

**CODUL DE ETICA SI CONDUITA PROFESIONALA DIAMEDIX GRUP**

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**CARE ESTE SCOPUL “CODULUI DE ETICA SI CONDUITA PROFESIONALA”**

Codul de etica si conduita profesionala al companiei Diamedix, denumit in cele ce urmeaza “Codul”, prezinta instructiunile si informatiile privind aspectele cheie ale activitatilor noastre si subliniaza responsabilitatile noastre individuale – pe care toti trebuie sa le indeplinim. Toti angajatii si persoanele care reprezinta si/sau actioneaza in numele companiei noastre trebuie sa aplice si respecte prevederile codului si politicile companiei, indiferent de locatia sau natura activitatii. Este critic sa ne familiarizam cu Codul si politicile Diamedix si sa le aplicam in toate actiunile noastre.

Ingaduirea practicilor care ne-ar putea distruge integritatea si reputatia, ne afecteaza dezvoltarea pe termen lung si distruge relatia cu partenerii cu care ne desfasuram activitatea (clienti, producatori, etc).

Uneori este posibil ca angajatii Diamedix sa se confrunte cu situatii incerte in care optiunea etica nu este evidenta. In astfel de momente, aceste norme sunt utile; ele sunt menite sa ne ajute sa actionam cu integritate si sa luam deciziile corecte.

Angajatii care nu reusesc sa se conformeze Codului se pun pe ei, pe colegi si compania la risc. Acest lucru este extrem de serios si ar putea determina actiuni disciplinare care pot conduce pana la concediere.

Aceste norme nu pot prevedea toate situatiile dificile din punct de vedere etic cu care se poate confrunta un angajat Diamedix. Prin urmare, fiecare dintre noi trebuie sa-si asume responsabilitatea pentru faptele sale si sa respecte spiritul acestor norme. Acest Cod este o sursa care va fi utilizata pentru a ne ajuta sa ne ghidam actiunile si ne ofera informatii referitoare despre unde am putea gasi mai multe informatii despre respectivul subiect, sa punem intrebari si/sau sa raportam o problema.

## **CINE ESTE RESPONSABIL PENTRU CONFORMITATE SI ETICA:**

Fiecare angajat este responsabil de conformitatea cu Codul si cadrul procedural Diamedix, in afara tuturor legilor si nimic din ceea ce este cuprins in aceste norme nu trebuie perceput ca o incurajare a incalcarii legilor in vigoare.

Compania acorda incredere faptului ca fiecare dintre noi vom actiona intr-o maniera care nu numai ca se conformeaza misiunii noastre, dar o si sustin.

Daca lucrati cu oameni, se presupune ca veti adopta standardul de conducere al companiei Diamedix si veti fi un model pentru altii. Trebuie sa va asigurati ca persoanele cu care comunicati au primit instructiuni, resurse si au fost pregatiti pentru a avea posibilitatea de a-si desfasura activitatea in conformitate cu politicile Diamedix.

Trebuie sa va asumati responsabilitatea personala pentru crearea unui mediu de incredere, in care persoanele au posibilitatea de a adresa intrebari, de a-si exprima punctul de vedere, de a-si prezenta ingrijorarile si de a raporta incalcarile si de a nu le fi teama ca ar putea suferi in urma acestui fapt.

## **CE SE ASTEAPTA DE LA DVS. PE LINIE DE CONDUITA SI ETICA:**

- trebuie sa respectati si promovati, in toate imprejurarile, imaginea si prestigiul companiei Diamedix
- trebuie sa studiat si sa va conformati politicilor si procedurilor care se aplica functiei dvs
- trebuie sa promovati in activitatea dvs. un spirit de disciplina si corectitudine, sollicitudine, respect si promptitudine in relatiile cu clientii, imprimand acestor relatii un caracter de prioritate si respingand cu fermitate angajarea societatii in actiuni de concurenta neloiala sau care contravin eticii profesionale
- trebuie sa aveti o conduita corespunzatoare in raport cu colegii si conducerea companiei
- trebuie sa respectati standardele de calitate impuse de certificarea pe care compania o detine
- trebuie sa semnati o Declaratie de etica si conformitate pentru a se certifica faptul ca ati citit, inteles si ca va veti conforma Codului de etica si conduita profesionala
- trebuie sa solicitati consiliere si sa fiti instruit in cazul in care nu sunteti sigur de cursul actiunii si sa-i incurajati pe ceilalti sa procedeze la fel
- trebuie, intotdeauna, sa raportati responsabilului de conformitate, managerului sau departamentului de Resurse Umane, orice incalcare posibila sau efectiva a Codului, pe care o cunoasteti

- aveti obligatia de fidelitate si confidentialitate fata de societate in executarea atributiilor de serviciu atat in interiorul cat si in afara companiei, atat in timpul programului de lucru, cat si in afara acestuia

Aceasta obligatie de fidelitate include, dar fara a se limita la acestea, cel putin urmatoarele:

1. obligatia de a aduce la cunostinta companiei orice greseala sau incalcare a oricarei norme aplicabile in companie savarsite de catre propria persoana;
2. obligatia de a aduce la cunostinta societatii orice greseala sau incalcare a oricarei norme aplicabile in companie savarsite de catre colegi sau orice salariat ori tert al companiei;
3. obligatia de a nu lucra cu alte societati concurente cu compania Diamedix, sau sa nu concureze cu compania Diamedix pe oricare din liniile sale de afaceri;
4. obligatia de a nu urmari si de a nu realiza venituri ascunse pentru sine sau pentru altii in timpul programului de lucru si in interiorul companiei;
5. obligatia de a nu favoriza clientii sau/si furnizorii in raporturile comerciale ale companiei cu acestia;
6. obligatia de a pastra informatiile confidentiale si secretele comerciale pe durata angajarii in cadrul companiei;
7. obligatia de a pastra informatiile confidentiale si secretele comerciale dupa incetarea raporturilor de munca cu compania.

#### **PRINCIPIILE CODULUI DE CONDUITA SI ETICA:**

1. Promovarea unei culturi de respect, incredere si integritate la locul de munca
2. Sa actionati cu integritate si grija in ceea ce priveste bunurile Diamedix
3. Sa asigurati integritatea registrelor si inregistrarilor Diamedix
4. Sa protejati informatiile confidentiale ale companiei Diamedix si datele personale si confidentiale ale persoanelor
5. Sa actionati cu integritate in timpul tuturor interactiunilor cu organizatiile si persoanele din afara companiei
6. Sa evitati conflictul de interese

Ce inseamna aceste principii pentru dvs si cum se aplica in activitatea dvs. zilnica:

- 1. Promovarea unei culturi de respect, incredere si integritate la locul de munca**

Un mediu fundamentat pe integritate va asigura un loc de munca de care va puteti bucura si din care puteti sa va mandriti ca faceti parte. Acest lucru implica faptul ca trebuie sa ii tratati pe ceilalti asa cum asteptati sa fiti tratat – onest, cu respect, incredere si integritate.

*a) Antidiscriminarea, egalitatea de sanse si respect pentru diversitate*

Succesul continuu al companiei Diamedix nu ar fi posibil fara angajamentul multora dintre angajatii nostrii dedicati. Diversitatea fortei noastre de munca se reflecta in diversitatea proiectelor noastre. Suntem mandri de acest lucru si consideram ca acesta contribuie in mod direct la capacitatea noastra de a indeplini nevoile variate ale bazei noastre de clienti. Diamedix este angajata in asigurarea unui loc de munca pozitiv, in care fiecare persoana sa aiba oportunitatea de a lucra intr-o atmosfera profesionala, fara discriminari.

Deciziile care implica: recrutarea, dezvoltarea profesionala, promovarea sau incetarea contractelor de munca ale angajatilor trebuie sa se bazeze exclusiv pe rezultat si niciodata pe criterii de: sex, religie, etnie, culoare, varsta, stare civila, orientare sexuala, etc.

Actionarea intr-un mod discriminatoriu:

- Creeaza sentimente de neincredere si lipsa de respect
- Ne impiedica sa atragem si sa pastram cei mai calificati angajati
- Ne afecteaza in mod negativ reputatia formata
- Ne descurajeaza clientii actuali si posibili
- Se poate transforma in actiuni juridice impotriva noastra

Iata ce puteti face:

- ✓ Contribuiti la o atmosfera de lucru bazata pe incredere, deschidere si respect reciproc
- ✓ Vorbiti daca simtiti ca dumneavoastra sau alte persoane sunteti dezavantajati sau, mai rau, discriminati
- ✓ Fiti impartiali si evitati prejudicierea altor persoane.

*b) Un mediu de lucru sigur pentru toti angajatii*

Siguranța, sănătatea și bunăstarea angajaților nostri sunt esențiale pentru noi, așadar acordăm o mare importanță respectării politicilor noastre de siguranță și securitate în munca și a standardelor și reglementărilor legale din cadrul industriei.

Diamedix recunoaște importanța unui mediu de lucru sigur și sănătos în care să lucrați, și ca urmare a acestui principiu, indiferent de rolul dvs. în cadrul organizației, se așteaptă să cunoașteți măsurile de

sanatate si protectie in activitatea dvs. si sa va desfasurati activitatea intr-o maniera care promoveaza si protejeaza siguranta si bunastarea dvs. si a colegilor dvs.

Fie ca va aflati la birou, pe teren, la volan sau la client, respectati intotdeauna politicile si standardele companiei si respectati toate legile relevante privind sanatatea si siguranta dvs.

c) *Un mediu de lucru profesionist si in echipa*

Toti angajatii au dreptul de a lucra intr-un mediu care ii sustine, este profesionist si fara hartuire. Munca in echipa inseamna atat respectarea individualitatii si unicitatii colegilor dvs., cat si neimplicarea in activitati ostile, de intimidare sau de ofensa. Ganditi-va, intotdeauna, la actiunile dvs. si retineti ca uneori este posibil ca cineva sa se simta hartuit chiar daca dvs. stiti ca doar glumeati.

Cadrul nostru procedural interzice orice tip de comportament de hartuire.

Acestea includ:

- **Verbal:** injurii la adresa etniei, religiei, sexului, orientarii sau preferintelor sexuale ale unei persoane, etc; adresarea de amenintari; tipatul si injuratul, adresarea de comentarii indecente, precum si trimiterea de email-uri continand material necorespunzatoare, ofensatoare sau explicite din punct de vedere sexual
- **Fizic:** atingeri sau avansuri sexuale nedorite, retinerea fizica a unei persoane intr-o camera; violenta sau intimidarea la locul de munca
- **Vizual:** autocolante sau fotografii ofensatoare, postere, desene sau semne care prezinta continut necorespunzator sau sexual

De asemenea, trebuia sa nu faceti niciodata declaratii hartuitoare sau discriminatorii sau amenintari cu violenta ori altele asemenea nici prin intermediul retelelor de socializare.

## 2. **Sa actionati cu integritate si grija in ceea ce priveste bunurile Diamedix**

Diamedix va va oferi echipamentele de care aveti nevoie pentru a va desfasura cu success activitatea, si acestea includ, calculatoare sau laptop-uri, telefoane mobile, si in plus in functie de rolul dvs, in cadrul organizatiei, puteti beneficia si de alte bunuri ale companiei, cum ar fi facilitati, alte instrumente de lucru, masina, echipamente si bani. Toate acestea vor fi protejate si utilizate de catre dvs. si veti fi responsabil pentru ele.

Proprietatea companiei (masini, calculatoare si alte echipamente) trebuie pastrata in siguranta si nu poate fi utilizata in alte scopuri decat de lucru.

Raportati cu promptitudine problemele care afecteaza siguranta si securitatea bunurilor noastre, chiar si incidentele minore.

In calitate de angajat, veti avea de asemenea acces la telefoanele companiei, email, internet, fax si calculatoare, dar toate acestea vor fi utilizate numai pentru activitatile companiei. Utilizarea personala incidental a acestor bunuri este permisa, cat timp, nu afecteaza randamentul dvs. sau desfasurarea activitatilor colegilor dvs.

In timp ce computerele si sistemele de informatii ne pot ajuta sa crestem productivitatea si sa facilitam comunicarea intre colegi, utilizarea necorespunzatoare poate conduce la utilizarea ineficienta a resurselor, poate compromite securitatea si ne poate afecta reputatia.

Atunci cand utilizati echipamentele informatice ale companiei, va rugam sa:

- ✓ Nu accesati site-uri necorespunzatoare
- ✓ Nu deschideti atasamentele a unor email-uri suspicioase
- ✓ Nu impartasiti intre dvs. conturi si parole
- ✓ Nu trimiteti email-uri spam sau mesaje cu continut care poate fi considerat hartuitor sau ofensator
- ✓ Nu utilizati excesiv internetul pentru alte scopuri decat lucrul
- ✓ Nu descarcati sau instalati software care incalca politica de securitate a companiei
- ✓ Nu publicati informatii despre companie sau ale clientilor nostrii pe site-uri web, blog-uri sau site-uri de socializare externe
- ✓ Nu va expuneti riscului de a fi victima infractorilor cibernetici care cauta sa castige acces la informatiile confidentiale ale Diamedix. Aveti grija la orice e-mail primit din surse externe necunoscute. Adesea pot parea a fi dintr-o sursa de incredere, dar sunt concepute pentru a va pacali si a va face sa dezvaluiti date importante (phishing) sau sa descarcati programe malware

### **3. Sa asigurati integritatea registrelor si inregistrarilor Diamedix**

Informatiile corecte si raportate la timp sunt esentiale pentru procesul de luare a deciziilor. Toate registrele si inregistrarile Diamedix trebuie sa fie corecte si complete si trebuie sa se conformeze politicilor si procedurilor Diamedix.

Documentele companiei trebuie pastrate intr-o maniera consecventa si de incredere, astfel incat sa poate fi accesate prompt atunci cand este necesar. Aceasta ne permite nu numai sa indeplinim angajamentele noastre interne, ci ne ajuta si sa evitam actiunile juridice, activitatile reglementare fortate si daunele la adresa reputatiei noastre.

Luati urmatoarele masuri pentru a va asigura ca documentele companiei sunt administrate corespunzator:

- Pastrati documentele intr-un mediu sigur si securizat
- DISTRUGETI documentele intr-un mod securizat.

#### 4. Sa protejati informatiile confidentiale ale companiei Diamedix si datele personale si confidentiale ale persoanelor

La fel ca alte societati si organizatii, Diamedix are informatii valoroase si confidentiale, pe care le veti afla in timpul desfasurarii activitatii dvs. zilnice sau la care s-ar putea sa aveti acces. Este responsabilitatea dvs. sa protejati aceste informatii impotriva utilizarii inadecvate sau divulgarii.

Informatiile confidentiale, conform prevederilor Codului, fac referinta la toate informatiile care nu sunt cunoscute sau in general, disponibile publicului; aceste informatii pot fi ale organizatiei Diamedix sau ale partilor terte cu care Diamedix a incheiat un contract de distribuire/utilizare a informatiilor.

Prin urmare, este important sa ne protejam informatiile de afaceri confidentiale si proprietare. Acestea includ, fara limitare:

- Planuri de afaceri si strategii corporative;
- Planuri de vanzari si marketing, liste de preturi, documente de strategie;
- Informatii si analize privind costurile si preturile;
- Organigrame;
- Informatii despre compensatii si beneficii, inclusiv tarifele salariale;
- **Informatii de identificare personala** despre alti angajati;
- Practici de inginerie si fabricatie, idei, designuri, secrete comerciale, documente, desene, date, prototipuri si produse vechi;
- Rezultate financiare, date, prognoze si rapoarte nepublicate;
- Potentiale tranzactii corporative, achizitii, cesionari si inestitii;
- Contracte si conditii cu furnizorii si clientii.

In calitate de angajat, cateva lucruri pe care trebuie sa le faceti pentru a ajuta la pastrarea confidentialitatii si securitatii informatiilor Diamedix:

- Nu veti comunica nicio informatie confidentiala niciunei persoane, cu atat mai putin presei, firmelor de studii de piata sau oricarei institutii cu care Diamedix colaboreaza
- Nu accesati informatiile clientului daca munca dvs. nu o necesita
- Nu puneti informatii sensibile pe dispozitive de date detasabile: Cd-uri sau stick-uri USB
- Nu trimiteti informatii sensibile prin internet, exceptie facand cazul in care sunt criptate
- Daca lucrati de acasa, pe calculatorul personal, asigurati-va ca software-ul de securitate este actualizat

- Nu impartasiti niciodata pe retelele de socializare informatiile confidentiale ale Diamedix sau ale clientilor nostri sau secretele comerciale
- Nu postati niciodata in numele Diamedix, cu exceptia cazului in care acest lucru este aprobat de companie

**Informatiile postate pe retelele de socializare interne sunt confidentiale.**

Respectul pe care il avem pentru confidentialitatea informatiilor se extinde si asupra datelor personale pe care le colectam despre colegii nostri, prin:

- Informarea colegilor nostri privind motivele pentru care le solicitam informatii personale si modul in care acestea vor fi utilizate
- Colectarea de informatii personale doar atunci cand exista o nevoie reala
- Nediscutarea informatiilor personale ale colegilor nostri
- Utilizarea informatiilor personale exclusive pentru scopul in care au fost colectate

Daca nu sunteti siguri ca vi se permite sa prelucrati anumite date cu caracter personal, intrebati responsabilul cu protectia datelor.

**5. Sa actionati cu integritate in timpul tuturor interactiunilor cu organizatiile si persoanele din afara companiei**

Diamedix incurajeaza practicile comerciale etice si conduita sociala din industrie si isi doreste o competitie corecta. Asadar, Diamedix nu incurajeaza si nici nu sustine nici o initiativa ilegala de vanzare, prestare sau primire a unui tratament preferential in ceea ce priveste produsele si serviciile noastre.

Specific, persoanele implicate in achizitionarea, comercializarea si vanzarea de material, produse sau servicii trebuie sa actioneze si sa se supuna tuturor legilor aplicabile acestor activitati. Nicio plata, cadou, masa, eveniment, imprumut sau serviciu si nici un alt obiect de valoare nu poate fi oferit sau primit cu intentia de a incuraja sau initia o vanzare, achizitie sau contract.

Protocolul general acceptat, cum ar fi mesele si cadourile personalizate pot fi oferite sau acceptate doar in cazul in care sunt realizate in conformitate cu politicile Diamedix.

**6. Sa evitati conflictul de interese**

Un conflict de interese exista daca activitatile sau relatiile personale ar putea influenta un salariat sa nu isi realizeze atributiile de serviciu intr-un mod independent si obiectiv.

Atunci cand o relatie de familie, amicitie sau alte conexiuni personale interfereaza cu capacitatea dvs. de a lua o decizie onesta si corecta in numele Diamedix, s-ar putea sa existe un conflict de interese. Deoarece reputatia noastra depinde de actiunile si de integritatea angajatilor Diamedix, este important sa evitam pana si aparenta unor asemenea conflicte.

In calitate de angajat sau contractant al Diamedix trebuie sa desfasurati orice activitate in numele Diamedix, intr-o maniera etica si corecta si in cel mai bun interes pentru Diamedix, acest lucru insemnand ca toate actiunile dvs. trebuie sa nu fie supuse unui conflict de interese posibil sau efectiv.

In cazul in care intervine un conflict de interese real sau posibil trebuie sa comunicati interesul dvs. in scris, managerului dvs., si sa va asigurati ca sunteti imediat in afara procesului de luare a deciziilor si trebuie sa nu fiti implicat in nici un fel de activitate zilnica dintre Diamedix si respective companie.

Evitam conflictele de interese astfel:

- Nu folosim niciodata activele Diamedix, proprietatile, informatiile sau pozitia noastra in beneficiul personal, al familiei sau prietenilor nostri;
- Utilizam canalele interne ale companiei pentru comunicarea imediata a urmatoarelor situatii:
  - Angajarea sau activitatea in afara Diamedix, inclusiv calitatea de membru in consilii private, publice sau non-profit;
  - Daca membrii apropiati ai familiei au un interes de proprietate legat de un concurent, furnizor sau client;
  - Cand orice membru al familiei lucreaza in cadrul Diamedix sau pentru un concurent, furnizor sau client.

### ***CUM AR TREBUI SA ACTIONATI IN CAZUL IN CARE VA CONFRUNTATI CU O PROBLEMA DE NATURA ETICA SAU LEGALA?***

Este responsabilitatea dvs. de a pune intrebari legate de posibilele incalcarii ale Codului. Este esential ca in cazul in care constatati orice abateri ale oricarui angajat sau contractant sa actionati imediat in aceasta privinta, pentru a fi investigata si comunicata in cel mai scurt termen. Viteza de actiune poate de multe ori reduce impactul puternic a oricarei abateri sau incalcarii a Codului.

In cazul in care sunteti ingrijorat ar trebui sa vorbiti cu responsabilul de conformitate, managerul dvs. sau cu departamentul Resurse Umane, in niciun caz nu ar trebui sa verificati si rezolvati problema in mod independent.

### **Protejarea identitatii dvs. si protectia confidentialitatii:**

Oricum ati apela la responsabilul de conformitate, departamentul de Resurse Umane sau la managerul direct, identitatea dvs. va fi automat pastrata confidentiala.

In timpul investigatiei, va fi pastrata confidentialitatea identitatii dvs. in limitele posibile, in timp ce Diamedix va avea posibilitatea de a investiga si de a aplica actiunile corespunzatoare.

In mod strict, Diamedix interzice orice forme de atac impotriva oricarei persoane care de buna credinta comunica orice abateri sau incalcari ale Codului, reale sau posibile. In cazul in care dvs. sau un alt angajat sunteti supusi unui atac ca urmare a unui astfel de raport, va rugam sa il contactati imediat pe managerul dvs. sau/si departamentul de resurse umane sau/si Directorul General si imediat va fi intreprinsa o actiune in acesta privinta.

### ***Conduita si etica in afaceri – Proceduri standard de functionare***

Diamedix s-a angajat in realizarea si conducerea tuturor activitatilor la cele mai inalte standarde de etica si integritate, conform Codului de conduita si etica in afaceri.

Orice sugestie de coruptie ar putea prejudicia reputatia Diamedix si ar putea afecta capacitatea acesteia de a-si desfasura activitatea. De asemenea, ar putea afecta integritatea persoanelor in cauza.

Diamedix se va conforma cu toate legile anti-frauda (asa cum sunt definite in prezentul Regulament).

Prezentul Cod va fi actualizat periodic, dupa cum va fi necesar pentru a reflecta riscurile cu care se confrunta activitatile Diamedix.

#### **Obiect:**

Prezentul regulament, adoptat si sustinut de catre echipa de management al companiei Diamedix, se va aplica tuturor angajatilor si consultantilor Diamedix. Este responsabilitatea fiecarui angajat si/sau director de a se asigura de conformitatea deplina cu regulamentul.

Niciun consultant/salariat nu va fi angajat sau desemnat in cazul in care se poate considera ca regulamentul ar fi astfel incalcat.

#### **Coruptie si mita:**

1. Angajatii, directorii si consultantii Diamedix nu pot oferi, furniza, autoriza, solicita sau primi "mita" sau orice altceva care ar putea fi considerat ca fiind mita, direct sau indirect, sau prin intermediul oricarei parti terte. Niciun angajat, director sau consultant Diamedix nu are dreptul de a-si exercita activitatea intr-o maniera necorespunzatoare, in anticiparea sau ca urmare a mituirii.

2. In concluzie, mita implica oferirea, furnizarea, autorizarea, solicitarea sau primirea de sume de bani sau de orice alte avantaje sau orice alte valori, daca obiectul platii este de a securiza desfasurarea necorespunzatoare sau ilegala a activitatii unei persoane.
3. Diamedix interzice in mod strict mitele, recompensele sau platile de orice fel. Chiar daca oferirea de bani sau valori este acceptata si reprezinta o practica uzuala de afaceri in cultura locala, noi consideram aceste practice a fi corupte si nepermise. Preferam sa pierdem tranzactii decat sa oferim mita pentru a le incheia/obține.
4. In relatiile noastre cu partenerii de afaceri si cu functionarii publici nu oferim si nici nu acceptam plati sau beneficii care vizeaza sau care ar putea sa influenteze deciziile comerciale sau sa conduca la obtinerea unui avantaj inadecvat.
5. Interdictia noastra impotriva coruptiei nu se aplica doar companiei Diamedix si angajatilor sai, ci ne asteptam ca si distribuitorii, furnizorii, partenerii nostrii sa respecte aceleasi standard inalte. Trebuie sa facem tot ce ne sta in putinta pentru a ne asigura ca acestia nu ofera mite sau recompense pentru noi sau in numele nostru, ca parte a operatiunilor lor comerciale normale.

### **Consultanti/Parteneri si alti parteneri de afaceri:**

Integritatea profesionala reprezinta o conditie preliminara in selectarea si mentinerea de catre Diamedix a colaborarilor oficiale cu consultantii sau alti parteneri de afaceri. Astfel, Diamedix va aplica, pe baza de simt senzitiv si juridic, procedura de verificare pentru anumite categorii de consultantii si alti parteneri de afaceri, axandu-se in principal pe cei implicati in activitatile de vanzari in numele companiei sau oricarei asocieri in care compania are interese. In relatia cu aceste categorii de consultantii si alti parteneri de afaceri, aceste proceduri vor include:

- Realizarea unei investigatii documentate privind posibilele riscuri, din punct de vedere comercial si legal;
- Informarea permanenta a consultantilor si a altor parteneri de afaceri despre aplicabilitatea Codului de etica si despre dorinta Diamedix de a preveni oricare forma de coruptie;
- Incercarea de a stabili un raport mutual in acesta privinta cu consultant si cu alti parteneri de afaceri.

### **Proceduri de verificare:**

1. Inainte de selectarea noilor consultantii sau a altor parteneri de afaceri de catre Diamedix (sau reinnoirea contractelor deja existente) care desfasoara activitati in numele Diamedix, si care ar

putea prezenta riscuri de coruptie, vor fi supusi unor proceduri de verificare, dupa cum este detaliat mai jos:

- Reputatia consultatului sau a partenerului, prin informatii cheie disponibile publicului;
- Capacitatea profesionala si experienta consultantului/partenerului;
- Prin informatii public disponibile privind faptul ca un oficial guvernamental are un interes direct sau indirect in relatia cu consultantul/partenerul;
- In limitele posibile conform legii, se va verifica istoricul privind conformitatea consultantului in raport cu reguli de integritate, dar si cu legea anticoruptiei;

2. Responsabili care realizeaza verificarile vor incerca sa verifice, dar fara a se limita la:

- Consultantul/partenerul pare sa se afle intr-o situatie financiara dificila sau are o istorie legata de insolventa;
- Consultantul/partenerul pare sa nu aiba resurse si /sau calificarea de a realiza serviciile oferite;
- Consultant/partenerul are solicitari ciudate sau suspicioase cum ar fi o factura cu o data mai veche;
- Consultantul/partenerul propune sau utilizeaza companii fictive sau societati pe actiuni pentru a pastra fonduri de facilitare a tranzactiilor;
- Consultantul/partenerul nu este de acord cu clauzele standard care stabilesc termenii angajamentului, fara a oferi o justificare comerciala rezonabila;
- Consultantul/partenerul are solicitari ciudate sau suspicioase in ceea ce priveste instructiunile de plata;
- Consultantul/partenerul solicita "comisioane de succes" substantial mai mari decat "comisionul normal" din anumite regiuni, pentru furnizorii de servicii similar, fara furnizarea unei justificari comerciale rezonabile pentru respectiva diferenta.

### **Contracte cu consultanti si alti parteneri:**

Diamedix va avea un contract scris cu fiecare consultant/partener implicat in vanzarea, si nu numai, a produselor companiei, in care va fi stipulat printre altele, faptul ca partenerul sau consultantul va trebui sa se conformeze cu toate legile relevante.

### **Platile efectuate de catre Diamedix catre consultanti sau alti parteneri:**

1. Orice angajat al Diamedix implicat in autorizarea sau supravegherea oricaror plati catre consultant/partener trebuie sa se asigure ca suma este in conformitate cu contractul comercial/de consultant aferent.

2. Orice plati catre consultant sau orice alt partener trebuie, oricand este posibil din punct de vedere comercial, sa fie efectuate prin transfer bancar, direct in conturile bancare ale consultantului/partenerului, in scris.

### **Tranzactii:**

Diamedix se angajeaza in tranzactii care implica contractanti locali, furnizori locali, distribuitori locali si sponsori de proiect, si de asemenea cu o gama larga de intermediari. In unele cazuri, tranzactiile ar putea implica oficiali guvernamentali (reprezentanti ai institutiilor/autoritatilor locale) si/sau autoritati guvernamentale.

Angajatii trebuie sa fie vigilenți in evaluarea riscurilor prezentate de astfel de tranzactii, conform prezentului regulament. In special, angajatii trebuie sa fie atenti la indicatorii sau la posibilele cereri inadecvate cu promisiunea sau asigurarea de beneficii pentru reprezentanti guvernamentali sau persoane care au posibilitatea de a influenta partile interesate din cadrul acestor tranzactii cu Diamedix, indiferent daca Diamedix este implicata direct sau nu.

### **Pregatire:**

1. Persoanele responsabile pentru conformitate si etica vor supraveghea modul in care se aplica si respecta Codul si politica de conduita si etica in afaceri pentru personal, pentru urmatoarele categorii de angajati:
  - Senior management;
  - Personalul implicat in activitatile de vanzare sau negocierea contractelor pentru vanzarea produselor si serviciilor furnizate de catre Diamedix;
  - Personalul implicat in pastrarea si arhivarea registrelor, inregistrarilor si a situatiilor Diamedix;
  - Orice personal implicat in procesarea si supravegherea platilor efectuate de catre Diamedix catre consultanti sau alti parteneri sau alte parti terte.
2. Toate categoriile relevante de angajati vor furniza confirmarea semnata privind faptul ca au citit prezentul cod si sunt de acord cu acestea.
3. In cazul in care in prezentul Cod sunt facute modificari, pe viitor, toate categoriile relevante de angajati vor confirma in mod similar faptul ca au citit Codul actualizat si se vor conforma acestuia.

### **Actiuni de ospitalitate si alte plati:**

**A. Actiuni de ospitalitate**

1. In timpul tuturor activitatilor desfasurate in numele Diamedix, directorii si angajatii Diamedix trebuie sa se comporte cu atentie si sa evalueze in mod responsabil daca asigurarea pentru orice persoana sau acceptarea din partea oricarei persoane a actelor de ospitalitate, cheltuielilor de calatorie, cheltuielilor de protocol, cadourilor sau a altor gesturi de curtoazie sau beneficii ar putea:
  - a. Constitui, sau in mod rezonabil ar putea fi percepute ca reprezentand un stimulent inadecvat (acest lucru include situatiile de ospitalitate oferite depasesc limitele oricaror politici cunoscute ca fiind aplicabile beneficiarului);
  - b. Incalca orice legi aplicabile sau politici Diamedix;
  - c. Genereaza sau este perceput ca un conflict de interese;
  - d. In orice alt fel, reflecta in mod negativ reputatia companiei Diamedix.
2. Ca regula generala, Diamedix poate asigura ospitalitatea pentru orice persoana daca respectivele actiuni de ospitalitate reprezinta actiuni de curtoazie normala in afaceri, cum ar fi achitarea unei mese sau a unui taxi, si fiind prevazut faptul ca (i) respectivele actiuni de ospitalitate nu sunt sau nu pot fi considerate in mod rezonabil ca determinand un stimulent inadecvat, si (ii) respectivele actiuni au un scop legitim si (iii) sunt conforme cu politicile de calatorie/deplasare ale companiei Diamedix.
3. Daca aveti dubii, refuzati cadourile, serviciile de ospitalitate sau alte beneficii sau contactati persoana responsabila cu conformitatea din cadrul Diamedix.

**B. Platile de facilitare**

Angajatii trebuie sa stie faptul ca "platile de facilitare" (si anume, platile pentru accelerarea actiunilor guvernamentale, cum ar fi obtinerea de licente, certificate sau autorizatii) sunt ilegale.

**C. Donatii publice si/sau sponsorizare**

Ca regula generala, Diamedix nu face donatii politice, nici direct si nici indirect. Acestea includ donatiile catre partidele politice, candidati sau oficiali ai unui partid. Este un principiu urmat pentru ca Diamedix sa isi pastreze independenta, dar este elaborat in asa fel incat sa evite acuzele de donatii politice necorespunzatoare impotriva Diamedix.

Nicio prevedere a prezentului Cod nu previne angajatii de la executia de donatii politice, personal, dar nu pot fi considerate ca fiind contributii in numele Diamedix.

## **D. Santaj**

Diamedix si angajatii sai vor refuza orice cerere directa sau indirecta a unui parti terte de mituire (inclusiv sume de bani pentru tratament preferential), chiar daca Diamedix este amenintata cu actiuni negative.

Diamedix recunoaste faptul ca in anumite situatii bunastarea unei persoane si siguranta acesteia ar putea fi riscate in cazul in care nu raspund unor astfel de solicitari. In cazul in care va aflati intr-o astfel de situatie, nu ar trebui sa va puneti in pericol, dar ar trebui sa il contactati imediat pe managerul dvs. direct, care va va comunica instructiunile corespunzatoare.

## **Spalarea banilor si finantarea terorismului:**

Spalarea banilor este procesul prin care infractorii mascheaza originea ilicita a bunurilor sau a veniturilor obtinute de acestia. Daca este ceva cumparat cu bani furati, este proprietate criminala.

Refuzam sa facem afaceri cu bani care au fost dobanditi prin intermediul activitatilor infractiionale si care urmeaza sa fie spalati. Ne asteptam sa respectati legile si reglementarile guvernamentale privind lupta lupta impotriva finantarii terorismului.

Fiti atenti la:

- Transferuri neregulate de bani, platiti in numerar sau intr-o alta moneda decat cea mentionata pe factura;
- Solicitari de expediere intr-o alta tara decat cea din care a provenit plata;
- Solicitari de expediere catre alta companie sau un tert diferit de partea cu care aveti de-a face;
- Pastrarea proasta a evidentelor, ID-uri fiscale multiple, documente neverificate sau o reticenta de a oferi informatii;
- Plati in numerar exceptional de mari de la terte parti care nu sunt implicate in afaceri, dar si refuzul unui partener de afaceri de a furniza date de contact complete si veridice.

Anuntati-va managerul sau departamentul juridic daca suspectati o posibila spalare de bani sau finantare a terorismului.

### **Alte politici si proceduri:**

Toti angajatii Diamedix pot de asemenea sa se conformeze complet si sa adere la orice alte proceduri si politici pe care Diamedix le va elaboaara periodic, in special celor privind registrele/inregistrarile si informatiile confidentiale.

### **Incalcare:**

In cazul in care incalcate prevederile prezentului Cod sau ale oricarei legi referitoare la prezentul Cod, veti fi supus unei actiuni disciplinare pana la si inclusiv pana la suspendare sau reziliere. De asemenea, ati putea fi supus urmaririi penale si/sau procedurilor civile prevazute de lege.

### **Cerinte de raportare si raspunsul companiei:**

Asa cum este specificat in Cod, directorii si angajatii vor raporta orice incalcari ale prezentului Cod catre seful direct sau departamentul de resurse umane. Niciun angajat nu va fi concediat, penalizat sau supus unei cercetari disciplinare pentru raportarea unei incalcari a prezentului Cod, sau pentru refuzul de a da mita chiar daca Diamedix ar avea de pierdut ca urmare a acestui refuz.

### **Concluzie:**

Acest Cod de Etica si Conduita contine cadrul general pentru desfasurarea activitatilor/parteneriatelor companiei in concordanta cu cele mai inalte standarde de etica in afaceri. In cazul in care un angajat are vreo nelamurire cu aceste norme, acesta este rugat sa ceara explicatii suplimentare sefului direct sau/si departamentul de resurse umane sau/si Directorului General.

Toti angajatii organizatiei noastre sunt obligati sa adere la aceste standarde.

**DIAMEDIX GROUP CODE OF ETHICS AND PROFESSIONAL CONDUCT**

- 1. *WHAT IS THE PURPOSE OF THE CODE OF ETHICS AND PROFESSIONAL CONDUCT***
- 2. *WHO IS RESPONSIBLE FOR COMPLIANCE AND ETHICS:***
- 3. *WHAT IS EXPECTED OF YOU IN TERMS OF CONDUCT AND ETHICS:***
- 4. *PRINCIPLES OF THE CODE OF CONDUCT AND ETHICS:***
- 5. *HOW SHOULD YOU ACT IF YOU ARE FACED WITH AN ETHICAL OR LEGAL PROBLEM?***
- 6. *BUSINESS CONDUCT AND ETHICS – STANDARD OPERATING PROCEDURES***

**WHAT IS THE PURPOSE OF THE "CODE OF ETHICS AND PROFESSIONAL CONDUCT"?**

The Diamedix Code of Ethics and Professional Conduct, hereinafter referred to as the "Code," provides guidance and information on key aspects of our business and highlights our individual responsibilities—which we all must fulfill. All employees and individuals who represent and/or act on behalf of our company must apply and comply with the provisions of the Code and company policies, regardless of location or nature of activity. It is critical that we familiarize ourselves with the Diamedix Code and policies and apply them in all our actions.

Tolerating practices that could destroy our integrity and reputation affects our long-term development and destroys our relationships with our business partners (customers, manufacturers, etc.).

Sometimes Diamedix employees may face uncertain situations where the ethical choice is not obvious. At such times, these guidelines are useful; they are designed to help us act with integrity and make the right decisions.

Employees who fail to comply with the Code put themselves, their colleagues, and the company at risk. This is extremely serious and could result in disciplinary action, up to and including termination of employment.

These standards cannot anticipate every ethically challenging situation a Diamedix employee may face. Therefore, each of us must take responsibility for our actions and adhere to the spirit of these rules. This Code is a resource that will be used to help guide our actions and provides information on where we can find more information on a particular topic, ask questions, and/or report a problem.

## **WHO IS RESPONSIBLE FOR COMPLIANCE AND ETHICS:**

Each employee is responsible for complying with the Diamedix Code and procedural framework, in addition to all laws, and nothing contained in these rules should be construed as encouraging the violation of applicable laws.

The company trusts that each of us will act in a manner that not only complies with our mission, but also supports it.

If you work with people, you are expected to adopt Diamedix's leadership standard and be a role model for others. You must ensure that the people you communicate with have received instructions, resources, and training to enable them to perform their work in accordance with Diamedix policies.

You must take personal responsibility for creating an environment of trust where people feel comfortable asking questions, expressing their opinions, raising concerns, and reporting violations without fear of retaliation.

## **WHAT IS EXPECTED OF YOU IN TERMS OF CONDUCT AND ETHICS:**

- You must respect and promote the image and reputation of Diamedix in all circumstances.
- You must study and comply with the policies and procedures that apply to your position.
- You must promote a spirit of discipline and fairness, solicitude, respect, and promptness in your work with customers, making these relationships a priority and firmly rejecting the company's involvement in actions that constitute unfair competition or violate professional ethics.
- You must behave appropriately towards your colleagues and company management.
- You must comply with the quality standards required by the company's certification.
- You must sign a Declaration of Ethics and Compliance to certify that you have read, understood, and will comply with the Code of Ethics and Professional Conduct.
- you must seek advice and training if you are unsure of the course of action and encourage others to do the same
- You must always report any possible or actual violation of the Code that you are aware of to the compliance officer, manager, or Human Resources department.
- you have a duty of loyalty and confidentiality to the company in the performance of your duties both inside and outside the company, both during and outside working hours

This duty of loyalty includes, but is not limited to, at least the following:

8. the obligation to inform the company of any mistake or violation of any applicable company rule committed by yourself;
9. the obligation to inform the company of any mistake or violation of any applicable company rule committed by colleagues or any employee or third party of the company;
10. the obligation not to work with other companies competing with Diamedix, or to compete with Diamedix in any of its lines of business;
11. the obligation not to seek or obtain hidden income for oneself or others during working hours and within the company;
12. the obligation not to favor customers and/or suppliers in the company's commercial relations with them;
13. the obligation not to disclose confidential information and trade secrets during the period of employment with the company;
14. the obligation not to disclose confidential information and trade secrets after termination of employment with the company.

#### **PRINCIPLES OF THE CODE OF CONDUCT AND ETHICS:**

7. Promoting a culture of respect, trust, and integrity in the workplace
8. Act with integrity and care with regard to Diamedix property
9. Ensure the integrity of Diamedix records and registrations
10. Protect Diamedix's confidential information and individuals' personal and confidential data
11. Act with integrity in all interactions with organizations and individuals outside the company
12. Avoid conflicts of interest

What these principles mean to you and how they apply to your daily work:

#### **1. Promote a culture of respect, trust, and integrity in the workplace**

An environment based on integrity will ensure a workplace that you can enjoy and be proud to be a part of. This means treating others as you would expect to be treated—honestly, with respect, trust, and integrity.

##### *a) Anti-discrimination, equal opportunities, and respect for diversity*

The continued success of Diamedix would not be possible without the commitment of our many dedicated employees. The diversity of our workforce is reflected in the diversity of our projects. We are proud of this and believe it contributes directly to our ability to meet the varied needs of our customer

base. Diamedix is committed to providing a positive workplace where every individual has the opportunity to work in a professional, non-discriminatory environment.

Decisions involving recruitment, professional development, promotion, or termination of employment must be based solely on performance and never on criteria such as gender, religion, ethnicity, color, age, marital status, sexual orientation, etc.

Discriminatory behavior:

- Creates feelings of mistrust and disrespect
- Prevents us from attracting and retaining the most qualified employees
- Negatively affects our established reputation
- Discourages current and potential customers
- Can result in legal action against us

Here's what you can do:

- ✓ Contribute to a work environment based on trust, openness, and mutual respect
- ✓ Speak up if you feel that you or others are being disadvantaged or, worse, discriminated against
- ✓ Be impartial and avoid prejudicing others.

*b) A safe working environment for all employees*

The safety, health, and well-being of our employees are essential to us, so we place great importance on compliance with our occupational health and safety policies and industry standards and regulations.

Diamedix recognizes the importance of a safe and healthy work environment in which to work, and as a result of this principle, regardless of your role within the organization, you are expected to be aware of the health and safety measures in your work and to conduct your work in a manner that promotes and protects your safety and well-being and that of your colleagues.

Whether you are in the office, in the field, behind the wheel, or at a customer's site, always follow company policies and standards and comply with all relevant laws regarding your health and safety.

*c) A professional and team-oriented work environment*

All employees have the right to work in a supportive, professional, and harassment-free environment. Teamwork means both respecting the individuality and uniqueness of your colleagues and not engaging

in hostile, intimidating, or offensive behavior. Always think about your actions and remember that sometimes someone may feel harassed even if you know you are just joking.

Our procedural framework prohibits any type of harassing behavior.

This includes:

- **Verbal:** insults based on a person's ethnicity, religion, gender, sexual orientation or preferences, etc.; making threats; shouting and swearing, making indecent comments, and sending emails containing inappropriate, offensive or sexually explicit material
- **Physical:** unwanted touching or sexual advances, physically restraining a person in a room; violence or intimidation in the workplace
- **Visual:** offensive stickers or photographs, posters, drawings, or signs that display inappropriate or sexual content

You should also never make harassing or discriminatory statements or threats of violence or the like, including through social media.

## **2. Act with integrity and care regarding Diamedix property**

Diamedix will provide you with the equipment you need to do your job successfully, including computers or laptops, mobile phones, and, depending on your role within the organization, you may also benefit from other company assets such as facilities, other work tools, cars, equipment, and money. All of these will be protected and used by you, and you will be responsible for them.

Company property (cars, computers, and other equipment) must be kept safe and cannot be used for any purpose other than work.

Promptly report any issues affecting the safety and security of our property, even minor incidents.

As an employee, you will also have access to company phones, email, internet, fax, and computers, but these should only be used for company business. Incidental personal use of these assets is permitted as long as it does not affect your performance or the performance of your colleagues.

While computers and information systems can help us increase productivity and facilitate communication among colleagues, improper use can lead to inefficient use of resources, compromise security, and damage our reputation.

When using company IT equipment, please:

- ✓ Not access inappropriate websites
- ✓ Do not open attachments from suspicious emails

- ✓ Do not share accounts and passwords
- ✓ Not send spam emails or messages with content that could be considered harassing or offensive
- ✓ Not use the internet excessively for purposes other than work
- ✓ Do not download or install software that violates the company's security policy
- ✓ Do not publish information about the company or our customers on external websites, blogs, or social media sites
- ✓ Do not expose yourself to the risk of becoming a victim of cybercriminals seeking to gain access to Diamedix's confidential information. Be wary of any emails received from unknown external sources. They may often appear to be from a trusted source, but are designed to trick you into revealing important data (phishing) or downloading malware

### **3. Ensure the integrity of Diamedix records and registries**

Accurate and timely information is essential to the decision-making process. All Diamedix records and registries must be accurate and complete and must comply with Diamedix policies and procedures.

Company documents must be stored in a consistent and reliable manner so that they can be accessed promptly when needed. This not only allows us to fulfill our internal commitments, but also helps us avoid legal action, forced regulatory activity, and damage to our reputation.

Take the following steps to ensure that company documents are properly managed:

- Keep documents in a safe and secure environment
- Destroy documents in a secure manner.

### **4. Protect Diamedix's confidential information and individuals' personal and confidential data**

Like other companies and organizations, Diamedix has valuable and confidential information that you will learn about in the course of your daily work or to which you may have access. It is your responsibility to protect this information from misuse or disclosure.

Confidential information, as defined by the Code, refers to all information that is not known or generally available to the public; this information may belong to Diamedix or to third parties with whom Diamedix has entered into an agreement for the distribution/use of information.

Therefore, it is important to protect our confidential and proprietary business information. This includes, without limitation:

- Business plans and corporate strategies;
- Sales and marketing plans, price lists, strategy documents;
- Cost and pricing information and analyses;
- Organizational charts;
- Compensation and benefits information, including salary rates;
- **Personal identification information** about other employees;
- Engineering and manufacturing practices, ideas, designs, trade secrets, documents, drawings, data, prototypes, and old products;
- Financial results, data, forecasts, and unpublished reports;
- Potential corporate transactions, acquisitions, divestitures, and investments;
- Contracts and terms with suppliers and customers.

As an employee, here are some things you must do to help maintain the confidentiality and security of Diamedix information:

- Do not disclose any confidential information to anyone, including the press, market research firms, or any institution with which Diamedix collaborates.
- Do not access customer information unless your work requires it.
- Do not store sensitive information on removable data devices such as CDs or USB sticks.
- Do not send sensitive information over the internet, unless it is encrypted.
- If you work from home on your personal computer, make sure your security software is up to date.
- Never share confidential information about Diamedix or our customers or trade secrets on social media
- Never post on behalf of Diamedix unless approved by the company

**Information posted on internal social media is confidential.**

Our respect for the confidentiality of information extends to the personal data we collect about our colleagues, by:

- Informing our colleagues about why we are requesting personal information and how it will be used
- Collecting personal information only when there is a real need
- Not discussing our colleagues' personal information
- Using personal information exclusively for the purpose for which it was collected

If you are unsure whether you are allowed to process certain personal data, ask the data protection officer.

## **5. Act with integrity in all interactions with organizations and individuals outside the company**

Diamedix encourages ethical business practices and social conduct in the industry and desires fair competition. Therefore, Diamedix does not encourage or support any illegal initiative to sell, provide, or receive preferential treatment with regard to our products and services.

Specifically, individuals involved in the procurement, marketing, and sale of materials, products, or services must act and comply with all laws applicable to these activities. No payment, gift, meal, event, loan, or service, or any other item of value, may be offered or received with the intent to encourage or initiate a sale, purchase, or contract.

Generally accepted protocol, such as meals and personalized gifts, may be offered or accepted only if they are in accordance with Diamedix policies.

## **6. Avoid conflicts of interest**

A conflict of interest exists if personal activities or relationships could influence an employee not to perform their job duties in an independent and objective manner.

When a family relationship, friendship, or other personal connection interferes with your ability to make an honest and fair decision on behalf of Diamedix, a conflict of interest may exist. Because our reputation depends on the actions and integrity of Diamedix employees, it is important to avoid even the appearance of such conflicts.

As a Diamedix employee or contractor, you must conduct all activities on behalf of Diamedix in an ethical and fair manner and in the best interests of Diamedix, which means that all of your actions must be free from any potential or actual conflict of interest.

If an actual or potential conflict of interest arises, you must disclose your interest in writing to your manager and ensure that you are immediately removed from the decision-making process and not involved in any day-to-day activities between Diamedix and the company in question.

We avoid conflicts of interest by:

- We never use Diamedix assets, property, information, or our position for personal gain, or for the benefit of our family or friends.
- We use internal company channels to immediately report the following situations:
  - Employment or activity outside Diamedix, including membership in private, public, or nonprofit boards;

- If close family members have a property interest related to a competitor, supplier, or customer;
- When any family member works at Diamedix or for a competitor, supplier, or customer.

***HOW SHOULD YOU ACT IF YOU ENCOUNTER AN ETHICAL OR LEGAL ISSUE?***

It is your responsibility to ask questions about possible violations of the Code. It is essential that if you notice any misconduct by any employee or contractor, you take immediate action so that it can be investigated and communicated as soon as possible. Swift action can often reduce the serious impact of any misconduct or violation of the Code.

If you are concerned, you should speak to the compliance officer, your manager, or the Human Resources department; under no circumstances should you investigate and resolve the issue independently.

**Protecting your identity and confidentiality:**

Whether you contact the compliance officer, Human Resources, or your direct manager, your identity will automatically be kept confidential.

During the investigation, your identity will be kept confidential to the extent possible, while Diamedix will be able to investigate and take appropriate action.

Diamedix strictly prohibits any form of retaliation against any person who, in good faith, reports any actual or potential violations or breaches of the Code. If you or another employee are subjected to retaliation as a result of such a report, please contact your manager and/or human resources department and/or Chief Executive Officer immediately, and action will be taken promptly.

***Business Conduct and Ethics – Standard Operating Procedures***

Diamedix is committed to conducting all of its activities in accordance with the highest standards of ethics and integrity, as set forth in its Code of Business Conduct and Ethics.

Any suggestion of corruption could damage Diamedix's reputation and affect its ability to conduct business. It could also affect the integrity of the individuals involved.

Diamedix will comply with all anti-fraud laws (as defined in this Regulation).

This Code will be updated periodically as necessary to reflect the risks faced by Diamedix's business.

**Purpose:**

This policy, adopted and supported by the Diamedix management team, shall apply to all Diamedix employees and consultants. It is the responsibility of each employee and/or director to ensure full compliance with the policy.

No consultant/employee shall be hired or appointed if it can be considered that the policy would be violated.

**Corruption and bribery:**

1. Diamedix employees, directors, and consultants may not offer, provide, authorize, solicit, or receive "bribes" or anything else that could be considered a bribe, directly or indirectly, or through any third party. No Diamedix employee, director, or consultant has the right to conduct business in an improper manner in anticipation of or as a result of bribery.
2. In conclusion, bribery involves offering, providing, authorizing, requesting, or receiving money or any other advantage or anything of value if the purpose of the payment is to secure the improper or illegal conduct of a person's business.
3. Diamedix strictly prohibits bribes, rewards, or payments of any kind. Even if the offering of money or valuables is accepted and is a customary business practice in the local culture, we consider these practices to be corrupt and impermissible. We would rather lose transactions than offer bribes to close/obtain them.
4. In our relationships with business partners and public officials, we do not offer or accept payments or benefits that are intended to or could influence business decisions or lead to an improper advantage.
5. Our prohibition against corruption applies not only to Diamedix and its employees, but we also expect our distributors, suppliers, and partners to adhere to the same high standards. We must do everything in our power to ensure that they do not offer bribes or rewards to us or on our behalf as part of their normal business operations.

**Consultants/Partners and Other Business Partners:**

Professional integrity is a prerequisite for Diamedix's selection and maintenance of formal collaborations with consultants or other business partners. Thus, Diamedix will apply, on a sensitive and legal basis, the verification procedure for certain categories of consultants and other business partners, focusing mainly on those involved in sales activities on behalf of the company or any association in

which the company has interests. In relation to these categories of consultants and other business partners, these procedures will include:

- Conducting a documented investigation of potential commercial and legal risks;
- Keeping consultants and other business partners informed about the applicability of the Code of Ethics and Diamedix's desire to prevent any form of corruption;
- Attempting to establish a mutual relationship in this regard with consultants and other business partners.

### **Verification procedures:**

1. Before Diamedix selects new consultants or other business partners (or renews existing contracts) who carry out activities on behalf of Diamedix and who may pose a risk of corruption, they will be subject to verification procedures, as detailed below:
  - The reputation of the consultant or partner, based on key information available to the public;
  - The professional capacity and experience of the consultant/partner;
  - Publicly available information regarding whether a government official has a direct or indirect interest in the consultant/partner;
  - To the extent possible under the law, the consultant's history of compliance with integrity rules and anti-corruption law will be verified;
2. Those responsible for conducting the checks will attempt to verify, but not be limited to:
  - The consultant/partner appears to be in a difficult financial situation or has a history of insolvency;
  - The consultant/partner appears to lack the resources and/or qualifications to perform the services offered;
  - The consultant/partner has strange or suspicious requests, such as an invoice with an older date;
  - The consultant/partner proposes or uses fictitious companies or joint-stock companies to hold funds to facilitate transactions;
  - The consultant/partner does not agree to standard clauses setting out the terms of the engagement without providing a reasonable commercial justification;
  - The consultant/partner makes strange or suspicious requests regarding payment instructions;
  - The consultant/partner requests "success fees" that are substantially higher than the "normal fee" in certain regions for similar service providers, without providing a reasonable commercial justification for the difference.

### **Contracts with consultants and other partners:**

Diamedix will have a written contract with each consultant/partner involved in the sale, and not only, of the company's products, which will stipulate, among other things, that the partner or consultant must comply with all relevant laws.

**Payments made by Diamedix to consultants or other partners:**

1. Any Diamedix employee involved in authorizing or supervising any payments to consultants/partners must ensure that the amount is in accordance with the relevant commercial/consulting contract.
2. Any payments to consultants or other partners must, whenever commercially possible, be made by bank transfer directly to the consultant's/partner's bank accounts, in writing.

**Transactions:**

Diamedix engages in transactions involving local contractors, local suppliers, local distributors, and project sponsors, as well as a wide range of intermediaries. In some cases, transactions may involve government officials (representatives of local institutions/authorities) and/or government authorities.

Employees must be vigilant in assessing the risks presented by such transactions, in accordance with this regulation. In particular, employees should be alert to indicators or possible inappropriate requests with the promise or assurance of benefits for government representatives or persons who have the ability to influence stakeholders in these transactions with Diamedix, whether Diamedix is directly involved or not.

**Training:**

1. Those responsible for compliance and ethics will oversee the application and enforcement of the Code and the Business Conduct and Ethics Policy for the following categories of employees:
  - Senior management;
  - Personnel involved in sales activities or negotiating contracts for the sale of products and services provided by Diamedix;
  - Personnel involved in maintaining and archiving Diamedix records, registrations, and statements;
  - Any personnel involved in processing and supervising payments made by Diamedix to consultants or other partners or third parties.

2. All relevant categories of employees shall provide signed confirmation that they have read this code and agree to abide by it.
3. If changes are made to this Code in the future, all relevant categories of employees will similarly confirm that they have read the updated Code and will comply with it.

### **Hospitality and other payments:**

#### **A. Hospitality**

1. During all activities conducted on behalf of Diamedix, Diamedix directors and employees must exercise caution and responsibly assess whether providing or accepting hospitality, travel expenses, entertainment expenses, gifts, or other courtesies or benefits to or from any person could:
  - e. Constitute, or reasonably could be perceived as constituting, an improper inducement (this includes situations where hospitality offered exceeds the limits of any policies known to be applicable to the recipient);
  - f. Violate any applicable laws or Diamedix policies;
  - g. Create or be perceived as a conflict of interest;
  - h. In any other way reflect negatively on Diamedix's reputation.
2. As a general rule, Diamedix may provide hospitality to any person if such hospitality is a normal courtesy in business, such as paying for a meal or a taxi, provided that (i) such hospitality is not or cannot reasonably be considered to create an improper inducement, (ii) such hospitality has a legitimate purpose, and (iii) such hospitality complies with Diamedix's travel/entertainment policies.
3. If in doubt, decline gifts, hospitality, or other benefits, or contact the Diamedix compliance officer.

#### **B. Facilitation Payments**

Employees should be aware that "facilitation payments" (i.e., payments to expedite government actions, such as obtaining licenses, certificates, or permits) are illegal.

#### **C. Public donations and/or sponsorship**

As a general rule, Diamedix does not make political donations, either directly or indirectly. This includes donations to political parties, candidates, or party officials. This principle is followed so that Diamedix can maintain its independence, but it is also designed to avoid accusations of inappropriate political donations against Diamedix.

Nothing in this Code prevents employees from making political donations personally, but they cannot be considered contributions on behalf of Diamedix.

#### **D. Blackmail**

Diamedix and its employees will refuse any direct or indirect request from a third party for a bribe (including money for preferential treatment), even if Diamedix is threatened with negative action.

Diamedix recognizes that in certain situations, a person's welfare and safety may be at risk if they do not respond to such requests. If you find yourself in such a situation, you should not put yourself in danger, but you should immediately contact your direct manager, who will provide you with appropriate instructions.

#### **Money laundering and terrorist financing:**

Money laundering is the process by which criminals disguise the illegal origin of their assets or income. If something is purchased with stolen money, it is criminal property.

We refuse to do business with money that has been obtained through criminal activities and is to be laundered. We expect you to comply with government laws and regulations regarding the fight against terrorist financing.

Be aware of:

- Irregular money transfers, paid in cash or in a currency other than that mentioned on the invoice;
- Requests for shipment to a country other than the one from which the payment originated;

- Requests to ship to another company or a third party other than the one you are dealing with;
- Poor record keeping, multiple tax IDs, unverified documents, or a reluctance to provide information;
- Exceptionally large cash payments from third parties not involved in the business, as well as a business partner's refusal to provide complete and accurate contact details.

Notify your manager or legal department if you suspect possible money laundering or terrorist financing.

### **Other policies and procedures:**

All Diamedix employees must also fully comply with and adhere to any other procedures and policies that Diamedix may periodically develop, particularly those relating to records/registers and confidential information.

### **Violation:**

If you violate the provisions of this Code or any law related to this Code, you will be subject to disciplinary action up to and including suspension or termination. You may also be subject to criminal prosecution and/or civil proceedings as provided by law.

### **Reporting requirements and company response:**

As specified in the Code, managers and employees shall report any violations of this Code to their direct supervisor or the human resources department. No employee will be fired, penalized, or subjected to disciplinary investigation for reporting a violation of this Code or for refusing to pay a bribe, even if Diamedix suffers a loss as a result of such refusal.

### **Conclusion:**

This Code of Ethics and Conduct provides the general framework for conducting the company's activities/partnerships in accordance with the highest standards of business ethics. If an employee has any questions about these rules, they are asked to seek further clarification from their direct supervisor and/or the human resources department and/or the CEO.

All employees of our organization are required to adhere to these standards.