

Code of Conduct of Fundação Faculdade de Medicina

2023

SUMMARY

| | |
|---------------------------------------------------|----|
| Introduction, Purpose and Scope..... | 3 |
| Chapter I – Mission, Vision and Principles..... | 4 |
| Chapter II - Governance..... | 5 |
| Chapter III – Human Rights and Labor..... | 7 |
| Chapter IV – Environment and Climate..... | 8 |
| Chapter V – Supply Chain..... | 8 |
| Chapter VI – Competition and Anti-Corruption..... | 9 |
| Chapter VII – Government Relations..... | 10 |
| Chapter VIII – Social Responsibility..... | 10 |
| Chapter IX – Implementation and Monitoring..... | 12 |
| Chapter X – Final Considerations..... | 13 |

Introduction

Established in 1986, the Fundação Faculdade de Medicina (FFM) is a private, non-profit organization that promotes education, research, assistance, and health innovation by supporting the activities of the Faculdade de Medicina de São Paulo (FMUSP) and the Hospital das Clínicas da Faculdade de Medicina de São Paulo (HCFMUSP).

Recognized for its significant philanthropic legacy, FFM contributes to enhancing the administrative and financial management of these units, bringing greater agility, efficiency, and effectiveness to academic and healthcare initiatives in the field of health.

FFM develops, supports, manages, and maintains hundreds of Comprehensive Health Care, Institutional, Research, Innovation, Clinical Studies, and Health Policy Projects through agreements with public and private institutions, both national and international, by contracting researchers and professionals directly involved in research, as well as by acquiring materials and equipment.

Code of Conduct Objective

This Code of Conduct aims to establish the ethical and behavioral guidelines that must be observed by all employees and partners of the Fundação Faculdade de Medicina in their professional activities and relationships.

This norm complies with the provisions set forth in Article 53 of the Internal Regulations of the Foundation of the School of Medicine and is part of the set of ethical and conduct norms already existing within FMUSP and the HCFMUSP community, to which the Foundation's employees are already committed.

Without prejudice to specifically listing the conduct norms existing in the Academic Health System FMUSP-HC, but in an exemplary and pedagogical manner, we highlight some of these norms: FFM's Anti-Bribery and Anti-Corruption Policy, FFM's Financial Conflicts of Interest Policy, FFM's Human Rights and Labor Respect Policy, FFM's Information Security Policy, and the Code of Ethics of the Community of Faculdade de Medicina da Universidade de São Paulo.

Scope

This Code must be observed by all counselors, administrators, directors, committee members, employees, interns, young apprentices, service providers of any nature, suppliers of goods and/or services, business partners, and third parties who have a relationship with the Fundação Faculdade de Medicina.

The employee must read and fully understand the content of this Code of Conduct, committing to comply with its provisions through electronic registration provided by the Foundation.

CHAPTER I – MISSION, VISION, VALUES AND PRINCIPLES

Article 1. The Fundação Faculdade de Medicina ("FFM" or "Fundação") aims to act for the benefit of society as a whole through the provision and development of activities focused on comprehensive health care, research, and innovation at FMUSP and HCFMUSP.

Art. 2º Its vision is to contribute to the improvement of the institutional management of FMUSP and HCFMUSP, bringing greater agility, efficiency, and credibility to academic and healthcare initiatives in the field of health.

Art. 3º Transparency, integrity, and austerity in governance are the foundations of FFM.

Commitment to Ethics and Social Responsibility

Article 4. The FFM's principles are ethics, transparency, and social responsibility in all its activities. It commits to act in accordance with the highest standards of integrity and to promote the well-being of people and society in general.

Commitment to Integrity and Transparency

Article 5. FFM commits to acting with integrity and transparency in all its activities. Employees and partners must conduct themselves with honesty, ethics, and fairness, avoiding any behavior that could negatively affect the Foundation's reputation.

Respect of Human Rights and Labor Rights

Article 6. FFM respects human and labor rights as established in Brazilian legislation and international treaties to which the country is a signatory. FFM does not accept any form of discrimination or harassment, nor the use of child labor or conditions akin to slavery in our activities or supply chain.

Promotion of Diversity and Inclusion

Article 7. FFM values diversity and inclusion in its activities and relationships. It recognizes that diversity of experiences, skills, and perspectives contributes to excellence in our work and makes us stronger as an organization.

Protection of Climate and Environment

Article 8. FFM is committed to acting responsibly towards the environment and climate. It seeks to reduce the environmental impact of our activities and promote sustainable practices throughout our supply chain.

Sustainable Practices in the Supply Chain

Article 9. FFM establishes policies to ensure that its suppliers act sustainably throughout the supply chain. It expects the partners to adhere to the same ethical standards and social responsibility as it does.

Commitment to Fair Competition and Corruption Prevention

Article 10. FFM is committed to acting fairly and ethically in its business activities. It prohibits unethical or illegal practices of competition and takes measures to prevent and combat corruption in all its forms.

CHAPTER II - GOVERNANCE

Corporate Governance Structure

Article 11. FFM adopts a corporate governance structure that promotes transparency, accountability, and effective decision-making. Management responsibilities are defined and separated from the responsibilities of other stakeholders. FFM also adopts risk management and internal control practices to ensure process security and efficiency.

Role and Responsibilities of the Compliance Officer

Article 12. The Compliance Officer is responsible for promoting a culture of ethics and integrity within the organization. It defines compliance policies and procedures and ensures that FFM activities comply with applicable laws and regulations. The Compliance Office is also responsible for monitoring and reporting violations of the Code of Conduct and taking necessary actions to correct deficiencies.

Whistleblower Channel, Information and Customer Service (SIA) and Non-Retaliation Policy

Article 13. FFM adopts a whistleblower channel so that employees, partners, and other stakeholders can report violations or suspicions of Code of Conduct violations. The whistleblower channel is managed by the Compliance Office and ensures confidentiality and protection against retaliation for whistleblowers. FFM investigates all reports received and takes necessary actions to correct identified deficiencies. The SIA ombudsman channel is tasked with receiving complaints, inquiries, suggestions, and compliments from both employees and the general public.

Respect of Privacy and Personal Data Protection

Article 14. FFM adopts personal data protection practices in compliance with applicable laws and regulations. Personal data of employees, partners, and other stakeholders are collected, stored, and processed appropriately and securely, ensuring data confidentiality and integrity.

Responsible Technology-Related Risk Management

Article 15. FFM adopts technology-related risk management practices to ensure the security and integrity of its information systems and data. Information security policies and procedures are defined and implemented in compliance with market best practices.

Ethical and Responsible Management of Financial Resources

Article 16. FFM adopts ethical and responsible financial management practices, ensuring transparency and integrity of its financial processes. FFM's financial activities are carried out in compliance with applicable laws and regulations and are supervised by qualified and experienced professionals.

Accountability and Responsibility for Results

Article 17. FFM commits to being accountable for results achieved and for the use of financial and material resources. Financial and performance reports are prepared transparently and accurately and are disclosed to all stakeholders. FFM also adopts risk management practices to identify and mitigate risks associated with its activities.

CHAPTER III – HUMAN RIGHTS AND LABOR

Prohibition of Discrimination and Harassment

Article 18. FFM is committed to respecting human dignity and does not tolerate any form of discrimination or harassment. It recognizes that all individuals have the right to work in an environment free from discrimination and harassment based on race, color, gender, sexual orientation, religion, nationality, disability, or any other protected characteristic.

Guarantee of Freedom of Association and Collective Bargaining

Article 19. FFM recognizes the right of workers to associate freely, form unions, and engage in collective bargaining, in accordance with applicable laws and regulations. FFM does not interfere with the exercise of these rights and does not discriminate or retaliate against workers who exercise them in good faith. It maintains constructive and transparent dialogue with unions and worker representatives, seeking peaceful conflict resolution and continuous improvement of labor relations.

Protection of Health and Safety

Article 20. FFM is committed to protecting the health and safety of all its employees, as well as its service providers and visitors. It adopts preventive and corrective measures to minimize occupational risks and promote a healthy and safe working environment. FFM provides adequate training and personal protective equipment, as well as health and well-being programs, aiming to prevent accidents and occupational diseases.

Combating Child Labor and Forced Labor

Article 21. FFM is committed to eradicating child labor and forced labor in all its forms. It does not use child labor or forced labor in its activities and expects the same from its suppliers and business partners. FFM respects applicable laws and regulations and implements due diligence

measures to identify and prevent child labor and forced labor within its supply chain. It collaborates with government authorities, civil society organizations, and other stakeholders to promote public policies and business practices that respect human and labor rights.

CHAPTER IV – ENVIRONMENT AND CLIMATE

Sustainable Practices in Waste and Emission Management

Article 22. FFM commits to adopting sustainable practices in waste and greenhouse gas emissions management to minimize the environmental impact of its activities. To achieve this, FFM promotes measures such as reducing natural resource consumption, reusing and recycling materials, and proper waste disposal, in compliance with applicable laws and standards.

Efficient use of natural resources and energy

Article 23. FFM recognizes the importance of efficiently using natural resources and energy in its operations to reduce consumption and minimize environmental impact and greenhouse gas emissions. To achieve this, measures will be implemented, such as using more efficient technologies, reducing waste, and using renewable energy sources whenever feasible.

Adoption of Clean and Low-Carbon Technologies

Article 24. FFM commits to adopting clean and low-carbon emission technologies in its operations to reduce greenhouse gas emissions and minimize environmental impact. Technologies such as renewable energy, sustainable transportation, waste and emission management, among others, will be considered.

CHAPTER V – SUPPLY CHAIN

Supplier Selection and Evaluation Policy

Article 25. FFM is committed to adopting a supplier selection and evaluation policy that includes social and environmental responsibility criteria, in addition to assessing aspects such as quality, cost, and delivery time. Preference will be given to suppliers who meet the policy requirements and share FFM's values and principles.

Ethical Relationship with Customers and Suppliers

Article 26. FFM is committed to maintaining an ethical and transparent relationship with its customers and suppliers, respecting the rights and interests of both parties. Measures such as clear disclosure of information about products and services, offering fair and competitive prices, and ensuring quality and safety will be adopted.

Commitment to Social and Environmental Responsibility of Suppliers

Article 27. FFM encourages its suppliers to adopt social and environmental responsibility practices through dialogue and guidance. Criteria such as respect for human and labor rights, adoption of sustainable practices in the supply chain, and assurance of product and service quality and safety will be considered.

Monitoring and Audit of the Supply Chain

Article 28. FFM monitors and audits the supply chain, to ensure the compliance with social and environmental responsibility requirements by the Institution and its suppliers. Regular assessments are conducted, including visits to suppliers, compliance audits and risk analysis when necessary.

CHAPTER VI – COMPETITION AND ANTI-CORRUPTION

Commitment to Fair Competition and Free Enterprise

Article 29. FFM reaffirms its commitment to fair competition and free enterprise, acting transparently, ethically, and legally in the market it operates in. The Institution always seeks to offer quality and innovative products and services to its customers and partners, without resorting to unethical or illegal competitive practices.

Prohibition of Unethical or Illegal Competitive Practices

Article 30. FFM prohibits any unethical or illegal competitive practice, such as collusion, price manipulation, market division, boycott, or any other conduct that may harm free competition. The Institution safeguards the integrity of the market it operates in and always strives to act ethically and transparently in all its business relationships.

Anti-Bribery and Anti-Corruption Policy

Article 31. FFM adopts an anti-corruption prevention policy aimed at curbing any form of corruption in its activities. The Institution commits to acting with transparency and ethics in all its relationships, avoiding active or passive corruption practices, bribery, fraud, money laundering, and other illicit conduct. To achieve this, FFM maintains effective internal procedures and controls, such as risk assessment, implementation of compliance policies, and employee training.

CHAPTER VII – GOVERNMENT RELATIONS

Commitment to Ethics and Transparency in Government Relations

Article 32. FFM is committed to acting with ethics and transparency in its relationships with the Government, at all levels and spheres. FFM always strives to act legally and respect governmental laws and regulations, maintaining a relationship based on trust, dialogue, and mutual respect.

Respect for Government Laws and Regulations

Article 33. FFM respects and complies with applicable governmental laws and regulations in all its activities. The Institution acts ethically and transparently in its relationships with public authorities, maintaining a relationship based on compliance with legal obligations and respect for the principles of legality and morality.

CHAPTER VIII – SOCIAL RESPONSIBILITY

Commitment to Improving Society and the Environment

Article 35. FFM is committed to improving society and the environment, aiming to promote a fairer and more sustainable world for all. To achieve this, FFM supports social and sustainable projects aligned with its values and principles.

Support for Social and Sustainable Projects

Article 36. FFM believes that social responsibility is a fundamental part of its commitment to society. Therefore, FFM supports social and sustainable projects that have a positive impact on the

community, with special attention to those focused on education, health, environmental protection, and economic development.

Dialogue with Stakeholders and Local Communities

Article 37. FFM maintains an open and transparent dialogue with all stakeholders and local communities. FFM believes that active engagement of all stakeholders is essential for the success of its projects and initiatives. FFM is committed to listening to and addressing the needs and concerns of the communities in which it operates.

Commitment to Product or Service Quality

Article 38. FFM is committed to providing high-quality products and services that meet the needs and expectations of FMUSP, HCFMUSP, and other stakeholders. FFM seeks excellence in all areas of its operations and strives to provide effective and efficient solutions that promote the well-being of society and the environment.

CHAPTER IX – IMPLEMENTATION AND MONITORING

Employee Training and Development

Article 39. FFM recognizes the importance of training and development for employees for the successful implementation of the Code of Conduct. All employees are encouraged to participate in training programs relevant to their roles, including specific training related to ethics and compliance matters.

Communication and Dissemination of the Code of Conduct

Article 40. FFM is committed to communicating and disseminating the Code of Conduct to all employees, suppliers, and other relevant stakeholders. The Code of Conduct is publicly available on the FFM's website and provided to all employees during their onboarding process. Additionally, FFM conducts regular awareness campaigns to ensure that all employees are aware of the Code of Conduct and its importance.

Permanent Disciplinary Investigation Committee

Article 41. In order to ensure impartiality and transparency in investigations involving disciplinary violations and the present Code, they may be investigated by the Permanent Disciplinary Investigation Committee of the Fundação Faculdade de Medicina, which will include representatives from the Compliance Office, Legal Department, and People Management of FFM.

Continuous Evaluation and Monitoring of Practices and Policies

Article 42. FFM conducts regular assessments to ensure that all policies and practices related to the Code of Conduct are being effectively implemented. The Compliance Office is responsible for continuously assessing compliance with the Code of Conduct and identifying areas in need of improvement. Feedback from employees, suppliers, and other stakeholders is encouraged and taken into consideration during this process.

CHAPTER X – FINAL CONSIDERATIONS

Reaffirmation of Commitment to Values and Principles

Article 43. FFM reaffirms its commitment to the values and principles established in this Code of Conduct. It believes that integrity, transparency, respect for human and labor rights, promotion of diversity and inclusion, environmental and climate protection, fair competition, corruption prevention, among others, are fundamental to building an ethical and sustainable corporate environment. FFM commits to uphold these values and principles in both internal operations and external relationships with employees, customers, suppliers, and local communities.

Acknowledgment of the Importance of the Code of Conduct

Article 44. This Code of Conduct is of fundamental importance to FFM as it guides ethical and responsible conduct. FFM recognizes that inappropriate behavior that disrespects the principles established here can negatively affect its image and reputation. Therefore, all employees, partners, and suppliers are encouraged to read and adhere to this Code.

Invitation to Collaboration from all Stakeholders in its Implementation and Improvement

Article 45. FFM acknowledges that the implementation and improvement of this Code of Conduct are not tasks exclusive to the Board or the Compliance Office, but rather tasks for all employees, suppliers, customers, and other stakeholders (institutions or individuals impacted by FFM's actions). FFM believes that collaboration from all parties is essential for the dissemination and realization of the values and principles established here. Therefore, everyone is invited to participate in building an increasingly ethical, transparent, and responsible participatory environment.