

COMPLIANCE HANDBOOK

5th EDITION - DEC/2024



SUMMARY

- 1. INTEGRITY CODE .05
- 2. FUNCTIONAL CODE .23
- 3. CLINICAL STAFF REGULATIONS . 40
- 4. DECALOGUE .49

ANNEXES .52

INITIAL MESSAGE

In today's world, society and organizations face a dynamic of rapid change driven by technological innovations such as Artificial Intelligence (AI) and the growing relevance of issues such as ESG (Environmental, Social and Governance) and increasingly stringent regulations. This scenario requires not only the ability to adapt, but also a strong commitment to ethics and compliance in all areas of activity.

Since 2017, our company has had a *robust* Compliance Program, built collaboratively and based on the best market practices. This program is designed to ensure that the highest standards of conduct are followed, regardless of the complexity of the environment in which we operate.

One of the main features of the program is its scope. It applies to everyone who has a relationship with the company, including employees, members of the Medical Staff, investors, managers and other relevant stakeholders. In addition, when we acquire new units, they go through a rigorous integration process, ensuring that their conduct is aligned with the organization's guidelines. This approach ensures that the values and principles that guide our activities are maintained on all fronts.

This work is ongoing and constantly evolving, keeping pace with market changes and regulatory demands. Through it, we seek not only to meet legal requirements, but also to provide greater security for our patients, employees, members of the Clinical Staff, investors and other *stakeholders*.

The *Compliance Program* reinforces our commitment to transparency, responsibility and ethics in all our processes. In a world where innovation and sustainability go hand in hand with increasing regulatory challenges, having a solid compliance base is essential to ensure the continuity and success of our operations.

We count on your support to strengthen and continue improving our *Compliance* Program. You are also part of this commitment.

José Henrique Dias Salvador CEO of Mater Dei Health Network



COMPANY MISSION, VISION AND VALUES

The *Compliance Handbook* is intended to be an instrument of consultation and guidance for proper corporate governance and contains the ethical principles and rules that must be known and observed by all employees and trainees, as well as by the Clinical Staff and other partners of the Mater Dei Health Network, in the activities they carry out independently within the Mater Dei Health Network.

The *Compliance Handbook* is made up of various documents, including the Functional Code, which applies to all employees, the Internal Regulations of the Clinical Staff, which apply to members of the Clinical Staff, and the Code of Integrity, which applies to these two groups but also to all other partners who have dealings with the network, whether they are suppliers, representatives, consultants, lecturers or many others. These documents seek to guide those involved in conducting their duties or professions within the Mater Dei Health Network, with high professional standards, without giving up the ethical commitment that should guide the acts practiced within our Network, or that could affect it. We have also included *the Mater Dei Health Network Decalogue as part of our* Compliance Handbook, as well as the Codes of Professional Ethics specific to each category.

The *Compliance* Handbook also seeks to reflect the mission, values and vision of the Mater Dei Health Network.

The mission of the Mater Dei Health Network is Commitment to Quality for Life. In this context, all efforts must converge so that patient care is provided with quality and excellence. Taking care of health is taking care of people's lives.

These are the values of the Mater Dei Health Network:







Vision

The Mater Dei Health Network's vision is to be a national benchmark in healthcare, growing sustainably with innovative solutions, maintaining and generating knowledge, attracting talent and caring for people at every stage of life.



CODE OF INTEGRITY

INTRODUCTION

The Code of Integrity establishes the principles, guidelines and standards of conduct that should guide the actions of all employees, including those who have an employment relationship with the company, as well as the management of the Mater Dei Health Network.

The rules contained in the Code of Integrity will apply to the Clinical Staff, trainees, suppliers and any other partners and companies that are part of or have a relationship with the company, even in the activities they carry out independently within the scope of the Mater Dei Health Network, in accordance with Art. 3 of Anti-Corruption Law No. 12,846 of August 1, 2013.

CORPORATE RESPONSIBILITY

It is the company's duty to:

- a) Be guided by ethical standards;
- b) Not to contribute in any way to unfair competition or unethical business practices that could harm free competition;
- c) Respect the rules of the Anti-Corruption Law, Federal Law No. 12,846/13 and avoid acts of active or passive corruption, fraud, nepotism, transnationalism;
- d) Maintain partnerships with suitable individuals and companies;
- e) Act in continuous effort to prevent money laundering in relations with related parties;
- f) Cooperate with any investigations and inspections by regulatory bodies, in accordance with the law;
- g) Respect Brazilian legislation such as the Consolidation of Brazilian Labor Laws (CLT), the Consumer Protection Code (CPC), the General Data Protection Law (GDPL), the National Tax Code (NTC), environmental legislation and others;
- h) Ensure that recipients conduct themselves, as appropriate, in accordance with the principles and rules of this Handbook and the specific Codes of Ethics of each professional category.



PURPOSE

The main purposes of the Code of Integrity are, among others:

- To preserve ethical values within the Mater Dei Health Network and its commitment to transparency and probity;
- To establish rules of integrity to be observed by all administrators, employees, trainees, as well as clinical staff, suppliers, clients and other partners in the activities they carry out independently within the Mater Dei Health Network, in order to prevent the practice of acts considered illicit and/or that could harm the Mater Dei Health Network;
- To establish prohibitions and identify the greatest risks in the various relationships with employees, trainees, suppliers, public agents, administrators, among others, indicating mechanisms to minimize them;
- To disseminate a consultation mechanism designed to clarify doubts about the rules set out in this Code;
- To publicize the Whistleblowing Channel, which allows for the submission of complaints, including anonymous ones, which will then be analyzed and investigated for the application of sanctions, when applicable.

Note: for the purposes of this Code, employees include members of the Executive Board, the Board of Directors and any advisory bodies to the Board of Directors, as well as employees of the company and trainees directly contracted by it in accordance with labor legislation.

ADHERENCE TO THE COMPLIANCE HANDBOOK

Candidates for job vacancies will be subjected to the PI-Predictive Index (behavioral inventory), competency-based interview and external reference research method, in accordance with the People Management Policy.

Candidates for job vacancies will answer the questionnaire addressed to job applicants (Annex IV of the *Compliance* Handbook), and it is the responsibility of the recruitment and selection area to formally notify the Internal Audit and *Compliance department* of any risks detected, so that they can be notified prior to hiring.



The formalization of adherence to the *Compliance Handbook* by employees and members of the Clinical Staff will be done by signing the Employee Declaration and the Clinical Staff Member Declaration (Annexes I and II of the *Compliance* Handbook) by means of which the signatory declares that he/she is aware of and undertakes to comply with the rules and also to refrain from practicing illicit acts, as well as inappropriate conduct, as described in this Handbook.

IMPLEMENTATION OF THE COMPLIANCE PROGRAM

When implementing the *Compliance* Program, it was up to the People Management area to collect the signature of Annex I of the *Compliance Handbook* from current employees and trainees, within a maximum of one hundred and twenty (120) days of the *Compliance Handbook coming into force* in October 2017. After this date, the People Management area undertakes to arrange for new employees to sign each time they are hired, and acceptance in digital format is permitted.

The Mater Dei Health Network's Clinical Staff is open to and made up of self-employed healthcare professionals, including doctors and other healthcare professionals, who have the right to use the hospital facilities to provide care to patients, enjoying professional, technical, scientific, political and cultural autonomy, following the best scientific evidence, protocols and operational guidelines aimed at quality and safety of patient care, in accordance with the Internal Rules of the Clinical Staff, the content of which is also part of the *Compliance* Handbook.

When implementing the *Compliance* Program, it was up to the Care Practices Management (GPA) of each unit to collect the signature of Annex II of the *Compliance Handbook* by the current members of the Clinical Staff, within a maximum of one hundred and twenty (120) days of the *Compliance* Handbook coming into force in October 2017. After this date, the Medical Management of each unit undertakes to arrange for the signature of new members of the Clinical Staff with each new admission, and acceptance in digital format is permitted.

In the case of acquisitions and mergers, the Internal Audit and *Compliance area is* responsible for ensuring implementation in the units with the support of the People Management and Care Practices Management areas, providing training for employees and members of the Clinical Staff, at which time any doubts regarding the content of the document can be clarified. Now, the People Management and Care Practices Management areas will be responsible for arranging the signing of the terms of adhesion, with acceptance being possible in digital format. If the areas do not exist at the time of acquisition and merger, the responsibility will be borne by the corresponding Corporate Board.



TRAINING

Periodic training will be provided on the Mater Dei Health Network *Compliance Handbook and* Compliance Program, including information on Anti-Corruption Law No. 12,846/13.

The Internal Audit and *Compliance area* is responsible for coordinating these trainings and they can take place with the support of employees, managers, and contracted third parties or through *e-learning*, which will be available to everyone.

The first training on the *Network* Compliance Program took place in September 2017. For new units, this training will take place according to the integration calendar. The training will be due for new employees upon admission, and renewal is mandatory every two years.

Employees and trainees who have been invited to attend training sessions are obliged to do so, and the participation of Clinical Staff is recommended, and attendance must be recorded in all cases.

The training must be documented by the Corporate Education areas of each unit.

EXPECTED BEHAVIOR

Members of management and advisory committees, employees, trainees, members of the Clinical Staff, suppliers and other partners must act with integrity in the conduct of actions and activities carried out in the company, and are responsible for:

- I. Knowing and observing the rules;
- II. Formally consulting the Internal Audit and Compliance department if in doubt;
- III. Reporting, through the Reporting Channel, the occurrence of situations that may suggest infringements of the rules;
- IV. Responding within 15 days to requests made by the Internal Audit and *Compliance* department, providing the information and documents necessary to investigate possible illegal acts;
- V. Attending training sessions when called upon, especially those related to the Company's *Compliance* program;



- VI. Acting in such a way as to protect the company's interests, refraining, on their own behalf or on behalf of the Mater Dei Health Network, from carrying out acts or formalizing agreements, even if lawful, that could directly or indirectly harm the company;
- VII. Not to be subjected to pressure or threats that could lead to the commission of illicit acts and/or actions that could damage the image and interests of the company;
- VIII. Not to jeopardize, frustrate or eliminate the competitive nature of public tenders, or any kind of act that could represent a violation of the Brazilian laws governing public tenders, especially Law No. 14,133/21, on their own behalf or on behalf of the Mater Dei Health Network;
- IX. Not to offer, promise or give money, valuables or gifts to any public official or their relatives in a direct, collateral or affinity line up to the third degree, with the aim of obtaining an undue benefit or advantage for themselves or others, on their own behalf or on behalf of the Mater Dei Health Network;
- X. Not to make cash loans to any public official or their family members in a direct or collateral line or by affinity up to the third degree, under the terms of the law, on their own behalf or on behalf of the Mater Dei Health Network;
- XI. Do not donate money, products or services, on their own behalf or on behalf of the Mater Dei Health Network, to charitable organizations linked to public officials or their relatives in a direct, collateral or affinity line up to the third degree, with the aim of obtaining an undue benefit or advantage for themselves or others, under the terms of the law;
- XII. Not to receive money, valuables or gifts from companies or public/private entities, directly or through intermediaries, which have or have an interest in having commercial links with the Mater Dei Health Network;
- XIII. Not to carry out, directly or indirectly, any activities that could, even if necessary, conflict with the company's business and interests;
- XIV. Not to send correspondence or participate in meetings with public agents, suppliers and operators to deal with matters of direct or indirect interest to the Mater Dei Health Network, without the prior knowledge and formal consent of the Board of Directors;
- XV. Do not take part in political campaigning using any garment, instrument or badge that might suggest a link with the company;
- XVI. Maintain the confidentiality of the information to which they have access as a result of their relationship with the Network, not disclosing, by any means, any information about the company, including that relating to the staff selection and remuneration policy;



- XIV. Look after documents relating to the company and patients;
- XV. Return, in the event of termination of contract, exclusion or departure from the Clinical Staff, the original documents or copies that contain information about the Network or patients and that are under its guardianship;
- XVI. Do not sexually, economically or morally harass, pressure, intimidate or threaten any employees, trainees, members of the Clinical Staff or partners;
- XVII. Do not allow unauthorized access to the work area.

Note: relatives in a straight line, collateral and by affinity up to the third degree are: mother, father, children, grandparents, grandchildren, siblings, uncles, nephews and grandparents, great-grandparents, parents, children, grandchildren, great-grandchildren, parents and siblings of the spouse.

RELATIONSHIP WITH PUBLIC AGENTS

It is recommended that meetings with public officials:

- Are duly recorded in the minutes and are attended by at least two employees;
- Be held at the organization's usual times and schedules.

For the purposes of the company's possible participation in public tenders, authorized employees must observe and follow all applicable laws, especially the Law on Tenders and Administrative Contracts and the Law of the Administrative Board for Economic Defense (CADE), which lists the illegal acts that must be avoided.

Employees responsible for participating in tenders must take part in the training provided by the Mater Dei Health Network whenever they are called upon to do so.

In other relations with public agents, whether to obtain licenses, inspections or any other administrative contracts, these rules apply in the same way.



GIFTS AND HOSPITALITY

Receiving gifts and money from public officials, suppliers and clients is forbidden.

Included in the concept of "gifts" for the purposes of the ban mentioned in this document are trips, dinners, lunches, snacks and tickets to artistic and sporting shows, among others.

Not included in the concept of "gifts" for the purposes of the ban mentioned in this document is the offering of institutional and promotional gifts with no commercial value, such as *pens*, *USB* sticks, books, diaries, medicine samples, chocolates and sweets, as well as the offering of lunches/dinners for the Network, who will be responsible for choosing who attends.

Likewise, we ask that our suppliers, clients and partners do not offer gifts or any kind of benefit to our employees.

The Mater Dei Health Network undertakes to respect the codes of conduct and integrity of its partner institutions, especially the regulations on gifts and hospitality, since we believe that this practice ensures relationships based exclusively on professional criteria, avoiding any perception of conflict of interest.

CLARIFICATION OF DOUBTS

To ensure alignment with our policies and practices, we ask that any questions be immediately forwarded to the Internal Audit and *Compliance area* via the Confidential Channel.

If you have any specific doubts about the concept of "gifts", you should use this channel before receiving them. In the event of improper receipt by a third party, the third party will be responsible for returning the gift. We recommend that you send a letter back with the necessary clarifications.



SPONSORSHIPS AND DONATIONS

The evaluation of sponsorships and donations is the responsibility of the Communications and Marketing departments.

Requests must be sent for evaluation and, after due diligence, approval by the Board of Directors.

Notes:

- 1. According to a decision handed down by the Brazilian courts, any donation or political contribution by companies to political parties is prohibited.
- 2. Donations must be received by means of corresponding documentation (Invoice or Contract). In the case of products, they must be received in the Supplies area and in the case of services; the corresponding documentation must be delivered to the Communications and Marketing area.
- 3. A complaint must be filed if a public official requests a political or charitable contribution in relation to any government act related to the company or its affiliates. It is not permitted to make political contributions, even in your personal capacity, on behalf of the company or its affiliates.
- 4. The Communication and Marketing areas will monitor the execution of sponsorship and donation agreements in order to validate any counterparts and contractual obligations.

RELATIONSHIPS WITH SUPPLIERS AND PARTNERS

Contracts and amendments signed with suppliers and partners must include a *compliance* clause, or equivalent, that ensures compliance with the guidelines set out in the *Compliance* Handbook. It is up to the contracts area to ensure that the documentation complies with these requirements.

In cases where only a Purchase Order is issued, it must contain a mention of the terms for the supplier or partner to be aware of, who can only provide the services or deliver the products if they comply with said terms. It is up to the purchasing department to ensure this communication.



Companies contracted or subcontracted by the Mater Dei Health Network must undertake to require their employees, partners and other associates to comply with the guidelines of the *Compliance Handbook* insofar as this is compatible with the civil nature of the relationship.

The signing of contracts or any other type of agreement with (self-employed) individuals and/or private companies is subject to compliance with the following conditions:

- I. The choice will be made based on technical criteria, in order to ensure that the contract is awarded to suitable people/entities who are technically capable of carrying out the required activities. Once these criteria have been defined, they must be formally registered, guaranteeing total transparency;
- II. The requirement to complete the questionnaire in Annex IV of the *Compliance* Handbook applies to the hiring of (self-employed) individuals;
- III. Companies working on the premises of the Mater Dei Health Network will be hired on the basis of adherence to the "Third Party Integration Handbook", which establishes standards, rules and safety in the provision of services;
- IV. Individuals (self-employed) and/or companies that have been sanctioned under the terms of the Law on Public Tenders and Administrative Contracts may not be hired.

Note:

- 1. Visits to manufacturers' and suppliers' facilities are permitted when paid for by them, provided that they are previously and formally authorized by the board of directors of Mater Dei Health Network and are not intended as retribution, consideration or favoritism of any nature.
- 2. The Clinical Staff carry out their professional activities independently within the Mater Dei Health Network. Even so, admission to the Clinical Staff must comply with the Internal Regulations, always observing the Code of Medical Ethics and other professional Codes of Conduct in the health area, with a view to ensuring excellence and quality patient care.



CONFIDENTIALITY AND DATA PROTECTION

In accordance with professional codes of conduct and the General Data Protection Law (GDPL), it is the duty of all employees, members of the Clinical Staff and suppliers and partners within or outside the Mater Dei Health Network to maintain confidentiality on:

- I. All patient information;
- II. The situations witnessed during each and every medical and care act;
- III. The patient's state of health, as well as the progress of treatment;
- IV. Information provided by the patient to the doctor or other health professional;
- V. Any data from the patient's medical record, unless authorized by the patient or their guardian.

Notes:

- 1. Clinical cases should only be discussed with the team responsible for the patient's care or with professionals who will contribute to their care, as well as in clinical presentations and medical congresses aimed at teaching and scientific updating.
- 2. Direct or indirect identification of the patient is forbidden, even during clinical presentations and medical congresses.
- 3. Access to patients' medical records is given in the Medical Archive Service (SAM), which is only allowed to the patient or the team assisting them, according to its own regulations.
- 4. It is strictly forbidden to take photos, record audio or make videos of patients without prior authorization. If necessary, the Communications department should be contacted beforehand to formalize the authorization.
- 5. It is forbidden to take photos, record audios or make videos with clients and companions, including "public figures", as well as disrespect, ask for autographs or ask unnecessary or impertinent questions about the client's situation.
- 6. It is forbidden to disseminate patient information or images and/or Mater Dei Health Network facilities on social media without prior authorization. When the patient requests it, the photo can be taken, but from the patient's cell phone.



7. It is forbidden to send personal data through equipment or communication channels not authorized by the Mater Dei Health Network.

To guarantee the respect and privacy of everyone who interacts with the Mater Dei Health Network, we would like to remind you that, even if you are a patient or companion, it is not recommended that you take photos or videos of others in the hospital environment.

Family members, patients, companions and visitors should be informed of these guidelines.

PRESS CONTACTS

Contacts with the press should be made exclusively by the Communication sector or by the Mater Dei Health Network Board of Directors. Any exception may be considered with the prior formal authorization of a member of the Board of Directors.

When granting an interview, publishing an article or any other form of public manifestation, comments should be restricted to technical aspects, with no value judgments and respect for the confidentiality of information relating to patients and the company.

USE OF TECHNOLOGY

The use of the internet, applications, *software*, e-mail and social media should follow these guidelines:

- I. The password to access the Network's systems is personal and non-transferable;
- II. It is forbidden to use social media, even for private devices and outside working hours, to disseminate information about patients;
- III. Access to computers and the Internet provided by the Mater Dei Health Network is permitted only for the exercise of professional activities related to the Network, and access to sites outside of institutional activities and social networking is forbidden.



CONFLICT OF INTEREST

Directors, employees, trainees, members of the Clinical Staff, suppliers and other partners must prioritize the interests of the Mater Dei Health Network in any situation that characterizes a conflict of interest or could lead to a real or potential benefit for themselves or any third party.

Note: if there are any doubts about the definition of a conflict situation or how to act in a conflict of interest situation, the Internal Audit and *Compliance* area should be consulted exclusively through the Confidential Channel in the Doubts option, for assessment and guidance, as applicable.

INTERNAL AUDIT AND COMPLIANCE

The Internal Audit and *Compliance management* reports functionally to the Board of Directors with the advice of the Audit and Risks Committee and administratively to the Chair of Mater Dei Health Network, thus guaranteeing access to senior management for the full operation of the *Compliance* Program.

The Internal Audit and *Compliance area* will act independently, including having its own budget, and will be able to take the necessary measures to monitor ethics and integrity within the Mater Dei Health Network, having full autonomy to request documents and interview employees from any area of the company, if necessary.

The duties of the Internal Audit and *Compliance* department are:

- I. Ensuring that the *Compliance* Handbook is applied effectively;
- II. Periodically assessing *the company's* compliance risks, recommending mitigation actions or controls;
- III. Conducting corporate risk management and reporting to the Audit and Risk Committee at least four times a year;
- IV. Updating the Compliance Handbook on a regular basis;
- V. Promoting the dissemination of *Compliance* Program initiatives;
- VI. Preparing training courses and providing training on the *Compliance Program* and their initiatives;



- VII. Formally clarifying any doubts raised in the Channel intended for this purpose;
- VIII. Forwarding any non-reporting registrations received on the Confidential Channel for proper processing;
- IX. Investigating complaints within a maximum of forty-five (45) days;
- X. Assessing *compliance risks* when hiring people and companies, providing guidance as applicable;
- XI. Supervising internal investigations;
- XII. Supporting the work of the Ethics and Conduct Committee;
- XIII. Reporting to the Chair, the Audit and Risks Committee and the Board of Directors on the complaints made and/or situations that have arisen in order to identify the greatest risks to the company and suggesting measures that may inhibit the reoccurrence of improper behavior at least four times a year;
- XIV. Reporting on Internal Audit work as established in the Internal Audit Statute.

WHISTLEBLOWER CHANNEL

Complaints regarding non-compliance with the Mater Dei Health *Network* Compliance Handbook, the Network's policies and other regulations or current legislation, including acts of corruption, fraud and other irregularities provided for in Anti-Corruption Law No. 12,846/13, should always be addressed to the Internal Audit and *Compliance department* at www.canalconfidencial.com.br/materdei or 0800 741 0017, within a maximum of five (5) working days of becoming aware of the fact, and there is no face-to-face service in this department.

The reporter in good faith, using the protocol provided at the time of registration, can monitor the status of the complaint through this same portal.

The Internal Audit and *Compliance* department and the Ethics and Conduct Committee are committed to ensuring the confidentiality of the whistleblower (if he or she has identified him or herself), as well as that of the witnesses and the accused himself or herself, and any measure that could result in retaliation or persecution of those involved is prohibited.

In particular, with regard to the accused, in the case of an employee, the complaint and decision taken by the committee will be restricted to this committee, the Internal Audit



and *Compliance* area, the Audit and Risks Committee, the Board of Directors and the leadership responsible for carrying out the disciplinary measure, when applicable.

Both internal and external audiences - such as suppliers and service providers, can use the Whistleblowing Channel.

Complaints related to care practices will first be assessed by the Customer Support Service, which will forward them as a Notification of Care Event, Complaint or Report .In the latter case, the record will be accepted, investigated and finalized according to the standard flow.

In order to ensure greater transparency in the investigation, complaints relating to members of the Board of Directors, the Audit and Risks Committee, other advisory committees and members of corporate management will be investigated by a third-party company to be hired on demand.

Every year, the analysis of the complaints received and their respective treatment is made public in order to increase the knowledge of interested parties about the ongoing monitoring of the Whistleblowing Channel.

COMPLAINT HANDLING FLOW

In the event of a complaint relating to a member of the Clinical Staff, the complaint will be restricted to the Internal Audit and *Compliance* area, the Chair, the Vice-Chair of Care, the Medical Director or Manager of the Unit, the Audit and Risk Committee and the Board of Directors and the decision taken by the medical ethics committee and/or coordination in the case of other specialties, only to the committee itself and the board, if applicable.

When a complaint is received through the Confidential Channel, it is the responsibility of the Internal Audit and *Compliance* department to investigate it and the Ethics and Conduct Committee to decide on the investigation, observing the following procedure:

- 1. **Whistleblower:** the person who identifies an irregularity or misconduct within the organization initiates the process by formalizing the complaint in the Confidential Channel.
- 2. **Supplier:** the complaint is initially received by the partner supplier who analyzes the report and its completeness and issues a preliminary recommendation for handling the case.



- 3. Mater Dei Health *Network's Internal Audit and* **Compliance:** this sector receives the complaint and is responsible for analyzing the veracity of the complaint, verifying whether internal rules and procedures have been violated, gathering evidence and finalizing the investigation. It is this area's responsibility to:
 - a. Request more information from the whistleblower whenever necessary and file the complaint when there is no response;
 - b. Gather information by listening to people who may be able to contribute to the investigation. In this case, the people summoned will participate on a voluntary basis.
- 4. Ethics and Conduct **Committee:** once the investigation is over, the case is taken to a committee, which is responsible for analyzing the seriousness of the situation and defining the measures to be taken.
- 5. Mater Dei Health *Network's Internal Audit and* **Compliance:** upon receiving the Ethics and Conduct Committee's decision on the complaint, it informs the manager who will be responsible for carrying out the deliberate action.

It is also the responsibility of Internal Audit and *Compliance to* report on complaints and deliberate actions to the Chair of the Network, the Audit and Risks Committee and the Board of Directors.

The Internal Audit and *Compliance department* may suggest to the Board of Directors changes to rites, flows or action plans and/or the revision of standard operating processes, the adoption of educational measures, changes to processes, taking into account the investigations carried out.

Note: in cases of allegations of fraud exceeding 1% of the Network's turnover, these will be the subject of specific and individualized communication to these bodies and the company will be available for cooperation with regulatory bodies under the terms of the law.

At any time, the members of Board of Directors and of the Ethics and Conduct Committee may initiate an investigation and, based on the documentation provided, apply sanctions in relation to complaints concerning employees. The investigation will follow the following procedure:

- 1. The member of the Board of Directors will define the person in charge of the investigation, who must be a recognized leader in the unit.
- 2. The investigating officer draws up and records the investigation plan,
 At this point, you can request support from the Internal Audit and *Compliance* department.



- 3. The person in charge of the investigation approves the planning with a member of the Board of Directors.
- 4. The investigating officer analyzes the case and gathers evidence to confirm or not the fact reported. The areas of personnel administration and labor law can be called upon for guidance at this time.
- 5. The person responsible for the investigation submits the duly registered investigation for approval by a member of the Board of Directors and forwards the records to the legal department, which will keep the documentation available for inspections and audits.
- 6. The Internal Audit and *Compliance department* and the Ethics and Conduct Committee periodically review the records.

COMPLAINTS ABOUT DOCTORS

In the event of a doctor's complaint, duly identified and with sufficient information, it is the responsibility of the Internal Audit and *Compliance department* to forward it to the Vice Chair of Care and Medical Director of the Unit, who will be responsible for deciding whether to refer the matter to the Medical Ethics Committee. The Internal Audit and *Compliance area* can provide support in the investigation, if requested, depending on the specific situation reported. This procedure complies with the Brazilian Medical Board's position in the consultation process 5952/2016.

The medical ethics committee may initiate an investigation and refer the case to the Brazilian Medical Board in accordance with the law and applicable regulations, observing the provisions of Arts. 29 et seq. of the Internal Regulations of the Medical Staff.

- **1.** Action, omission or connivance that implies disobedience or non-compliance with the provisions of the *Compliance Handbook* subjects the offender to the sanctions described below without prejudice to the duty to repair any damage caused to the Mater Dei Health Network, other employees, members of the Clinical Staff, suppliers and partners:
- I. Written warning;
- II. Unpaid suspension, in accordance with labor legislation, if an employee, or suspension of a member of the Mater Dei Health Network's Clinical Staff or Administration;
- III. Dismissal for just cause if an employee, exclusion from the Medical Staff (if a professional adheres to the Medical Staff's internal regulations) or removal from office if a board member.



Note: in the event of allegations of corruption or fraud against the public administration, the accused person may be removed from office during the investigation. It will be up to the Board of Directors to decide on this measure.

- **1.** Employees are considered those who have an employment relationship with the company and the administration of the Mater Dei Health Network.
- **2.** The Mater Dei Health Network's Clinical Staff is governed by the rules set out in the Internal Regulations of the Clinical Staff and, in the event that they fail to fulfill their duties in the exercise of their functions, transgress the principles of ethics in their dealings with patients, colleagues and collaborators, or even commit disciplinary misconduct, they will be subject to the sanctions provided for by law and the respective professional ethics rules, without prejudice to the adoption of other appropriate measures.

Lack of understanding of the *Compliance Handbook is* not an argument for its non-compliance, and it is the responsibility of the recipients of the standard to:

- I. Seek advice from the Internal Audit and *Compliance department* as to the correct conduct as described in the Clarification of Doubts;
- II. Communicate to the Internal Audit and *Compliance* department, via the Whistleblower Channel.
 - In the event of a breach of this Code or a breach that could harm the company;
- III. Report any irregularities in writing to the Ethics and Conduct Committees so that the appropriate measures can be taken.



2

FUNCTIONAL CODE

SUMMARY

Professional and personal integrity .25
Health and safety at work .26
Relations with patients and companions .27
Professional secrecy .28
Relations with doctors and other health professionals .29
Relations with health care plan operators and agreements .30
Relations with suppliers .30
Relations with competitors .31
Relations with the environment .31
The duties and conduct of the leadership .32
The Mater Health Network's assets .34
Relations with Information Technology .34
Infringements and penalties .37
Actions in the event of doubts and non-compliance with the Functional Code .38
Management of the Functional Code .38



PROFESSIONAL AND PERSONAL INTEGRITY

Art. 1 In addition to the ethical duties described in the Code of Integrity, to employees and trainees:

- I. It is forbidden to display attitudes that discriminate against people on the basis of race, color, sex, sexual orientation, religion or lack thereof, origin, social class, age, physical or mental disability and diagnosis, as well as any other form of prejudice;
- II. It is forbidden to trade or provide private services on the company's place;
- III. Access to or handling of goods and items belonging to patients and their companions is prohibited, except in cases where such handling is essential for proper patient care;
- IV. It is forbidden to use aggressive words or acts that could offend or humiliate any person;
- V. It is mandatory to attend to and support the client, patient or companion;
- VI. It is mandatory to treat co-workers and third parties in a respectful and courteous manner, avoiding the use of inappropriate words, regardless of the position or function they hold;
- VII. It is mandatory to dress every day in a way that is compatible with the seriousness of the work environment, according to the Mater Dei Health Network's Mater Dei Way of Caring Handbook;
- VIII. Smoking is prohibited inside the company;
- IX. It is forbidden to come to work drunk and/or carrying any toxic material, explosives, drugs, narcotics, firearms or weapons;
- X. It is forbidden to eat any kind of meal in the workplace, except in the areas set aside for this purpose;
- XI. It is mandatory to respect the established meal times and breaks;
- XII. It is mandatory to comply uncompromisingly with all health, safety and environmental standards and policies;
- XIII. It is compulsory to look after the company's equipment, goods and facilities;
- XIV. It is mandatory to respect the rules of the Mater Dei Health Network's Mater Dei Way of Caring Handbook;



- XV. It is compulsory to wear a uniform identifying the company in accordance with the requirements of the Mater Dei Health Network's Mater Dei Way of Caring Handbook;
- XVI. It is compulsory to wear a personal identification badge throughout your stay at the company, from the moment you enter to the moment you leave;
- XVII. The use of Personal Protective Equipment (PPE) is mandatory;
- XVIII. It is mandatory to take care of uniforms and PPE and it is forbidden to use them outside the workplace, according to NR 32.

Sole paragraph: Employees are those who have employment ties with the company and members of the Mater Dei Health Network Board of Directors.

HEALTH AND SAFETY AT WORK

- **Art. 2 Mater Dei Health Network** employees must obey the rules and regulations relating to Health and Safety at Work, whose premises and guidelines ensure care for clients, patients and all those who work for the company.
- **Art. 3** In order to ensure the proper execution of the Occupational Health and Medicine Control Program, Mater Dei Health Network employees must:
- I. Attend, whenever requested, the Occupational Health department for laboratory tests and periodic medical consultations, as instructed by the company's Occupational Health department and provided for in the Occupational Health Medical Control Program;
- II. Laboratory and medical examinations must be carried out every six months in the event of exposure to ionizing radiation and also when dosimeters are used;
- III. Follow occupational health and safety rules, making adequate and continuous use of biosafety measures, including the use of correct techniques and Personal Protective Equipment (PPE), such as gloves, glasses, uniforms, masks and others as directed by the Occupational Health and Safety departments of the Mater Dei Health Network.
- **Art. 4 Personal Protective Equipment** (PPE) must be used appropriately, observing the purpose for which it is intended and NR 6, Ordinance No. 3214 of 6/8/1978.
- § 1 PPE is considered any device or product for individual use to be used by the worker to protect against risks that pose a threat to safety and health at work.



- § 2 Personal Protective Equipment (PPE) and uniforms shall be given to the employee upon admission, upon receipt, and the employee shall be responsible for ensuring that they are properly maintained and hygienic.
- § 3 Users are responsible for cleaning, preserving and storing Personal Protective Equipment (PPE) and, when damaged or lost, replacing it as instructed by the company.
- § 4 Destruction, loss or uselessness of PPE, when the result of improper use, obliges the employee to reimburse the company.

WITH PATIENTS AND COMPANIONS,

- **Art. 5** All employees who work for the Mater Dei Health Network must adopt an ethical, suitable and responsible attitude when carrying out their work, with the aim of ensuring excellence in patient care.
- **§ 1 Excellence in service** is understood to be the attitude of making oneself available to the patient and their companion to meet their demands and provide them with the appropriate explanations or justifications, in person or by telephone.
- § 2 Patients and their companions must be treated with competence, kindness, promptness, attention, affection, willingness, initiative, discretion, safety, good humor and, above all, respect:
- I. Negligence and recklessness in carrying out activities or services that put the patient's safety, physical, mental and moral integrity, rest, privacy and individuality at risk;
- II. The lack of care in preserving the patient's image, their identity and respect for their ethical, moral and cultural values, regardless of their state of consciousness;
- III. Identifying the patient in inappropriate, disrespectful or prejudiced ways, as well as by number, code or by the name of their illness or aggravation of their health;
- IV. The random decision to conduct patient care that is not described in the reference Standard Operating Procedure (SOP) or that has not been authorized and directed by the immediate superior;
- V. The lack of interest in reducing waiting times and delays in service;
- VI. The lack of serenity to reassure patients and their companions during surgery or examinations;



- VII. Instructing the patient or their companion to prepare for exams without being authorized to do so;
- VIII. Issuing unfounded or personal opinions about the patient's health conditions, as well as comments with people who are not part of the team involved in the respective clinical case, regardless of the location and vehicle used;
- IX. Insinuations to the patient or their companion about possible problems with their care, within the company, and transferring responsibility for such problems to another sector;
- X. Inattention when handling documents related to the patient's medical record, resulting in the loss or misplacement of information;
- XI. The alteration of documents, information or data in the patient's medical record;
- XII. Failure to explain documents and forms presented to the patient or their companion for their knowledge or signature, in a way that does not allow them to understand and make a conscious choice;
- XIII. Withholding knowledge of the rules and regulations of the Mater Dei Health Network from the patient or their companion;
- XIV. The expression and demonstration of personal or professional dissatisfaction;
- XV. A poor personal image demonstrated above all by the use of clothing, footwear, accessories and verbal language incompatible with the company's requirements.

PROFESSIONAL SECRECY

- **Art. 6** It is the obligation of all employees, whether inside or outside the company, to maintain confidentiality about:
- I. All patient information;
- II. The situations witnessed during each and every medical and care act;
- III. The patient's state of health, as well as the progress of treatment;
- IV. Information provided by the patient to the doctor or other health professional;
- V. Any data from the patient's medical record, unless authorized by the patient or their guardian.

Sole **paragraph:** Employees wishing to carry out research using data and information (non-public) from the Mater Dei Health Network must submit the study to the Research Ethics Committee.



RELATIONS WITH DOCTORS AND OTHER PROFESSIONALS

Art. 7 Mater Dei Health Network employees and trainees must treat the Clinical Staff with respect, speed, efficiency, courtesy, quality and safety when providing medical and hospital care:

- I. Helping new doctors and other health professionals adapt to the company structure;
- II. Strictly follow the prescriptions and guidelines of doctors and other health professionals to be provided to the patient;
- III. Looking after the good name of the Clinical Staff;
- IV. Not to receive remuneration or gratuities directly from doctors or other health professionals in order to carry out particular work or activities that privilege a particular doctor or other health professional;
- V. Reporting, in writing, in a clear and objective manner, to their hierarchical superior when they witness conduct or behavior by doctors or other health professionals that is contrary to the law and the Code of Conduct specific to each category;
- VI. Referring to directors, superintendents, managers, coordinators and supervisors while respecting the hierarchy and following the guidelines and rules they set;
- VII. Contributing to integration between sectors, considering leaders as inter-mediators in working relationships, especially when it comes to sectors that are related in terms of patient care;
- VIII. Communicating directly with directors, superintendents, managers, coordinators and supervisors about any problems or difficulties in customer service, in order to ensure that customers' needs are met.
- **Art. 8 Interference in the relationship between the doctor and his patient or their companion will** not be accepted in cases of diagnosis, prescription of procedures and medicines, as well as other medical or care conduct.

Art. 9 Under no circumstances will it be accepted:

- I. Carrying out private professional activities for the company's doctors or other health professionals during working hours at the Network;
- II. Using one's position, function or information for private gain;
- III. Hindering the work of the doctor and other health professionals, through a deliberate act of omission or negligence.



RELATIONS WITH HEALTH INSURANCE PROVIDERS HEALTH CARE AND HEALTH PLANS

Art. 10: Mater Dei Health Network employees whose activities are related to Health Care Plan Operators and/or other partner institutions, without prejudice to other functional duties, must act honestly, prohibiting them from:

- I. Requesting documents or information that is not strictly necessary;
- II. Requesting or receiving from operators and institutions, for themselves or others, any advantages or benefits, such as money, valuables and gifts from contractors or interested parties or their partners and employees, with the exception of institutional and promotional gifts with no commercial value, such as pens, notebooks, *pen drives*, books, diaries, flowers and sweets;
- III. Depreciating the image of operators or health insurance companies in the eyes of their users, regardless of any manifestation of wrongdoing on the part of third parties;
- IV. Suggesting to the customer the name of the operator or insurance to change or insert;
- V. Informing the operators or insurances of the partnership with the company, in particular the turnover and number of people served.

Sole **paragraph: The prohibition referred to in item II** includes soliciting employment or any other type of contractual relationship for oneself or for others.

RELATIONS WITH SUPPLIERS

- **Art. 11.** It is up to the sectors duly authorized by the Mater Dei Health Network Board of Directors to select suppliers objectively.
- **§ 1** Before contracting, the demand must be explained, indicating the objective to be achieved and always justifying the choice made.
- § 2 The values practiced in the market, the cost-benefit ratio and previous experience must be taken into consideration, but this does not release the duty to justify the decision in accordance with the previous paragraph.
- § 3 Those interested in signing contracts must comply with the definitions in the *Compliance* Handbook, the Mater Dei Health Network Policies, the Process Map for the respective sector and the quality assessment and quality of service requirements of the accrediting institutions.



- **§ 4** The Purchasing sector must institutionalize registration and proper qualification, allowing interested parties to submit documents and continuously express their interest in entering into contracts, in order to increase competitiveness.
- § 5 Members of the purchasing and supply sector, as well as all those authorized to purchase, are prohibited from soliciting and/or receiving any advantages or benefits, for themselves or others, from contractors or interested parties, or from their partners and employees, as provided for in Article 10 of the Code of Integrity.
- **§ 6** It is the responsibility of the Procurement, Purchasing, Contracts and other areas responsible for acquisitions, negotiations and/or contracts to assess the risks of *Compliance*. They must report any irregularities found during due diligence to the Internal Audit and *Compliance area* via the Confidential Channel in the doubts option, for analysis and guidance.
- Art. 12 The participation of employees in courses, seminars and other events at the invitation of third parties must have the formal and prior approval of the Mater Dei Health Network Board of Directors, who will decide who will participate and the source of the funding, even if the invitation was addressed to a specific employee.

RELATIONS WITH COMPETITORS

Art. 13. In relations with competitors, it will not be accepted to provide information belonging to the Mater Dei Health Network, nor to maintain personal or virtual contact with the competitor with the aim of transmitting technical and scientific data and results related to the company, except when authorized by the Mater Dei Health Network's Board of Directors.

RELATIONS WITH THE ENVIRONMENT

- **Art. 14.** Mater Dei Health Network employees and trainees must undertake actions that generate results favorable to environmental and natural resource preservation, without prejudice to other actions:
- I. Keep toilets and canteens in a clean and hygienic condition after use;
- II. Consume or use water and electricity rationally and without waste;
- III. Make proper use of waste containers;
- IV. Do not dispose of contaminating material in drains, sinks and toilets, and make sure to dispose of it in an appropriate place;



- V. Follow the rules of the Health Services Waste Management Program (PGRSS);
- VI. Switch off electrical equipment and appliances when they are not being used, except for those that are in constant and permanent use and can never be switched off, such as magnetic resonance imaging, tomography and information technology equipment, as well as others that cannot be switched off.

LEADERSHIP DUTIES AND CONDUCT

- **Art. 15.** Directors, superintendents, managers, coordinators and supervisors have a professional obligation to act competently, fairly and ethically in the following areas:
- I. General supervision of their area;
- II. Leading their team;
- III. Controlling the working hours of their entire team;
- IV. In the execution of the work plans proposed and linked to the Standard Operating Procedures (SOPs);
- V. Meeting the targets set in the planning;
- VI. In interdisciplinary tasks with their peers;
- VII. Periodically reporting to the company's Board of Directors and other inspection and control bodies on the analysis of the targets and results proposed in its strategic and operational planning;
- VIII. Identifying legislation relevant to the area in which they work, with immediate formal registration in the Quality Management System;
- IX. Identifying risks in its area of activity and defining internal controls to mitigate them;
- X. The prompt and transparent response to requests from the Audit and *Compliance* sector, within the deadlines set by the Internal Audits, the Whistleblowing Channel and the Ombudsman.
- § 1 Internal controls must be documented in the unit's Quality Management System and available for evaluations and inspections.



- **§2** Reports issued on indicators, financial or non-financial results, risks and internal controls must reflect the truth, and any changes must be communicated after presentations to management and/or audits and supervisory bodies.
- §3 Mater Dei Health Network's accounting records must be accurate, complete and truthful, to accurately reflect the nature of each transaction.
- **Art. 16.** Appropriate attitudes on the part of superintendents, managers, coordinators and supervisors:
- I. Participating, together with the company's Human Resources department, in the recruitment and selection process for new employees in terms of defining the requirements of the position, the candidate's profile, appointing professionals, interviews and checking references;
- III. Strive to maintain a good organizational climate and harmony in your area;
- IV. Look after the assets of the Mater Dei Health Network entrusted to it, considering the cost-benefit ratio in all actions;
- V. Receive suggestions, complaints or reports from their subordinates, providing the necessary clarifications and/or forwarding them to the competent authority or directing that they be forwarded, when appropriate;
- VI. Train, guide and support their subordinates to perform the tasks assigned to them better and better;
- VII. Continuously follow up and monitor the team's results in carrying out its tasks;
- VIII. Give *regular* feedback on the performance of their subordinates, making sure to deal with failures individually and to recognize and praise outstanding work;
- IX. Adhere to the company's rules and regulations and ensure that subordinates also follow them fully;
- X. Do not use their prerogative in the hierarchy to request personal favors or services from subordinates or third parties;
- XI. Through their duties and teamwork, to ensure compliance with the guidelines and implementation of projects defined by the Mater Dei Health Network Board;



- XII. Promoting and facilitating integration between clinical staff and other employees in the area they manage, coordinate or supervise;
- XIII. Establishing synergy with other areas, promoting knowledge of the customer-supplier chain.

MATER DEI HEALTH NETWORK ASSETS

Art. 17. The use of objects, material and equipment that make up the company's assets must be marked by attention, zeal and care, and it is the user's responsibility to ask for training and guidance in case of doubt, as well as to keep them in their proper place, in suitable conditions for use, taking care that the surgical arsenal, medical equipment, IT equipment, furniture, and other items of the assets are not misplaced or mixed with other objects.

Art. 18. It will not be accepted:

- I. Disrespecting the rules of the company's Assets department;
- II. Using a component of one's assets for one's own benefit;
- III. Removing items of property from the workplace or other Mater Dei Health Network locations without prior authorization;
- IV. Omitting information about the loss of property belonging to the company;
- V. Using assets or items of company property for purposes other than those preestablished;
- VI. Using, for private purposes or to pass on to third parties, assets or property, technology, methodology and *expertise*, as well as other information owned or obtained by the Mater Dei Health Network.
- **Art. 19.** In order to safeguard the hygiene standards of workstations and work environments, the useful life and functionality of property, the storage of food products will not be permitted under any circumstances, except in the areas designated for this purpose.

INFORMATION TECHNOLOGY RELATIONS

Art. 20. The Mater Dei Health Network's computers, printers and other IT equipment, as well as their respective resources and network assets, should only be used to carry out services related to the company and should exclusively meet professional needs.



Sole paragraph: The prohibition referred to in the heading *includes electronic* mail (e-mail), telephone (audio), voice mail, videoconferencing, internet services, *hardware*, *software*, printers, copiers and other electronic and printed media resources.

- **Art. 21.** The use of IT resources by company employees and employees of outsourced companies is guided by guidelines on security policy that involves standards and procedures related to information technology made available by Mater Dei Health Network, and the private use of the company's IT tools is prohibited, in compliance with the following:
- I. Access to any site not related to the user's professional activity is forbidden, such as sites with pornographic content, leisure, sports, cooking, horoscopes and all other content that does not fall within the user's professional activities;
- II. Institutional communication systems (e-mail and chat) should be used strictly for professional matters. Emails must contain the standard signature recommended by the institution. Access must be according to job title or function, so the IT department can set it automatically;
- III. The dissemination or propagation of messages for private purposes through the company's computers and/or systems is prohibited, especially those of a religious, political, racist, discriminatory or pornographic nature;
- IV. Employees and trainees who are in possession of a *laptop* or computer belonging to the Mater Dei Health Network, granted for use within the company, may not remove it from the Mater Dei Health Network without prior written authorization from the area's immediate superior and with the approval of the Board of Directors, and after the documentation has been duly regularized with HR;
- V. Forgotten passwords must be reported to the manager, who will ask the Information Technology department for immediate regularization;
- VI. Employees are solely responsible for the use of their passwords and are liable for any damage resulting from their improper use, even by third parties;
- VII. All *software* and systems used must be licensed in accordance with the conditions established by the copyright and marketing rights owners, and the installation or copying of *software* and systems is not permitted, except with express authorization from the competent technical manager and within the conditions established by the owners mentioned in this item;



- VIII. Under no circumstances should information relating to the business of Mater Dei Health Network, including data on its employees, clinical staff, relations with operators and other companies, be sent or received by employees via e-mail, unless expressly authorized in writing by the Board of Directors;
- IX. Internet access and the sending of e-mails can be monitored at any time by the company, making it possible to not only identify the user who accessed the site and sent e-mails, but also the equipment, time and time of connection.
- **Art. 23.** The use of pirated or copyright-infringing programs is prohibited.
- **Art. 24.** Users of the information technology made available by the Mater Dei Health Network must comply with current legislation on the protection of intellectual property in computer programs.

Sole **paragraph:** in the event of infringement of the legislation mentioned in this article, the user will be subject to the civil and criminal penalties provided for by law and may be held liable for any losses and damages.

- **Art. 25.** All information, documents, inventions, *software*, files, templates, formulas, analyses, reports and any other documents produced by employees of the Mater Dei Health Network are the property of the company and may not be transmitted or disclosed without prior and formal authorization.
- **Art. 26.** All documents relating to the company or in its custody are considered confidential, in particular:
- I. Financial and accounting data;
- II. Data on contracts with third parties;
- III. Information on the amounts paid to employees and other aspects of the salary policy;
- IV. Internal rules and flows;
- V. Business plans;
- VI. Medical archives;
- VII. Records;
- VIII. Accounts;



- IX. Functional file;
- X. Personal data of any natural person (patient, companion, employee, member of the Clinical Staff and others).

Sole paragraph: personal data must be reported to the Digital Governance Committee for inclusion in Data Mapping, in accordance with the GDPL.

INFRACTIONS AND PENALTIES

- **Art. 27.** Actions, omissions or connivance that imply disobedience or non-compliance with the provisions of this Code or any other internal rule will subject the offender to the sanctions of:
- I. Verbal warning;
- II. Written warning;
- III. Unpaid suspension, in accordance with labor legislation;
- IV. Dismissal for cause.
- § 1. The employer may apply the penalty according to the seriousness of the misconduct and the mitigating or aggravating circumstances, and there is no initial obligation to apply the most lenient penalty.
- § 2. In the case of an Adverse Care Event, the Patient Safety Center must be called in, which will be responsible for investigating the matter.
- **Art. 28.** The following are considered mitigating circumstances:
- I. Effective repentance;
- II. Good professional background;
- III. Spontaneous confession.
- **Art. 29.** The following are considered aggravating circumstances:
- I. Recidivism, understood as the repetition of reprehensible conduct;
- II. Severity of the injury;
- III. The execution, concealment, impunity or occurrence of another offense;
- IV. Negative personal or professional history;



- V. Deliberate wrongdoing;
- VI. Negligence, recklessness or malpractice.

Sole **paragraph: mitigating and aggravating** circumstances must be assessed by the immediate manager and formally communicated to Human Resources.

ACTIONS IN THE EVENT OF DOUBTS AND NON-COMPLIANCE WITH THE FUNCTIONAL CODE

Art. 30. Lack of understanding of this Code is not an argument for non-compliance, and it is up to the employees to:

- I. Seek advice from Human Resources in case of doubt, since this Code presents situations experienced in the company's daily routine, but does not cover all situations that may arise or occur;
- II. Notify their immediate manager or the Board of Directors of the area of any conflict issues in which people are or become involved;
- III. Inform Human Resources, in writing, of any facts that contravene this Code or that could harm the company and, if it is impossible to inform Human Resources, report them via the whistleblowing channel or in writing to the Ethics and Conduct Committee of the corresponding Regional Office;
- IV. Ask for clarification through the Whistleblowing Channel in the doubts option, in situations of misunderstanding about rules/procedures;
- V. Report any irregularities in writing to the specific Ethics Committee of each profession so that the appropriate measures can be taken;
- VI. Reinforce the company's ethical principles and ensure that they are adhered to;
- VII. Report any facts that contravene this Code or that could harm the company and, if this is not possible, inform the Ethics and Conduct Committee of the corresponding Regional Office in writing.

MANAGEMENT OF THE FUNCTIONAL CODE

Art. 31. The Functional Code is managed by Human Resources, which will authorize its dissemination, application and updating, as well as providing input for the decisions of the Mater Dei Health Network Ethics and Conduct Committee.



- **1.** The Mater Dei Health Network Ethics and Conduct Committee will be made up of coordinators, managers and directors representing employees, nursing staff, patients, the Clinical Staff and management, and will act in accordance with the definitions in the corresponding regulations, its members being duly appointed by the Network's Chair;
- **2** The Mater Dei Health Network Ethics and Conduct Committee shall meet every six months, without prejudice to extraordinary meetings, whenever necessary, when convened by its Chair, and the meetings shall be formally documented in the minutes;
- **Art. 32.** Any cases not covered by this Code will be resolved by the Mater Dei Health Network Ethics and Conduct Committee or, in urgent situations, by the Network's Board of Directors.



3 INT

INTERNAL REGULATIONS OF THE CLINICAL STAFF

CHAPTER I PRINCIPLES AND OBJECTIVES

- **Art. 1** Rede Mater Dei de Saúde [Mater Dei Health Network] is a publicly traded company operating in hospital, diagnostic, outpatient, urgent and emergency care, with its head office located at Rua Mato Grosso, 1,100 Santo Agostinho.
- **Art. 2** The Internal Regulations of the Clinical Staff have been developed and drawn up in accordance with the interests of the health professionals and according to criteria set by them, with observance of ethical and moral principles.
- **Art. 3** Upon voluntarily joining the Mater Dei Health Network's Clinical Staff, the professional undertakes to observe these regulations, as well as the Code of Ethics applicable to their respective category.

CHAPTER II THE CLINICAL STAFF

- **Art. 4 Characterization of the Clinical Staff:** The Mater Dei Health Network's clinical staff is open, under the terms of the Diceological Norms of the Code of Medical Ethics (Chapter II, clause VI), and is made up of self-employed health professionals, who are granted the right to use the company's facilities and are responsible for carrying out all professional acts in accordance with ethical and humanitarian principles.
- § 1 Medical professionals are granted the right to admit patients.
- **§2 Members** of the Clinical Staff have no employment relationship with Mater Dei Health Network, and do not receive a salary or remuneration of any kind and are not hierarchically subordinate to its management.
- **Art. 5** The doctor, after proving his or her suitability (indicated by another member of the Clinical Staff), duly registered with the Brazilian Medical Board and legally qualified to exercise his or her profession, may autonomously perform his or her science on the premises of the Mater Dei Health Network, in accordance with the express provisions of item VI of Chapter II of the New Code of Medical Ethics, approved by Brazilian Medical Board Resolution 1.931/2009, respecting the techniques approved by the Brazilian Medical Board of Minas Gerais and subsequent rules that may alter or revoke it.
- **Art. 6** The Management of the Mater Dei Health Network shall ensure that medical professionals and other health specialties have full professional autonomy with regard to the acts they carry out in the exercise of their activity, and that these professionals comply with the rules of the Mater Dei Health Network.



general operating rules of the hospital, necessary for the integration of services and activities, the well-being of patients and the preservation of ethics and integrity.

Sole **paragraph: In carrying out their professional activities**, the Clinical Staff shall observe the provisions of these regulations, which they have drawn up and approved, as well as the ethical principles described in the Codes of Ethics of their categories.

- **Art. 7** The Clinical Staff of the Mater Dei Health Network is the group of doctors and health professionals who provide assistance to patients, whether private or contracted, and who enjoy professional, technical, scientific, political and cultural autonomy.
- **Art. 8 Characterization of the Organization of the Clinical Staff:** the organization of the Clinical Staff is done by means of representation according to the subjects and aspects to be dealt with, in particular:
- I. **In the Technical Board:** to deal with issues and aspects related to patient care, the treatments given, the techniques applied, the technology and procedures used by all the professionals in the Clinical Staff;
- II. **In the Medical Ethics Committee:** to deal with matters involving ethics in the provision of services by members of the Medical Staff;
- III. **In the Research Ethics Committee (REC):** to defend the interests of research subjects in their integrity and dignity and to contribute to the development of research within ethical standards, under the terms of the specific resolution of the Ministry of Health;
- IV. **In the Epidemiology and Infection Control Service:** to contribute to minimizing the incidence and severity of hospital infections through systematically developed actions.

CHAPTER III ORGANIZATION OF THE CLINICAL STAFF

- **Art. 9.** The Clinical Director of the Mater Dei Health Network will necessarily be a medical professional who is a member of the Clinical Staff, who will have the attributions conferred on them by the rules of the Federal and/or Regional Medical Board of each state in question.
- **Art. 10.** Medical team coordinators must be medical professionals, regularly registered with the Brazilian Medical Board.



- **Art. 11. Medical Ethics Committee: Mater Dei Health Network** will support the Medical Ethics Committee, which will act in accordance with the rules and regulations dictated by the Federal Council of Medicine and the Regional Council of Medicine of Minas Gerais and any subsequent rules that may alter or revoke them.
- **Art. 12.** The members of the Medical Staff can organize themselves into teams, according to their convenience and interests, without the Board of Directors interfering with their formation, management and composition.
- **Art. 13.** The members of the Clinical Staff treat their patients privately or through health plans or health insurance companies that have a commercial relationship with the Mater Dei Health Network.
- **Art. 14.** Teams can be set up by self-employed professionals or, in accordance with the law, in the form of a legal entity, according to the decisions and interests of their members.
- **Art. 15.** There is no limit to the number of teams of the same specialty that can work on the premises of the Mater Dei Health Network.
- **Art. 16.** There is no relationship of subordination between the team coordinator, its members and the Network's Board of Directors.
- **Art. 17.** None of the team members is employed by their coordinators or by the Mater Dei Health Network.

CHAPTER IV DUTIES OF THE CLINICAL STAFF

- **Art. 18.** Liberal health professionals who are part of the Mater Dei Health Network Clinical Staff, without prejudice to their autonomy, must respect the Code of Medical Ethics and other Professional Codes, in accordance with the law governing their profession, including the following principles:
- I. According to Art. 1 of the Brazilian Medical Board's Code of Medical Ethics, it is forbidden for a doctor to cause harm to a patient, through intent or fault, including through action or omission, characterized as malpractice, imprudence or negligence. Medical responsibility is always personal and cannot be presumed;
- II. To assist the patients under their care with ethics, respect, consideration and within the best technique for their benefit;

- III. To collaborate with colleagues in the care of their patients, when requested;
- IV. To be personally, civilly and criminally liable for medical acts for which they are responsible, the indication of methods, diagnoses, treatment and medication, which, culpably or maliciously, have caused injury to the physical and/or mental health of the patient being treated;
- V. To maintain a cordial demeanor, respecting patients, their families, colleagues of the Clinical Staff and collaborators who are part of the Mater Dei Health Network;
- VI. To observe safety regulations in the hospital environment and patient safety.
- **Art. 19.** Among other things, it is the right of medical team coordinators to:
- a) Represent your team;
- b) Ensure compliance with these regulations;
- c) Ensuring the proper execution of the activities of the team he represents (specialties);
- d) Encourage constructive criticism and stimulate study and research;
- e) Ensure a sense of professional responsibility and medical ethics;
- f) Ensure the technical, moral and professional prestige of the team and the Clinical Staff;
- g) Give an opinion on technical questions put to it and, if necessary, hear specialists related to the subject under study, receiving their opinion in writing;
- h) Delegate to sub-coordinators, when necessary: scientific coordination, medical residency coordination, emergency room, specific services;
- i) Ensure the preparation, implementation and periodic review of protocols, encouraging scientific publications, attendance at meetings and scientific events;
- j) Ensure that the team works well and proposing actions to continuously improve results.
- **Art. 20.** The Clinical Director is responsible for carrying out the activities provided for in the specific Brazilian Medical Board Resolution.
- **Art. 21.** The Technical Director is responsible for carrying out the activities provided for in the specific Brazilian Medical Board Resolution.



- **Art. 22.** The Chairman and other members of the Medical Ethics Committee are responsible for exercising the powers conferred on them by Brazilian Medical Board Resolution No. 2,152/2016 and any subsequent rules that may amend or revoke it.
- **Art. 23.** The governance of the Mater Dei Health Network is made up of the Board of Directors, a Chair and two Vice Chairs, one of whom is in charge of care and the other commercial-administrative. The Assistance Vice-Chair is responsible for:
- a) Proposing strategic guidelines for the organization of care within the network, involving the entire clinical staff;
- b) Proposing the approval of these guidelines to the Network's Clinical Staff and Management;
- c) Supporting the Clinical and Technical Board in strategic planning for the Clinical Staff;
- d) Registering new members of the Clinical Staff together with the Clinical and Technical Board.
- **Art. 24.** When a doctor is a director, manager or coordinator, he or she must abide by the ethical principles of respect, consideration and solidarity with colleagues, always seeking the interests and well-being of the patient, without, however, failing to report acts that go against ethical principles to the Brazilian Medical Board.

CHAPTER V ADMISSION AND RETENTION OF MEMBERS

Art. 25. The Mater Dei Health Network's Clinical Staff is open and admission to it depends:

- I. At the request of the interested party, accompanied by their curriculum vitae;
- II. Formal recommendation from a member of the Medical Staff;
- III. Proof of license to practice medicine (Brazilian Medical Board) in their specialty and for other areas of health, in accordance with the rules of the Brazilian Medical Association;
- IV. The commitment to comply with patient safety and hospital environment standards, as required by law and other applicable standards, including sanitary standards and those of certifying agencies;
- V. Declare that there are no current or past ethical or legal issues with the Brazilian Medical Board or the courts;



- VI. The interested party must fulfill the other requirements demanded by law and by the rules of the Federal and State Boards of Medicine.
- **§1. The** following are basic attributions according to the rules of the Federal Board of Medicine:
- a) Do not leave patients unattended at the times the professional schedule with patients and teams, including during the shifts they arrange with teammates (Art. 9 of the Code of Medical Ethics);
- b) Monitoring inpatients under their responsibility;
- c) Continuously update themselves so that they have the technical capacity to apply the scientific resources available in the best possible way in favor of medicine, aiming for the best results, without neglecting the human side, imbued with solidarity, all in accordance with the rule that established the New Code of Medical Ethics;
- d) Continuously improving their knowledge and using the best of scientific progress for the benefit of the patient, their team and society, all in accordance with the rule that established the New Code of Medical Ethics.
- **§2** The preparation of the shift schedule is not subject to rules determined by the Board of Directors of the Mater Dei Health Network, nor to its approval.
- § 3 The appointment of substitutes for shifts does not require prior communication to the Mater Dei Health Network Board of Directors, which has no influence over the progress of the medical teams and is the sole responsibility of the doctor and his team.

CHAPTER VI MEDICAL FEES

- **Art. 26.** The establishment's income comes from providing hospital hotel services, fees for the use of equipment, materials, medicines and complementary tests for diagnosis and therapy, excluding income from medical activity, which belongs exclusively to doctors.
- **Art. 27.** In the case of patients without medical insurance, the fees will be set and charged by the professional himself, in compliance with ethical principles, without interference or participation by the Mater Dei Health Network.
- **Art. 28.** In the case of patients who are members of health insurances and medical cooperatives, these will pay in full the fees owed to doctors and other self-employed health professionals.



CHAPTER VII PENALTIES

- **Art. 29.** The Technical Director shall be responsible for ensuring that the Medical Ethics Committee functions fully and autonomously, as well as informing the Regional Board of Medicine, by decision of the Ethics Committee, of any cases in which a healthcare professional commits a proven ethical and/or moral infraction, or acts with intent, recklessness or negligence in the performance of their professional activity.
- § 1 The offender may be excluded from the Clinical Staff, to be decided by a general meeting of the Mater Dei Health Network Clinical Staff, called specifically for this purpose, ensuring a full defense and obedience to the legal rules in force, including the terms of the specific Resolution of the Federal Board of Medicine.
- § 2 The excluded member shall be formally notified by the deliberating body by means of a duly motivated written document containing the reasons for his/her withdrawal from the Medical Staff.
- **Art. 30.** Any cases not covered by these Regulations will be resolved on an emergency basis by the Vice-Chair of Care and/or the Clinical Director until the Clinical Staff evaluates them and makes its decision in conjunction with the Clinical Director.
- **Art. 31.** These Internal Regulations come into force after being approved by the Hospital's Clinical Staff and endorsed by the Regional Medical Board of Minas Gerais, approved and registered.

CHAPTER VIII STANDING AND TEMPORARY COMMITTEES

- **Art. 32.** The Mater Dei Health Network will maintain a Research Ethics Committee (REC) in constant operation, in compliance with Resolution No. 196/96 of the Ministry of Health and any subsequent regulations that may alter or revoke it.
- **Art. 33.** The Mater Dei Health Network will maintain a Hospital Infection Control Committee in constant operation, which, under the terms of Law No. 9,431/97 and Ordinance No. 2616/98, will carry out hospital infection control actions.
- **Art. 34.** In addition to the committees already listed, Rede Mater Dei de Saúde will also maintain the necessary committees to comply with health legislation and the rules of the competent public bodies:



- I. Medical records review committee;
- II. Infant and fetal death committee;
- III. Maternal death committee;
- IV. In-hospital committee for the donation of organs and tissues for transplantation;
- V. Internal accident prevention committee.
- **Art. 35.** The Mater Dei Health Network may create temporary committees within the institution according to the need to better organize its work in order to provide the best health care.

These regulations may differ in content depending on where they were approved by the Brazilian Medical Board.



4

DECALOGUE

1. ENFORCEMENT AT WORK

You went through a rigorous series of tests and interviews to join the Mater Dei Health Network. Your approval was the result of your intelligence, aptitude and sensitivity, which we hope will be applied in your work with us. We believe in your potential.

2. SERVE WITH EXCELLENCE

Our main responsibility is to our clients. Therefore, in order to provide you with the best possible service, everything you do must bear the mark of our commitment to quality for life.

3. UNDERSTAND THE CLIENT

Mater Dei Health Network's clients are aware of their importance to the company and are therefore often demanding and critical. You need to understand them and meet their needs. Their response will surely come with an improvement in their health.

4. COMFORT THE PATIENT

Expressing words of comfort to patients is very important. Sometimes it will be difficult to meet their expectations. However, dialoguing with them is the best way to demonstrate the honesty with which the Mater Dei Health Network works.

5. COLLABORATE WITH COLLEAGUES

Your coworkers should be treated with attention and respect. Working at the Mater Dei Health Network means joining a great team with the same goal: to provide the best service in the health sector in Brazil.

6. TALK TO YOUR LEADER

Your manager will always be ready to listen to your suggestions and criticisms. A polite, open and transparent dialog with them is the best way to solve problems.



7. PRESERVE THE ENVIRONMENT

Collaborate with the preservation of the environment and natural resources by familiarizing yourself with the environment.

-The regulations on the subject have been complied with. To begin with, try to keep your workplace clean, tidy and safe.

8. TAKE CARE OF YOUR ASSETS

Make proper use of our equipment, including computers, printers and the Internet, in order to protect clients, doctors and colleagues from mishaps or losses in service.

9. AVOID WASTE

Loyally help the Mater Dei Health Network to reduce costs without compromising the quality of its services so that we can always keep our prices at reasonable levels. You only stand to gain.

10. SELL QUALITY

Be the best salesperson for the quality services offered by the Mater Dei Health Network. In order to do this, try to deepen your professional knowledge and inform your clients of the advantages you have to offer them.



ANNEXES

GLOSSARY

Public official: anyone who provides any kind of service to the state, who performs public functions, in the broadest possible sense of this expression, meaning any public activity.

White Weapon: any object that can be used to attack or defend someone, other than a firearm.

Effective repentance: is the action taken by the perpetrator that prevents the perfect attempt, or flawed crime, from taking effect.

Moral harassment: any conduct that characterizes abusive, frequent and intentional behavior, through attitudes, gestures, words or writings that can harm a person's physical or psychological integrity, endangering their job or degrading their working environment.

Cade: Administrative Board for Economic Defense.

Compliance: committing to the internal and external rules that govern a company's business.

Unfair competition: an illegal market practice in which illegal and even abusive techniques are used to gain customers, to the detriment of competitors.

Conflict of interest: a situation generated by the clash between personal and professional interests, which may compromise the collective interest or improperly influence the performance of the job.

Internal controls: these are mechanisms, rules and procedures implemented by a company to guarantee the integrity of financial and accounting information and processes, reducing risks.

Deliberate: that has been decided, resolved, after exhaustive discussion and analysis.

Charitable organization: a legal entity that provides services to society, especially to the neediest people, and whose purpose is not to make a profit.

Trainees: scholarship holders, specialization students, academics and young apprentices.

1st degree family: father and mother, son and daughter.



2nd degree family: grandfather and grandmother, grandson and granddaughter.

3rd degree family: great-grandfather and great-grandmother, great-grandson and great-granddaughter.

Relatives in a collateral line: people who are not descended from each other.

Family in a straight line: descended from one another.

Relatives by affinity: father-in-law, mother-in-law, daughter-in-law, son-in-law and brothers-in-law.

Trustworthiness: a characteristic of someone who appears to be honest, correct.

Illegal: contrary to the law. Illegal.

Malpractice: lack of experience, skill, aptitude for carrying out an activity.

Imprudence: lack of caution, attention, care when carrying out an activity.

Integrity: commitment to ethical values.

Negligence: lack of care when carrying out research involving human beings.

Prerogative: a special right inherent to an office or profession.

Probity: uprightness, honesty, decorum, decency.

Intellectual Property: rights to knowledge products and/or processes, whether tangible or intangible.

Retaliation: retaliation for an offense or aggression suffered, reprisal and revenge.



ANNEX I EMPLOYEE STATEMENT

M	0
	┖.

CPF (Individual Taxpayer Registration):	ID:
Address:	

I declare that I have had digital access to the contents of the Code of Integrity and the Functional Code, and that I am aware of its contents, as well as all the other internal rules of the Mater Dei Health Network and undertake to carry out the duties inherent in my position in strict compliance with the aforementioned rules and the legislation in force, refraining from acts that could cause material or immaterial damage to the company.

I also declare that I am aware that the mission of the Mater Dei Health Network is "Commitment to Quality for Life", and that, in establishing a working relationship with the Mater Dei Health Network, I also assume this commitment and will strive to serve our clients with excellence. Finally, I hereby declare that I am aware that any acts in breach of internal rules, especially those contained in the Code of Integrity and the Functional Code, may result in the application of penalties, including dismissal for just cause, without prejudice to the duty to repair any damage caused to the company, patients or third parties, even moral damage.

	,	/	/	
Name				
Signature				

ANNEX II DECLARATION BY THE MEMBER OF THE CLINICAL STAFF

Me,
CPF (Individual Taxpayer Registration): ID:
Address:
I declare that I have had digital access to the contents of the Code of Integrity and the Internal Regulations of the Clinical Staff, and that I am aware of their contents, as well as all the other internal rules of the Mater Dei Health Network and undertake to carry out the duties inherent in my position in strict compliance with the aforementioned rules and the legislation in force, refraining from acts that could cause material or immaterial damage to the company, its employees and patients.
I also declare that I am aware that the mission of the Mater Dei Health Network is "Commitment to Quality for Life", and that by establishing a partnership with the Hospital, I also assume this commitment and will strive to provide excellent care for patients and their companions.
Finally, I hereby declare that I am aware that any acts in breach of the internal rules, especially those contained in the Code of Integrity and the Internal Regulations of the Medical Staff, may result in penalties, including exclusion from the Medical Staff, without prejudice to the duty to repair any damage caused to the company, employees and patients, even if moral.
Name
Signature



ANNEX III CONFIDENTIALITY AGREEMENT

Employees, trainees, Clinical Staff and partners are obliged to observe the strictest confidentiality with regard to any and all confidential information that they become aware of through their relationship with the Mater Dei Health Network. They may not, under any pretext or excuse, omission, fault or willful misconduct, reveal, reproduce or make known to third parties, and are forbidden to produce copies or *back-ups* of documents they have become aware of or which are in their custody. If documents containing confidential information are destroyed, appropriate security measures must be taken.

Employees, trainees, clinical staff and partners are aware that the duty of confidentiality, by its very nature, will remain in force, in perpetuity, even after they leave the Mater Dei Health Network.

Any confidential information disclosed inappropriately will subject the employee, trainee, Clinical Staff and partner to the penalties provided for in the Functional Code and/or Internal Regulations of the Clinical Staff, without prejudice to other legal penalties.

		/	
Name			
Name			
Signature	<u> </u>		

ANNEX IV QUESTIONNAIRE FOR JOBSEEKERS

The Mater Dei Health Network, acting in compliance with Law 12,846 - the Anti-Corruption Law, carries out a risk assessment, among other ways, also by evaluating the profile of its internal and external employees. According to the Mater Dei Health Network's Code of Integrity, candidates for job vacancies must complete the following questionnaire in accordance with the law.

accordance with the law.
Me,
CPF (Individual Taxpayer Registration): ID:
Full address:
Telephone: () E-mail:
Answer yes or no to the following questions and give reasons if you answer yes.
1. You are or have been a member of a political party.
() Yes () No Justification:
2. Have you ever been convicted, administratively or judicially, of committing the illegal acts described in Article 5 of Anti-Corruption Law No. 12,846/13? If so, please provide the relevant clarifications.
() Yes () No Justification:
3. Have you ever been suspended/prevented from contracting with the Public Authorities, declared unfit, prevented from bidding and under the penalties of the Law on Public Tenders and Contracts?
() Yes () No Justification:
Justinication



4. Have you ever been dismissed for just cause by federal, state or municipal government entities?
() Yes () No Justification:
5. You have or have had business ties with federal, state or municipal political agents. Political agents are the heads of the executive branch, their deputies, ministers and secretaries and the members of the legislative houses. A commercial relationship is considered a business or simple company and the provision of services on a routine basis. If so, please provide the relevant clarifications.
() Yes () No Justification:
6. Do you have a relative up to the 2nd degree, including by affinity (father, mother, child, brother, sister, grandmother, grandfather, grandchild, brother-in-law, father-in-law, brother-in-law, son-in-law, daughter-in-law and husband or wife), who are members of the Public Administration and may have a connection with the work to be carried out for the Mater Dei Health Network. Public administration is any body or entity belonging to the three spheres of government.
() Yes () No Justification:
7. Do you have any relatives, up to the 2nd degree, including by affinity (father, mother, child, brother, sister, grandmother, grandfather, grandchild, brother-in-law, father-in-law, brother-in-law, son-in-law, daughter-in-law and husband or wife) who are part of the Mater Dei Health Network staff?
() Yes () No
If yes, please complete:
 Family member's name: Kinship: 3. Position: Sector/unit in which the family member works: Additional information:
I declare for all due purposes that the information contained in this form is true and consistent with the reality of the facts at the time. I declare that all the information mentioned in this form is my sole responsibility. I have also been informed that if there are any changes to the data contained in this Declaration, they must be informed and registered with the Department of Resources.



Human Rights. Finally, I am aware that any falsehood in the information provided constitutes a crime under the Brazilian Penal Code and may be prosecuted in accordance with the law. There being nothing further to declare, and aware of the responsibilities for the declarations made, I sign this.

Name
Signature

中MaterDei

♣ MaterDei
Hospital Santo Agostinho

中MaterDei Hospital Betim-Contagem

小MaterDei Hospital Nova Lima

中MaterDei

中MaterDei

中MaterDei

A3Data sss

中MaterDei



中MaterDei



中MaterDei Rede de Saúde



中MaterDei

