to any third party related to them, whether Brazilian or foreign, in violation of applicable national or foreign Anti-Corruption Laws.

If a Public Official or a Politically Exposed Person (PEP) makes any proposal that violates applicable national or foreign Anti-Corruption Laws or this Code, the **Bionovis** employee must promptly refuse the proposal, inform their immediate management, and report the matter through the Whistleblower Channel. Accordingly:

- ◆ **Bionovis** complies with applicable Anti-Corruption Laws and maintains ethical and transparent relationships with the Public Administration. As such, it does not engage in or tolerate corruption practices, bribery, or the offering of improper advantages;

- ◆ In addition to this Code, relationships with the Public Administration, Public Officials, or Politically Exposed Persons (PEP) must comply with their respective Code of Ethics. In the event of a conflict, the most restrictive standard shall prevail;

- ◆ Only individuals who have been properly instructed and authorized by **Bionovis** may interact with or engage in any type of relationship, agreement, contract, meeting, or communication with the Public Administration. Under no circumstances does **Bionovis** seek to obtain business or advantages through the offering or promise of any form of improper advantage.

If an employee is contacted or approached by a representative of the Public Administration, a Public Official, or Politically Exposed Person (PEP), they must refer the matter to the area responsible for such interactions or seek guidance from the respective manager.

### 8.3. Community

**Bionovis'** relationship with the community is based on social responsibility, transparency, mutual respect, and compliance with applicable laws.

### 8.4. Competitors

Companies operating in the same market or market segment as **Bionovis** are considered competitors. Therefore, **Bionovis**:

- ◆ Acknowledges and demonstrates its commitment to the principles of the Brazilian Antitrust Law (Law No. 12,529/2011), in compliance with the guidelines of the Sistema Brasileiro de Defesa da Concorrência [Brazilian Competition Defense System] (SBDC), which promote free enterprise, fair competition, and the prevention of abuse of economic power;

- ◆ Seeks healthy competition with its competitors, maintaining an ethical, cordial, and respectful relationship;

- ◆ Does not tolerate comments that may negatively impact and damage competitors' reputations or contribute to the dissemination of false information about them;
- ◆ Does not hire, nor condone the hiring of, companies or individuals for the purposes of industrial espionage or the illegal acquisition or use of competitors' strategic and/or confidential information;
- ◆ Does not engage in or tolerate any practice that may constitute a violation of competition or antitrust laws;
- ◆ Expects the same level of commitment and conduct from its competitors.

## 8.5. Consulting

**Bionovis** may engage individuals or legal entities to provide Consulting and Advisory services, provided that such engagements are formally documented through contracts that clearly define their scope, rights, and obligations, aligned with **Bionovis**'s needs and strategic positioning, and subject to prior due diligence and approval in accordance with internal procedures.

Financial transactions must be made directly to the bank account held by the contracted individual or legal entity and never to third-party accounts.

## 8.6. Donations and tax incentives

**Bionovis** may make donations and grant tax incentives, provided that they do not create any expectation of reciprocity or the obtaining of improper advantages, and that the beneficiary entities are subject to a prior due diligence and approval in accordance with internal procedures. Therefore:

- ◆ Donations/tax incentives must enhance **Bionovis**'s institutional image, benefit the community, and be aligned with **Bionovis**'s market, strategic, and institutional interests;
- ◆ Donations/tax incentives must be made to the requesting entity through financial transactions made directly to its own bank account, never to third-party accounts;
- ◆ Donations/tax incentives must be made to the requesting entity and, where applicable, the logistics for delivering goods, materials, or items of any nature must be carried out directly to the entity's own business address, never to third parties;
- ◆ Due care must be taken to ensure that recipients of donations and tax incentives have sufficient resources and sustainability mechanisms to ensure their continued existence independently of **Bionovis**'s donations. In addition, care must be taken to make donations only to entities that comply with applicable laws;
- ◆ The beneficiary entity must act with ethics and integrity, provide proper accountability for the donations received, and undertake not to transfer such donations to other companies or individuals

engaged in improper, illegal, or unlawful activities, under penalty of full restitution of the donation and legal liability;

- ◆ Donations made by legal entities for political or party-related purposes are strictly prohibited;
- ◆ Donations/tax incentives must comply with **Bionovis**'s internal rules and must be duly authorized, recorded, and accounted for.



## 8.7. Suppliers

**Bionovis**'s engagement of suppliers is subject to a rigorous selection and quotation process conducted by the Procurement Department, including Integrity Due Diligence, and technical and commercial requirement assessment. Relationships with suppliers are guided by the following principles:

- ◆ All candidates for the supply of goods or provision of services must undergo the Integrity Due Diligence process and, when necessary, financial, technical, and risk assessments, without any form of favoritism;
- ◆ The presentation or recommendation of suppliers by employees, directors, shareholders, or any other hierarchical level does not imply preferential treatment and must comply with established procedures, with conflicts of interest duly identified and managed in accordance with the "Employees' Relatives" section;
- ◆ **Bionovis** seeks to engage with suppliers who comply with applicable Brazilian legislation, as well as foreign legislation, when applicable;
- ◆ Suppliers must commit to complying with this Code, and **Bionovis** will likewise seek to respect its suppliers' Codes of Ethical Conduct, with the more restrictive standard prevailing;
- ◆ Supplier or service provider companies that include **Bionovis** employees or shareholders as partners or shareholders will be subject to the same contracting process as all other candidates, without any privileges, and conflicts of interest must be handled in accordance with the "Employees' Relatives" section;
- ◆ **Bionovis** will not negotiate with suppliers or service providers through intimidation, coercion, or manipulation of information, nor does it engage with entities deemed ineligible by the Public Administration, including those listed on the sanctions page of the Brazilian "Transparency Portal" or on international restricted or sanctions lists.

**Bionovis** understands that failure to comply with applicable laws the existence of unethical conduct constitute a breach of trust. Therefore, violations of this Code or applicable legislation by suppliers will be reviewed by **Bionovis** and may be subject to appropriate disciplinary measures, which may result in termination of the contractual relationship.



## 8.8. Media

**Bionovis** maintains a relationship with the media based on the disclosure of accurate information. To prevent the release of inappropriate information or disclosure at unsuitable times, only senior management, or individuals designated and instructed by senior management, are authorized to speak on behalf of **Bionovis**. Any requests for information, interviews, or related matters must be directed to the Communication and Marketing department via email: [marketing@bionovis.com.br](mailto:marketing@bionovis.com.br).



## 8.9. Public Bidding and Tenders

**Bionovis** takes very seriously any obligations arising from applicable legislation governing public procurement processes, in accordance with Brazilian Federal Law No. 14.133/2021 (the “Public Procurement and Administrative Contracts Law” or the “New Public Procurement Law”).

Therefore, in compliance with Brazilian anti-corruption legislation, it is prohibited for any employee, representative, or third party to:

- ◆ Undermine or defraud the competitive nature of a public bidding process through agreement, collusion, or any other means;
- ◆ Obstruct, disrupt, or defraud the performance of any act related to a public bidding process;
- ◆ Exclude or attempt to exclude a bidder through fraud or the offering of any type of advantage;
- ◆ Defraud a public bidding process or any contract resulting therefrom;
- ◆ Fraudulently or improperly create a legal entity to participate in public bidding process or to enter into an administrative contract;
- ◆ Fraudulently obtain an improper advantage through illegal amendments or extensions of contracts with the public administration.

## 8.10. Regulatory Authorities

**Bionovis** is committed to complying with all applicable national and international laws and regulations and emphasizes the importance of regulatory authorities in relation to its activities and industry.

Everyone at **Bionovis** must cooperate with and respond to inspections and investigations, providing information, data, documents, and other requested materials with accuracy, cordiality, respect, and good faith.

## 8.11. Patients

**Bionovis**'s focus is on its patients. For this reason, the company seeks to understand their needs, identify opportunities, and find ways to exceed their expectations.

**Bionovis** recognizes that maintaining the highest quality standards for its products is essential to its success and, therefore, demonstrates its respect for patients through the following practices:

- ◆ Using materials and processes approved by the country's official regulatory agencies;
- ◆ Respecting patient health;
- ◆ Avoiding misleading advertising;
- ◆ Respecting the confidentiality and privacy of information received about patients;
- ◆ Complying with applicable laws and regulations.

**Bionovis** provides the following patient service channels for reporting questions, complaints, suggestions, adverse events, and other matters:



**Phone:**  
0800 388 5000



**Email:**  
sac@bionovis.com.br



**Website:**  
www.bionovis.com.br

## 8.12. Business Partners

**Bionovis** understands that the partnership relationships must be grounded in responsibility, respect, and ethics. Thus, the following attitudes are expected from both parties in partnership relationships:

- ◆ Maintaining confidentiality regarding the other party's strategic information;
- ◆ Ethical conduct in relation to shared technologies, data, and information;
- ◆ Compliance with **Bionovis**'s internal policies and respect for the other party's Code of Ethics and Conduct. In the event of a conflict between this Code and the other party's Code of Ethics and Conduct, the most restrictive standard shall prevail.

For both suppliers and other business partners, **Bionovis** requires respect for and the promotion of human rights throughout their activities, across their production chains, and in the regions in which they operate, in accordance with the Universal Declaration of Human Rights. Therefore, **Bionovis** seeks to establish business relationships with companies that share the same principles and values, and it repudiates the use of child labor or labor analogous to slavery. All companies subject to this Code must provide decent working conditions for their employees, including:

- ◆ Working hours, compensation, benefits, health and safety requirements in compliance with the labor laws of each country;
- ◆ Respect for and appreciation of differences related to gender, origin, ethnicity, sexual orientation, religious practice, political and ideological beliefs, social class, special needs, marital status, or age.

## 8.13. Sponsorship Policy

**Bionovis** may provide sponsorships to legal entities, provided that such sponsorships are formally documented through contracts with defined scope, rights, and obligations aligned with its strategic positioning, and subject to a prior Integrity Due Diligence process and approval, in accordance with internal procedures.

**Bionovis** will sponsor exclusively cultural activities, sports, corporate events, conferences, trade fairs, meetings or mini-meetings, continuing education for physicians and other healthcare professionals, webinars, workshops, and similar initiatives, always with the objective of advertising, promotion, business development, or alignment with its strategy and/or industry best practices.

Financial transactions must be made directly to the bank account held by the legal entities being sponsored and never to third-party accounts. In the event of sponsorship involving goods, materials, or other items of value, **Bionovis** reserves the right to make payments directly to the source or supplier.

Sponsored legal entities must provide accountability whenever requested by **Bionovis** and may not transfer the resources, in whole or in part, to third parties.

Sponsorships must be approved in advance by immediate management, following the technical

reviews or opinions of the Marketing, Commercial, Business Development, and Compliance areas, as applicable.

**Bionovis** will not sponsor, finance, or fund any activities or situations that are considered incompatible with the corporate environment or that involve immoral, illegal, or unlawful acts, as defined under applicable national or foreign anti-corruption legislation, or that lack specific regulatory authorization.



## 8.14. Healthcare Professionals and Health-Related Professionals

**Bionovis** maintains relationships with Healthcare Professionals and Health-Related Professionals based on ethics, integrity, transparency, and the absence of conflicts of interest. **Bionovis** may engage such professionals for professional, educational, scientific, commercial, regulatory, market, or strategic purposes.

In the event of engagement, financial transactions must be made directly to the bank account held by the contracted professionals or their legal entities, and never to third-party accounts.

Such professionals must comply with the standards of conduct set forth in this Code, as well as with applicable national and foreign anti-corruption legislation.



## 8.15. Labor Union

**Bionovis** respects freedom of association, recognizes labor unions as the legitimate representatives of employees, and seeks constant dialogue to resolve labor and union-related disputes.



## 8.16. Human Trafficking and Forced Labor in the Supply Chain

All **Bionovis** suppliers and direct service providers must comply with Brazilian Law No. 13,344/2016 and with **Bionovis**'s policies prohibiting modern slavery, child labor, and human trafficking throughout the supply chain. These areas of concern are included in the Supplier Qualification audit program.

**Bionovis** maintains internal responsibility for ensuring that contracted parties meet the company's standards regarding modern slavery and human trafficking. **Bionovis** also requires employees who interact with suppliers to report any suspected or identified violations in operations or within the supply chain and ensures that other employees may report such concerns through the Whistleblower channel.



# 9

## CONFLICT OF INTEREST

A conflict of interest arises when the personal interests of employees or third parties conflict with the interests of **Bionovis**, potentially resulting in undue personal benefit.

Conflicts of interest are part of everyday business activities, whether in relationships with suppliers, representatives, third parties, clients, partners, public authorities, or even among employees themselves. Therefore, it is essential to address such situations honestly and transparently to ensure that **Bionovis**'s interests are always safeguarded.

All conflicts of interest must be reported to immediate management for proper handling and must be recorded with the Human Resources and Compliance area. If the conflict exposes **Bionovis** to reputational, legal, regulatory, or strategic risks, it must also be reported through the Whistleblower Channel.

It is the responsibility of everyone to keep information regarding conflicts of interest or potential conflicts of interest up to date.



### 9.1. Employees' Relatives

When relatives\* are in a direct or indirect reporting relationship, situations may arise in which **Bionovis**'s interests do not prevail. Accordingly, **Bionovis** allows the hiring of employees' relatives, provided that the following criteria are observed:

- ◆ The hiring or promotion of an employee's relative will occur only if the candidate meets the required qualifications for the position, without any form of favoritism;

\*Bionovis understands that family relationships that may constitute a conflict of interest include those between: parents, spouses, partners, children, stepchildren, siblings, grandchildren, grandparents, brothers-in-law, sisters-in-law, uncles, aunts, first cousins, and nephews and nieces.

- ◆ Relatives may not work in a direct reporting relationship, including within the same directorate or reporting line;
- ◆ **Bionovis** does not recommend that relatives work as peers or report to the same manager. Any hiring, internal promotion, or transfer that may result in such situations must be reviewed and approved in advance by the Human Resources and Compliance areas;
- ◆ Business relationships with suppliers, representatives, third parties, partners, or clients who are related to a **Bionovis** employee must be disclosed in advance and recorded during the selection, quotation, and contracting processes through the Procurement Department;
- ◆ Business relationships with suppliers, representatives, third parties, or partners that have a prior employment relationship with **Bionovis** must also be disclosed in advance and recorded during the selection, quotation, and contracting processes through the Procurement Department;
- ◆ The hiring and management of contracts with suppliers, representatives, third parties, partners, and clients may not be carried out by an employee who is a relative or who has any other type of relationship with the counterparty. The Procurement Department will designate the individual responsible for contract management.



## 9.2. Romantic relationships between employees

**Bionovis** respects the personal lives of its employees. Romantic relationships between employees are permitted, provided that there is no direct reporting relationship between the individuals involved, including within the same directorate or reporting line. Such relationships described here must be disclosed to the Human Resources and Compliance areas.

**Bionovis** does not recommend that employees in such relationships work as peers or report to the same manager. Any hiring, internal promotions, or transfers that may result in this type of situation must be reviewed and approved in advance by the Human Resources and Compliance areas.

**Bionovis** advises that any romantic relationship must not negatively impact job functions, workplace coexistence, professional relationships, performance, or results for the individuals involved.



## 9.3. Outside activities

Outside activities are understood as activities carried out by employees outside their working hours, whether paid or unpaid. Employees are free to engage in such activities provided that they do not negatively affect their performance or **Bionovis**'s image and do not constitute competition with **Bionovis**. In addition, the following aspects must be observed:

- ◆ Outside activities must not be performed during working hours or on **Bionovis**'s premises;

- ◆ The use of **Bionovis**'s assets and resources for such activities, including those related to intellectual property, is prohibited;

- ◆ Employees are prohibited from participating in the management or boards of directors of companies that compete with **Bionovis**, as well as from engaging in external activities that may constitute any type of conflict of interest with **Bionovis**'s business;

- ◆ To ensure transparency in our business activities, employees are encouraged to disclose in advance to their immediate management any invitations to assume managerial or leadership roles, such as board memberships, executive positions, management, or coordination roles, in any company, so that potential conflicts of interest may be assessed and mitigated;

- ◆ The use of **Bionovis**'s internal confidential information in lectures, workshops, hearings, meetings, conventions, congresses, trade fairs, conferences, receptions, courses, training sessions, workshops, and events in general, whether domestic or international, or in teaching activities, must be approved in advance by immediate management.

- ◆ Invitations to deliver lectures on behalf of **Bionovis** must be approved in advance by immediate management.



## 9.4. Promotional gifts, gifts, entertainment, and hospitality

In certain situations, the offering or receipt of promotional gifts, gifts, entertainment, and hospitality may occur between individuals or legal entities for professional purposes, such as during year-end periods. It is essential to ensure transparency in the relationships between **Bionovis** and its suppliers, representatives, shareholders, third parties, partners, clients, and public officials, and to comply with this Code and internal policies governing such situations.

All promotional gifts, gifts, entertainment, and hospitality received will be considered the property of **Bionovis** and may be raffled, redistributed, or otherwise allocated in accordance with internal procedures.

Such offerings must never be made with the intent to influence any decision by or involving **Bionovis**, nor to obtain improper advantages. Accordingly, the following rules must be observed.

### 9.4.1. Receipt:

- ◆ Review in advance the policy that sets forth the rules for receiving such items;
- ◆ The receipt of any promotional gift, gift, entertainment, or hospitality must take place in a formal manner and within corporate environments;

- ◆ Promotional gifts for corporate use (within the work environment), such as headphones, water bottles, phone holders, notebooks, planners, notepads, pens, sticky notes, calendars, mouse pads,

and similar items, may be accepted provided that their market value does not exceed 20% (twenty percent) of the current minimum wage in Brazil and/or that they bear the logo of the offering company and/or event;

- ◆ Items or objects, whether for corporate or personal use, that are not classified as “promotional gifts” or that exceed 20% (twenty percent) of the current minimum wage in Brazil are considered gifts.
- ◆ Promotional gifts and gifts received must be delivered to the Compliance Department for raffle or appropriate allocation, in accordance with internal procedures;
- ◆ Entertainment and/or hospitality may be accepted provided that they are for professional purposes, are within market-standard values and practices, occur in connection with proposal or contract execution, meetings or mini-meetings, continuing education for physicians and other healthcare professionals, product, technology or service presentations, advertising or promotional activities, or have clear objectives and purposes, and are approved in advance by immediate management;
- ◆ Entertainment, hospitality, and events that are not related to professional purposes or that exceed market standards must be declined. If refusal is not possible, they must be delivered to the Compliance Department for appropriate allocation.
- ◆ The receipt of any promotional gift, gift, hospitality, or entertainment from the Public Administration that may violate applicable Anti-Corruption or Conflict of Interest laws is strictly prohibited.

It is essential that the receipt of promotional gifts, gifts, hospitality, or entertainment does not create any expectation of reciprocity. In other words, upon receiving such items, a **Bionovis** employee must not provide favors, money, privileges, confidential information, promises, or preferential treatment in return.

## 9.4.2. Offering:

- ◆ Review in advance the policy that sets forth the rules for offering gifts, entertainment, and hospitality;
- ◆ Only individuals previously authorized by the immediate Management may offer promotional gifts, gifts, hospitality, or entertainment for professional purposes;
- ◆ Promotional gifts and gifts may be offered provided that their market value is less than 20% (twenty percent) of the current minimum wage in Brazil and that they are approved by the immediate management;
- ◆ Entertainment and/or hospitality may be offered provided that they are for professional purposes, fall within market-standard values and practices, occur in connection with proposal or contract execution, meetings or mini-meetings, continuing education for physicians and other health professionals, product, technology, or service presentations, advertising or promotional activities, or have clear objectives and purposes, and are approved in advance by immediate management;
- ◆ Prior authorization from immediate management is required regarding what may be offered and when, in accordance with best practices for corporate, commercial, and institutional relationships;

- ◆ Suppliers, representatives, partners, third parties, or clients must be informed that they may not transfer any promotional gift, gift, hospitality, or entertainment offered by **Bionovis** to any other third party. If acceptance is not possible, the offer must be declined immediately;

- ◆ It is prohibited to offer or receive gifts, promotional items, hospitality, entertainment, money, facilitation payments, or any other benefit in exchange for favors or privileges, or to engage in acts of bribery, kickbacks, corruption, or improper advantage.

The Code of Ethics and Conduct of the organization to which the promotional gift, gift, or hospitality is offered must be respected, with the most restrictive prevailing.

### 9.4.2.1. Offering, in the case of public officials:

Bionovis employees must not offer or receive money or any other benefit in exchange for favors or privileges, nor engage in bribery, corruption, or the granting of improper advantages. With respect to the public administration and public officials, gifts, promotional items, meals, hospitality, and entertainment may constitute an improper advantage and should therefore be avoided.

Exceptionally, Bionovis may offer promotional gifts and hospitality in accordance with the applicable Conflict of Interest Law and internal policies. Only individuals who have been previously authorized and trained by Bionovis may interact with or engage in any type of relationship, agreement, contract, meeting, encounter, or communication with the public administration and public officials. Under no circumstances does Bionovis seek to obtain business or advantages through the offering or promising of improper advantages to the public administration, public officials, and Politically Exposed Persons (PEPs).

Please note that offering any gift or hospitality to a Public Official outside the terms permitted by the applicable Conflict of Interest Law and internal policies may constitute unlawful conduct. If there are any doubts regarding best practices in dealings with the public sector, consult the applicable policies in advance and seek guidance from immediate management or the Compliance Department.



## 9.5. Events sponsored by third parties

When suppliers or potential suppliers, clients, and partners offer hospitality and invite **Bionovis** employees to professionally oriented events sponsored by them, the following guidelines must be followed:

- ◆ Review in advance the policy that sets forth the rules for events sponsored by third parties;
- ◆ If the invitation is not addressed to a specific position, immediate management must designate which employee will attend the event. If the invitation is addressed to a specific position, immediate management must decide whether the employee may attend the event;

- ◆ **Bionovis** may bear the costs and expenses of the employee's travel, accommodation, and meal expenses, in accordance with internal policy;

- ◆ The situations described above must be approved by immediate management. **Bionovis** has a select group of employees who are exempt from prior approval requirements, as participation in corporate events organized by other companies and public institutions is part of their job responsibilities. However, such employees must act with ethics and transparency and provide accountability whenever requested.

## 9.6. Business meals

Only individuals authorized by the immediate management may organize or participate in business meals. **Bionovis** has a select group of employees who are exempt prior approval requirements, as participation in meetings and corporate events of other companies and public institutions is part of their job responsibilities and business meals may occur in this context. However, these employees must act with ethics and transparency and provide accountability whenever requested.

Therefore:

- ◆ Review in advance the policy that sets forth the specific rules and spending limits;
- ◆ The employee holding the more senior position must pay for the meal and request reimbursement in accordance with internal procedures;
- ◆ Commercial or representative events that allow meal consumption and related expenses require approval from immediate management;
- ◆ For meals with current or potential suppliers, clients, or other partners, each party must bear its own expenses, unless prior approval is granted by immediate management. Such meals must never create an obligation of reciprocity;
- ◆ Unnecessary expenses should be avoided in business meals;
- ◆ The offering of business meals or hospitality to any public official is not permitted, except when allowed under applicable Conflict of Interest laws or specific internal policies and approved by immediate management.



10

## HSE (HEALTH, SAFETY, AND ENVIRONMENT)

**Bionovis** adopts best management practices related to Health, Safety, and the Environment (HSE), enabling more efficient processes and ensuring alignment with the highest standards currently in force in the market. Actions aimed at reducing the occurrence of workplace accidents and incidents, as well as environmental impacts, are essential to protect **Bionovis**'s direct and indirect employees and all those with whom the company interacts.

Likewise, everyone at **Bionovis** plays an important role in preventing environmental disasters, workplace accidents, and incidents. It is essential that all individuals adopt a proactive approach, striving to ensure and enhance the quality and safety of activities, following good health practices, and always using appropriate Personal Protective Equipment (PPE) for the functions performed.

### 10.1. Safety and Health

**Bionovis** considers the health and safety of its employees to be a non-negotiable value. Accordingly, the company maintains up-to-date health and safety procedures to ensure that all employees are properly trained to perform their activities safely and to protect its assets and property.

**Bionovis** encourages its employees and visitors to:

- ◆ Report all workplace accidents and incidents occurring on **Bionovis**'s premises or in the course of its activities to the HSE area and to the Internal Accident Prevention Commission (CIPA), whether involving employees, contractors, partners, or service providers;
- ◆ Maintain cleanliness, organization, and safety in the workplace;

- Use mandatory PPE when performing activities and ensure its proper use and storage, encouraging others to do the same;
- Report any workplace risk situations identified to the HSE area and the CIPA;
- Do not possess, consume, or be under the influence of narcotics and/or alcoholic beverages on **Bionovis's** premises or while performing services on its behalf;
- Inform their manager whenever undergoing medical treatment involving the use of medications that may impair reflexes and compromise your own safety or that of coworkers;
- Comply with the Anti-Smoking Law of the State of São Paulo – Law 13.541/2009;
- Do not carry weapons on **Bionovis's** premises unless expressly authorized.



## 10.2. Environment

**Bionovis**, aware of the need for responsible management of natural resources, works to ensure that its production chain complies with applicable environmental legislation. To this end, **Bionovis** continuously strives to comply with the environmental laws and regulations applicable to its operations. Committed to the environment and to future generations, **Bionovis's** energy matrix is sourced 100% from renewable sources.

**Bionovis** reaffirms its commitment to sustainable development and climate change mitigation by adopting practices aligned with the Sustainable Development Goals (SDGs), investing in energy efficiency, circular economy initiatives, and responsible waste management. Through these actions, **Bionovis** promotes an ethical, transparent, and environmentally responsible operation, contributing to a more sustainable future.

In addition, **Bionovis** requires its partners and service providers to adopt the same ethical stance and to ensure compliance with environmental standards.

**Bionovis** encourages and expects its employees or visitors to:

- Report to the HSE area any professional activity or conduct that is not in compliance with applicable environmental laws;
- Use energy and water resources responsibly and ensure proper waste disposal in accordance with selective waste collection practices;
- Notify the HSE area of any activity or conduct by employees or third parties that may affect or violate environmental regulations.



## 10.3. Health, Safety, Environment, Energy, and Sustainability Policy (HSE-EMS & Energy and Sustainability Management System)

Bionovis's HSE-EMS and Energy Policy integrates health, safety, the environment, and energy efficiency as fundamental pillars for the continuous improvement of performance and the creation of sustainable value for all stakeholders.

### TO THIS END, WE ARE COMMITTED TO:

- Establishing minimum requirements for the management of environmental impacts, health and safety risks, and energy performance, supported by an HSE-EMS and Energy culture and by goal-oriented operational management that ensures continuous improvement and value creation for all stakeholders;
- Identifying and ensuring compliance with all applicable legal requirements and assumed commitments, monitoring performance and ensuring the effectiveness of controls;
- Promoting a safe and healthy work environment focused on the prevention of accidents and occupational diseases, eliminating hazards and reducing health and safety risks to our employees;
- Acting to preserve the environment by preventing pollution, minimizing the environmental impacts of our activities, and promoting the responsible use of natural resources;
- Continuously improving energy performance by adopting technologies and practices that contribute to efficient resource use and enhanced energy efficiency in our operations;
- Promoting collective engagement at all levels of the organization through training and competency development programs that encourage hazard elimination, efficient resource use, and the reduction of environmental impacts;
- Maintaining open communication channels to facilitate the exchange of information and participatory solutions for the management of health, safety, environmental, and energy efficiency risks and opportunities, considering the product life cycle.

### RESPONSIBILITY AND ACCOUNTABILITY UNDER THIS POLICY

- All of our employees and contractors must comply with this Policy and continuously promote the positive performance of the Integrated HSE and Energy Management System;
- All of our employees and contractors have the authority, obligation, and responsibility to stop any activity or operation whenever there are concerns or doubts related to the control of HSE hazards or risks associated with the activity or operation being carried out.



# 11

## ASSETS AND RESOURCES

**Bionovis**'s assets and resources include facilities, equipment, vehicles, software, systems, telephony, and office materials, whether owned, leased, or rented, as well as supplies, semi-finished products, and finished products.

When **Bionovis** entrusts its assets and resources to employees, they must be used responsibly, in accordance with the following guidelines:

- ◆ Use assets and resources properly and carefully, avoiding unnecessary wear and waste;
- ◆ Observe and perform preventive maintenance whenever required;
- ◆ Use assets and resources with a focus on cost reduction;
- ◆ Comply with applicable laws at all times when in possession of any **Bionovis** asset or resource;
- ◆ Use only programs, software, and assets licensed by **Bionovis**;
- ◆ Do not use work systems or tools for illegal or improper activities, personal gain, access to or dissemination of offensive or immoral content, interference with third-party systems, participation in inappropriate virtual discussions, or similar conduct;
- ◆ Report to immediate management and the appropriate internal areas any situation that indicates the possibility of loss, misuse, or theft of company property;
- ◆ Assets and resources must be used exclusively for the performance of activities carried out at **Bionovis**, and their use for any other purpose, including outside activities, is prohibited. However, with prior approval from immediate management, an employee may request the use of a notebook or electronic device to participate in online courses or events aligned with their role and position at **Bionovis**, such as undergraduate or postgraduate programs or language courses, provided that

secure access best practices are followed and there is no negative impact on working hours.

The materials provided by **Bionovis** are received by employees upon signature of a delivery receipt and must be returned, upon termination of employment, in proper condition for use, except for natural wear and tear.

Employees must observe and comply with the rules set forth in Manual MA-SI-001 – Information Security in Electronic Media. In accordance with this document, **Bionovis** reserves the right to control and monitor corporate communication tools and has full access to files stored on equipment that forms part of its assets and resources. The company also reserves the right to control and monitor internet access on all corporate equipment connected to its information technology systems, including, but not limited to, computers, tablets, smartphones, telephones, and similar devices. Corporate email accounts, computers, and mobile phones are the property of **Bionovis** and may therefore be monitored to ensure responsible use and compliance with the rules set forth in this Code. Accordingly, the sending of inappropriate, offensive, obscene messages, as well as chain messages or pyramid schemes, is strictly prohibited.

**Bionovis** also reserves the right to collect its corporate equipment at any time for verification purposes.

To reinforce information and data security, all work-related files and materials must be saved on **Bionovis**'s designated servers, avoiding storage on computers, tablets, smartphones, mobile phones, or any other corporate devices.



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## FOREIGN TRADE

**Bionovis** maintains management processes designed to minimize risks in its foreign trade operations and to demonstrate its commitment to customs compliance and logistics chain security requirements. Accordingly, **Bionovis** demonstrates its ability to properly manage risks related to physical cargo security, as well as tax and customs compliance, and reaffirms its commitment to strengthening international logistics by meeting stringent requirements applicable to the logistics chain, as noncompliance may adversely affect its operations.

Reliability in international trade is also demonstrated through the support and advisory services of specialized customs brokers, as well as through the establishment of best practices aligned with the Authorized Economic Operator (AEO) certification, granted by the Brazilian Federal Revenue Service to logistics chain operators that meet the security, compliance, and reliability criteria established under the AEO Program, as regulated by Brazilian Federal Revenue Instruction No. 1.985/2020.

In compliance with all provisions, **Bionovis** encourages and guides its employees to follow AEO best practices and adopt the following measures:

- ◆ Report any potential and/or actual incidents and/or noncompliant acts involving customs security and the national or international logistics chain;
- ◆ Avoid unauthorized access to data in systems and refrain from improperly altering any information;
- ◆ Do not access cargo handling and storage areas without proper authorization;
- ◆ Participate in and enforce security-related training provided by **Bionovis**;
- ◆ Ensure the integrity and security of materials;

- ◆ Comply with **Bionovis**'s internal flow procedures for materials and goods;
- ◆ Act in good faith and with ethics in all matters related to these activities;
- ◆ Conduct inventory analyses, supporting replenishment planning without unnecessary excesses and ensuring the reliability of procurement in line with the production plan;
- ◆ Refrain from providing differentiated and/or personalized treatment to suppliers, thereby ensuring impartiality in the acquisition of raw materials and consumable products.



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## INTELLECTUAL PROPERTY AND CONFIDENTIALITY

**Bionovis** believes that its employees, suppliers, representatives, third parties, clients, and partners are committed to acting in the best possible manner to ensure that **Bionovis** is a market reference. Accordingly, it is essential that **Bionovis**'s intellectual property be respected.

Intellectual property is understood as the application of the knowledge of **Bionovis**'s employees and partners that adds value to the company, including patents, trademarks, formulas, procedures, processes, know-how, technical information, and other confidential information which, if disclosed to unauthorized companies or individuals, could benefit competitors and potentially violate the General Data Protection Law (LGPD).

**Bionovis**'s intellectual property also includes all processes, activities, materials, campaigns, budgets, projects, designs, reports, spreadsheets, PowerPoint presentations, logos and trademarks, images, videos, opinions, responses, and similar materials developed by employees in the performance of their duties. In the event of termination of employment, notice period, or dismissal, employees may not remove or retain any confidential information belonging to **Bionovis**. Unauthorized sharing is expressly prohibited and may result in legal liability.

Therefore, it is prohibited to copy, transmit, or distribute any information accessed in the course of professional activities, or to use internal materials and content for personal purposes.

Before disclosing any information about **Bionovis** procedures, processes, formulas, or products, employees must consult their immediate management. Information should only be disclosed when it is strictly necessary for the recipient to perform a specific activity, whether the recipient is an employee, representative, partner, supplier, or third party.

Areas that, due to the nature of their activities, have an occasional need to share strategic and/or confidential information, including but not limited to Research and Development (R&D), Business Development (BD), Innovation, Intellectual Property, and Communications, must formalize

confidentiality agreements with their partners prior to sharing such information. These agreements must be executed with the guidance of the Legal Department and the Procurement Department, whenever necessary.



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## 14. POLITICAL AND RELIGIOUS ACTIVITIES

**Bionovis** respects the political and religious activities practiced by its employees, subject to the following restrictions:

- ◆ The image of **Bionovis** or any of its products must not be used for political campaigning or religious advocacy;
- ◆ An employee's position at **Bionovis** must not be used to support any political candidate, political party, or religious institution;
- ◆ Political and religious activities must not be carried out on **Bionovis**' premises and/or on its behalf, such as distributing campaign or religious materials, nor in any manner that could constitute coercion or a violation of the freedom to practice or not practice any religion;
- ◆ The exercise of political and religious activities must not result in favoritism or negatively affect the employee's performance;
- ◆ Any employee who is affiliated with or intends to affiliate with any national or international political party must notify their immediate manager and the Compliance Department in advance and update their conflict of interest statement whenever necessary;
- ◆ Any employee who makes or intends to make political donations, whether national or international, on a recurring basis must notify their immediate manager and the Compliance Department in advance;
- ◆ **Bionovis** respects all political and religious activities; however, it has no obligation or commitment to publicly declare any type of vote or support. Employees are free to declare their vote or support, provided that such declarations are not associated with the name, image, or brand of **Bionovis**.



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## SOCIAL MEDIA

**Bionovis** recognizes the importance of social media as a means of social interaction. Accordingly, employees are expected to conduct themselves in accordance with the company's values, both in the real world and in the digital environment.

Sharing information on social media is part of everyday life, but caution must be exercised with regard to what is published. One example includes information about products presented at conventions and internal meetings that have not yet been officially launched to the market. As such information is confidential, it must not be disclosed or shared online or through social media with external audiences. For products that have already been officially launched, employees are encouraged to share only content that has been published through **Bionovis**'s official communication channels, such as the corporate website and official social media pages. In addition, it is important to note that all communication related to pharmaceutical products must strictly comply with applicable federal legislation governing the promotion and advertising of medicines, in particular Federal Law No. 9,294/1996 and Decree No. 2,018/1996. It is also important to observe that ANVISA Resolution RDC No. 96/2008, which previously regulated advertising, had its enforcement suspended by the Superior Court of Justice (STJ) in August 2024, on the grounds that it exceeded the agency's regulatory authority.

Although RDC No. 96/2008 is currently unenforceable, the regulatory environment remains uncertain, as the Federal Supreme Court (STF) has called for a debate on the constitutionality of ANVISA regulations. For this reason, **Bionovis** reinforces the need to uphold principles of responsibility, ethics, and transparency in communications related to medicines, ensuring that content officially published through **Bionovis**'s channels does not:

- ◆ Constitute promotion or encouragement of the use of medicines outside the applicable regulatory framework;

- ◆ Contain unapproved therapeutic claims;
- ◆ Disclose technical information aimed at the lay audiences;
- ◆ Make inappropriate comparisons between products or competitors;

Compliance with these rules is essential to ensure adherence to federal legislation and to protect the company's credibility, reinforcing our commitment to ethics, patient safety, and transparency in communications. In addition, the use of social media must not interfere with the performance of professional duties.

As employees are responsible for the content published on their own or third-party social media profiles, it is important to observe the following guidelines:

- ◆ Do not publish content or express derogatory opinions or negative judgments about **Bionovis**, other employees, partners, clients, patients, or competitors, as noncompliance may result in disciplinary measures;
- ◆ Publish content only at the request, recommendation, and guidance of the Communication and Marketing team and with the approval of immediate management;
- ◆ Do not disclose information that is not in the public domain, i.e., information that has not yet been officially released by **Bionovis** through the media;
- ◆ Do not share or repost content or comments that defame **Bionovis's** image;
- ◆ Do not share images of medication packaging and/or engage in promotional activities related to such packaging;
- ◆ Do not create online personal identities using **Bionovis's** brands, images, products, or professional names other than your own.



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## CONFIDENTIALITY OF INFORMATION

**Bionovis** holds highly important information that is essential to the continuity of its business and that, if improperly disclosed, could result in financial, reputational, and image-related harm to the Company, its partners, and, consequently, its employees.

Therefore, it is essential to ensure the confidentiality of internal information and not to disclose it without the prior knowledge and authorization of immediate management, assessing potential compliance risks in coordination with the Compliance, Privacy, and Information Security areas, even if such information is not explicitly marked as confidential. Only individuals designated by **Bionovis** are authorized to speak on its behalf.

**Bionovis** considers the following to be confidential information, among others (including, but not limited to):

- ◆ Supplier data, procurement information, and commercial terms and conditions;
- ◆ Engagement and termination of contracts with representatives;
- ◆ Client information, including sales figures, margins, discounts, client reports, price lists, and statistical and commercial data;
- ◆ Personal and sensitive patient registration data, including that of their legal representatives, as well as adverse events resulting from the use of **Bionovis** products;
- ◆ Business expansion strategies or expansion plans;
- ◆ Salaries, benefits, allowances, bonuses, commissions, and any other forms of compensation;
- ◆ Hiring or termination of employees;

- ◆ Software, management reports, and documents in general;
- ◆ Organizational culture and operational technology;
- ◆ Contracts or strategic plans;
- ◆ Confidentiality, Quality, Pharmacovigilance, and other similar agreements;
- ◆ Legal proceedings and lawsuits;
- ◆ Technical or product development;
- ◆ Intellectual property;
- ◆ **Bionovis**'s trade secrets;
- ◆ Whistleblower reports, including internal investigation reports.

All confidential information above that is created or revised by employees during the period of employment, including projects, documents, tools, solutions, and similar materials, is the exclusive property of **Bionovis**. No one should disclose confidential information for personal benefit or for the benefit of third parties.

The following practices are essential to maintaining confidentiality:

- ◆ Keep access credentials (email accounts, systems, and electronic devices) confidential;
- ◆ Sharing or lending system credentials (usernames and passwords) is strictly prohibited;
- ◆ Do not disclose information that may affect **Bionovis**' image and business results without prior authorization from immediate management;
- ◆ Strategic and confidential information about **Bionovis** must not be shared with employees, representatives, partners, or third parties who do not require such information to perform their duties;
- ◆ Exercise discretion when discussing **Bionovis**-related matters in public places, especially when such matters involve confidential information. Assess whether the location and timing are appropriate;
- ◆ Always report any irregularities, violations, deviations, or information security incidents you are aware of to the Whistleblower Channel;
- ◆ Maintain the confidentiality of information accessed in the course of professional activity at **Bionovis**. This obligation remains in effect even after termination of employment or the conclusion of commercial or contractual agreements;
- ◆ Professional and corporate communication must be conducted through **Bionovis**'s official tools and channels, and all information must be properly traceable and stored;
- ◆ Documents and files must be properly disposed of before being deleted or discarded.

Areas that, due to their activities, have an occasional need to share strategic and/or confidential information, as well as personal data, including but not limited to Research and Development (R&D), Business Development (BD), Innovation, Communication and Marketing, Human Resources, Pharmacovigilance, among others, must formalize confidentiality agreements with their partners prior to sharing any information. Such agreements must be executed with the guidance of the Legal Department.

**Bionovis** requires its employees, representatives, partners, suppliers, and third parties to be committed to the confidentiality of information and the protection of privacy, in particular compliance with applicable personal data protection laws, whether national or international, including the General Data Protection Law (LGPD). Failure to comply may result in disciplinary measures and legal liability.

All employees joining **Bionovis** are required to sign a confidentiality agreement.



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## PRIVACY AND PERSONAL DATA PROTECTION



### 17.1. Privacy and Protection

**Bionovis** is committed to protecting all personal data under its responsibility, including information relating to its employees, suppliers, third parties, patients, customers, and partners. To this end, **Bionovis** is committed to complying with the obligations set forth in applicable data protection legislation, including Brazilian Federal Law No. 13.709/2018 (the “General Data Protection Law,” or “LGPD”).

**Bionovis** maintains an Comitê Interno de Proteção de Dados e Privacidade [Internal Data Protection and Privacy Committee] (CPDP). The committee is responsible for promoting data protection and privacy, supporting senior management, acting as a tactical interface with information Security, Compliance, and Privacy processes, and contributing actions and measures to ensure compliance with the provisions of the General Data Protection Law (LGPD – Law 13.709/2018).

The Committee reports to the Administrative and Financial Directorate and is composed by a multidisciplinary team from various areas, in accordance with its own internal charter.

All **Bionovis** employees, representatives, consultants, third parties, suppliers, and partners have a duty to ensure the protection of any personal data accessed in the course of their professional activities at **Bionovis**, in compliance with the policies, standards, and procedures that govern the processing of personal data under **Bionovis**’s responsibility.



## 17.2. Required Conduct

The following conduct is required of everyone:

- ◆ Comply with all rules defined by **Bionovis**' policies, standards, and procedures on privacy and personal data protection;
- ◆ Participate in training sessions and other awareness initiatives related to the processing of personal data;
- ◆ Provide appropriate support to the Compliance, Privacy, and Data Protection Officer for the performance of activities and actions necessary to comply with applicable privacy and data protection laws, including, but not limited to, providing information required to respond to requests from data subjects and/or competent authorities;
- ◆ Ensure compliance with the General Information Security, Integrity, and Personal Data Protection Policies;
- ◆ Notify the Compliance, Privacy, Information Security areas, and **Bionovis**'s Data Protection Officer in the event of a suspected or confirmed incident, including accidental or unlawful situations involving unauthorized access, destruction, loss, alteration, disclosure, or any other form of processing of personal data that is not in compliance with applicable legislation and/or **Bionovis**'s policies, procedures, and internal standards on privacy and data protection. Any communications should be addressed to: **dpo@bionovis.com.br**;
- ◆ Cooperate with internal and external audits that assess **Bionovis**'s level of maturity in relation to applicable privacy and data protection legislation.



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## ETHICS AND INTEGRITY

# MANAGEMENT AT BIONOVIS

More than just establishing guidelines for ethical culture and behavior, **Bionovis** recognizes the importance of maintaining and reinforcing ethics and integrity in the corporate environment through the following instruments.

### 18.1. Compliance Department

Responsibility for the management of ethics and integrity at **Bionovis** lies with the Compliance Department, in coordination with the Ethics Committee, the Chief Executive Officer, and the other Directors.

The Compliance Department serves as **Bionovis**'s second line of defense, working together with the first line of defense, which consists of employees, managers, and leaders, in the prevention of fraud, bribery, corruption, inappropriate behavior, and data privacy incidents. When necessary, the Compliance Department has direct access to the Chief Executive Officer. Its main responsibilities are:

- ◆ Reviewing situations not covered by this Code or in the applicable Policies to determine the appropriate course of action;
- ◆ Clarifying questions about this Code of Ethics and Conduct and providing guidance on how to act in the face of potential ethical dilemmas;
- ◆ Analyzing situations of non-compliance with this Code and the applicable policies to recommend actions to be taken;
- ◆ Managing the Integrity Program;

- ◆ Managing Compliance, Regulatory, and Integrity risk;
- ◆ Managing the Whistleblower Channel and coordinating corporate investigations with full professionalism, discretion, and confidentiality;
- ◆ Directing reported incidents and complaints, including those received externally when necessary, for review and investigation;
- ◆ Reporting completed investigations to the Ethics Committee for review and decision-making;
- ◆ Reporting Compliance statistics;
- ◆ Periodically reviewing the Compliance Policies and updating them whenever necessary;
- ◆ Periodically reviewing this Code and updating it whenever necessary.

## 18.2. Ethics Committee

The Ethics Committee is the body responsible for reviewing and deciding on the disciplinary measures to be applied to those responsible for irregularities, violations, or misconduct, as identified and confirmed by the Compliance Department.

The Ethics Committee operates under a specific charter that defines its own roles and responsibilities.

## 18.3. Whistleblower Channel

The Whistleblower Channel must always be used in good faith to report irregularities, violations, and breaches of this Code, its Policies, and applicable national or foreign Anti-Corruption Laws, as well as any unethical, illegal, or unlawful conduct, through the following addresses.



**Phone:**

0800-810-8031



**Email:**

bionovis@denuncias.contatoseguro.com.br



**Website:**

[www.contatoseguro.com.br/bionovis](http://www.contatoseguro.com.br/bionovis)



**App:**

*Contato Seguro* (Secure Contact)  
IOS and Android

These channels may also be used to report suspicious activities that jeopardize the security of the logistics chain or customs compliance.

The Whistleblower Channel can be used in an identified or anonymous way to submit a complaint in good faith and never with the sole intention of unfairly, immorally or disloyally harming the reported individual or company.

Everyone is guaranteed the full right to due process, to be heard, and to present their side of the story, and must provide evidence or supporting materials (such as conversations, documents, photos, videos, etc.) substantiate and support the information reported.

The channels are open to all audiences, whether or not they maintain any type of interaction, contact, or relationship with **Bionovis**, and it is essential that they be used properly, with consistent and truthful reports.

Confidentiality, privacy, protection, and non-retaliation are guaranteed to whistleblowers acting in good faith when using any of the Whistleblower Channel contact options.

All reports made through the Whistleblower Channel will be rigorously investigated by the Compliance Department or by a contracted specialized firm. The conclusions will be submitted to the Chief Executive Officer and the Ethics Committee for review and decision regarding the disciplinary measures to be applied to the individual responsible for the misconduct, in accordance with the severity, occurrence, and recurrence of the confirmed act.

The reporting party must monitor their report and respond, when requested, to requests for additional information. Failure to do so may compromise the progress of the investigation.



## 18.4. No retaliation

**Bionovis** will not tolerate any form of retaliation against any person or company that has made a report in good faith about irregularities, violations, and misconduct, and those responsible for retaliation are subject to disciplinary measures.



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## VIOLATIONS OF THE CODE

Violations of this Code must be reported and recorded in the Whistleblower Channel so that the internal investigation process may be initiated.

Everyone, including members of Senior Management, is subject to appropriate disciplinary and contractual measures, in accordance with the severity and occurrence of the irregularity, violation, or misconduct identified. In cases of recurrence, disciplinary measures may be escalated to a higher level.

Everyone has a duty to immediately report any violation of this Code, **Bionovis**'s policies, and applicable national or foreign Anti-Corruption Laws. Failure to report potential violations will also be considered non-compliance and, therefore, subject to the applicable disciplinary measures.



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## FINAL CONSIDERATIONS

Everyone is responsible for safeguarding **Bionovis**'s ethics, integrity, image, and reputation. Therefore, it is the responsibility of all individuals to be familiar with and apply the guidelines set forth in this Code, as well as applicable policies, laws, and other internal normative documents, in order to ensure an environment and relationships grounded in high standards of ethical conduct and **Bionovis**'s values.

Managers and leaders play a fundamental role in **Bionovis**' Ethics Management and are considered an important channel of communication for guiding and clarifying questions from employees, third parties, representatives, partners, suppliers, among others.



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## POINTS FOR REFLECTION

When in doubt about an action or decision, take a moment to reflect and answer the following questions:

- ◆ Does this action bother me or make me feel uncomfortable?
- ◆ Is it in line with **Bionovis'** values?
- ◆ Is it in line with **Bionovis'** Code of Ethics and Conduct?
- ◆ Is it in line with **Bionovis'** policies, standards, and procedures?
- ◆ Could this action impact **Bionovis's** reputation or result in noncompliance with the Anti-Corruption Law?
- ◆ Could this action harm other people?
- ◆ Is this something I would proudly share with my family about?
- ◆ Is it something that could keep me awake at night?
- ◆ Would I want to receive this kind of treatment? If the Company were mine, would I want my employee to behave this way?
- ◆ If I were to talk about this action, practice, or activity, would people in my personal circle (family, community, etc.) consider it acceptable?

If, after considering these questions, there are still doubts, consult your immediate management or the Compliance Department.

## 22. Approval

This **Code of Ethics and Conduct** is approved by the President/CEO whenever it is updated.

### Version history:

- Initial version dated August 8, 2019;
- Version 01 dated February 28, 2022;
- Version 02 dated November 22, 2023;
- Version 03 dated October 3, 2025.

## 23. Acknowledgment and Commitment Form (Employees)

Full name: \_\_\_\_\_

Registration number: \_\_\_\_\_

Area: \_\_\_\_\_

I declare that I have received a copy of the **Bionovis** Code of Ethics and Conduct on this date and am aware of its entire content, committing myself to accept and practice all the guidelines, and other policies applicable to it.

I undertake to comply with it in full, under penalty of being subject to the applicable disciplinary measures, including termination of my employment contract for cause, in accordance with current labor legislation.

( ) Aware and in agreement.

Signature: \_\_\_\_\_

Date: \_\_\_\_ / \_\_\_\_ / \_\_\_\_\_

## 24. Statement of Knowledge and Commitment (Third Parties)

Full name: \_\_\_\_\_

Registration number: \_\_\_\_\_

Area: \_\_\_\_\_

I declare that I have received a copy of the **Bionovis** Code of Ethics and Conduct on this date and am aware of its entire content, committing myself to accept and practice the guidelines and other policies applicable to it.

I undertake to comply with it in full, under penalty of being subject to the applicable disciplinary measures, contract termination measures, and current legislation.

( ) Aware and in agreement.

Signature: \_\_\_\_\_

Date: \_\_\_\_ / \_\_\_\_ / \_\_\_\_\_





# *bionovis*

BIOTECNOLOGIA FARMACÊUTICA