

INCLIVA'S CODE OF ETHICS AND CONDUCT

I. INTRODUCTION

1. OVERVIEW

The INCLIVA Research Foundation of the Hospital Clínico Universitario de València is a non-profit organisation, officially recognised as such and registered in the Register of Foundations of the Valencian Community under number V-333, pursuant to the Resolution of 6 September 2000 issued by the Honourable Secretary General of the Regional Ministry of Justice and Public Administration. Its purpose is to promote, encourage and carry out scientific and technical research and teaching, and to monitor and oversee such activities within the Malvarrosa Clinical Department, as set out in its Statutes.

It currently forms part of the public sector of the Valencian Regional Government and, as such, the principles of public administration apply to its operations. In accordance with regulations on transparency and access to public information, it is necessary to adopt a code of ethics that encompasses all aspects of its management, thereby reinforcing the recognition and trust placed in it by public authorities and by individuals and legal entities that contribute significantly to its funding, as well as by the scientific community and Valencian and Spanish society, to whose progress in the field of health INCLIVA owes its very existence.

INCLIVA's reputation for prestige and scientific excellence, which has been built up since its inception, is the result of a daily collective effort that must be safeguarded by everyone involved in the project. The smooth running of the organisation depends on our individual commitment to and responsibility for these principles and values.

Acting with integrity is about more than just protecting INCLIVA's image and reputation; it is also about maintaining a place where we are all proud to work. For this reason, INCLIVA has adopted this Code, which, through our core values and principles, sets out the guidelines for behaviour that make INCLIVA a prestigious benchmark in biomedical research. It is intended to develop and formalise our mission and values, and to serve as a guide for the conduct of our professionals in a public environment governed by the public interest.

It means acting with honesty and transparency and treating all members of the INCLIVA community—all of us, including researchers, patients, service users, students and suppliers—fairly and with dignity. Therefore, all employees, attached staff, collaborators and members of governing bodies, as well as individuals in a general capacity who work

or provide services at any of the organisations linked to INCLIVA, are obliged to comply with it, to promote its dissemination and to integrate it into our day-to-day activities.

The Code of Ethics has been drawn up taking into account regional, national and international recommendations on good governance and ethics for non-profit organisations, as well as the principles of social responsibility accepted by the Foundation, and serves as a fundamental reference for monitoring compliance.

2. OBJECTIVE

This Code of Ethics – hereinafter referred to as the “Code” or the “Code of Ethics” – sets out the principles and standards of conduct that must govern the actions of all those associated with the INCLIVA Biomedical Research Institute, with the aim of ensuring ethical and responsible behaviour in the course of their work. It sets out the Foundation’s commitment to the principles of ethics and transparency in all areas of its work, establishing a set of principles and guidelines for conduct aimed at ensuring the ethical and responsible behaviour of all its professionals in the course of their work.

This Code does not seek to cover every possible situation that may arise, but rather to establish minimum standards of conduct to guide INCLIVA members and all its staff and professionals in the way they act whilst carrying out their work.

II. GENERAL PROVISIONS

3. SCOPE OF APPLICATION

The principles and guidelines for conduct set out in the Code of Ethics apply to the governing and management bodies and to all professionals at INCLIVA, regardless of their position in the hierarchy, their functional role or their legal relationship with the Foundation, whether this be an employment, training, contractual or collaborative relationship; that is to say, to all professionals carrying out activities at the INCLIVA Biomedical Research Institute.

For these purposes, the following are considered professionals:

- i) members of the governing bodies;
- ii) managers;
- iii) employees
- iv) interns and scholarship holders;
- v) researchers affiliated with INCLIVA

vi) collaborators in INCLIVA's research groups

regardless of the organisation affiliated with INCLIVA for which they provide their services. These individuals shall hereinafter be referred to as "Professionals".

Those INCLIVA Professionals who manage or lead teams of people must also ensure that the Professionals directly under their supervision are aware of, understand and comply with this Code, and lead by example

Professionals acting as representatives of the Foundation in organisations, associations, foundations or other bodies shall observe the Code of Ethics in the performance of such duties and shall promote the application of the Foundation's mission, aims, values and standards of conduct within those organisations, associations, foundations or other bodies with which they collaborate

Compliance with the Code of Ethics is without prejudice to strict compliance with the Articles of Association and all other regulations in force at the Foundation.

The Foundation considers that professional conduct in accordance with the mission and values described is the best guarantee of its commitment to fulfilling its founding objectives.

4. ENTRY INTO FORCE

It shall come into force on the day following its approval by the INCLIVA Board of Trustees.

III. GENERAL PRINCIPLES

5. COMPLIANCE WITH THE LAW

INCLIVA's governing bodies and staff shall strictly comply with the legislation in force in the place where they carry out their activities, in accordance with the spirit and purpose of the regulations, and shall observe the provisions of the code of ethics, the regulations in force and the procedures governing their activities. Furthermore, they shall fully respect the obligations and commitments undertaken by the Foundation in its contractual relations with third parties, as well as the customs and best practices applicable in each case.

INCLIVA's staff must be particularly familiar with the laws and regulations that affect the performance of their duties and which apply to them, as well as the principles of good governance set out in this code of ethics.

6. COMMITMENT TO CONSTITUTIONAL RIGHTS

1. The Foundation affirms its commitment to and adherence with the constitutional rights recognised in Spanish law.
2. In particular, the Foundation undertakes to respect freedom of association and collective bargaining, as well as equal rights between men and women, nationals and foreign nationals, and people with disabilities, acknowledging and respecting these differences, whilst prohibiting any form of discrimination amongst its professionals and staff or that which might affect third parties who have a relationship with the Foundation or wish to access its services, benefits, grants, scholarships or job vacancies it offers.
3. Similarly, the Foundation guarantees its employees' rights to freedom of opinion, association, expression, privacy, personal image, confidentiality of communications and dignity, in accordance with the content and scope conferred upon them by the Constitutional Court.

7. NON-DISCRIMINATION AND EQUAL OPPORTUNITIES

1. The Foundation promotes non-discrimination on the grounds of race, nationality, social origin, age, sex, marital status, sexual orientation, ideology, political opinions, religion or any other personal, physical or social condition of its staff, as well as equal opportunities amongst them and in access to the jobs or scholarships offered by the Foundation.
2. In particular, the Foundation shall promote equal treatment between men and women with regard to access to employment, training, staff promotion and working conditions, as already set out in the current Equality Plan, extending the scope of this principle to public tenders for the procurement of goods and services.
3. Similarly, the Foundation will ensure strict compliance with legislation promoting access to the workplace for people with disabilities, extending the scope of this principle to public tenders for the procurement of goods and services.
4. The Foundation rejects any manifestation of violence, physical, sexual, psychological, moral or other forms of harassment, abuse of authority in the workplace, and any other conduct that creates an intimidating or offensive environment for the personal rights of its staff, and will proactively adopt, in collaboration with staff representative bodies, the necessary measures to prevent such conduct or put an end to it once detected. The Anti-Harassment Protocol currently in force serves this purpose.

8. PROTECTION OF THE ENVIRONMENT

The Foundation and its staff undertake to carry out their work with full respect for the environment, minimising the impact of their activities on it, and adopting as guiding principles the aim of minimising the waste generated by their activities through efficient waste management and promoting energy saving to preserve the natural environment.

9. BALANCING FAMILY LIFE WITH WORK

The Foundation respects the personal and family lives of its staff and will promote work-life balance schemes that facilitate the best possible balance between their personal lives and their work responsibilities

10. RIGHT TO PRIVACY

INCLIVA respects the right to privacy of its staff and members of its governing bodies in all its forms, particularly with regard to personal, medical and financial data, whilst respecting the personal communications of its staff via the internet and other means of communication.

INCLIVA undertakes not to disclose the personal data of its staff and members of its governing bodies, except with the consent of the data subjects and in cases of legal obligation or compliance with judicial or administrative rulings. Under no circumstances may the personal data of staff be processed for purposes other than those provided for by law or contract.

Professionals of the Foundation and members of its governing bodies who, by virtue of their work, have access to the personal data of other professionals within the Foundation, are bound by the confidentiality clause and undertake to maintain the confidentiality of the confidential data to which they have access in the course of their work.

Professionals of the Foundation and members of its governing bodies who, by virtue of their work, have access to the personal data of third parties, are subject to the confidentiality clause and undertake to maintain the confidentiality of the confidential data to which they have access in the course of their work.

11. HEALTH AND SAFETY AT WORK

The Foundation promotes health and safety at work as an essential part of its activities and, in collaboration with staff representatives through the Health and Safety Committee, implements the preventive measures laid down in this regard by current legislation and any others that may be introduced in the future, ensuring that they are strictly observed by the Foundation's staff.

12. RECRUITMENT OF STAFF

INCLIVA recruits its staff in strict compliance with the principles of equality, merit, competence and transparency, taking into account solely the academic and professional merits of candidates and the Foundation's needs.

The Foundation will assess professionals applying for selection processes rigorously and objectively, taking into account their merits, training, experience and suitability for the post, in accordance with the selection procedure approved by its governing bodies and in compliance with the applicable regulations.

The Foundation guarantees the principles of equality, merit, competence and transparency in its staff selection processes, consistent with the principles of promotion, speed and efficient management of expenditure.

13. BENEFICIARIES OF THE FOUNDATION

When selecting the beneficiaries of its activities, INCLIVA will always act in accordance with the principles of impartiality and non-discrimination, selecting them from among those who meet the circumstances and requirements set out in the various calls for applications. In particular, the Foundation will ensure equal opportunities in access to its activities, grants and training programmes, as well as to its staff recruitment processes.

IV. GENERAL RULES OF CONDUCT

14. PROFESSIONAL INTEGRITY

14.1 Principles of Conduct

INCLIVA's professionals and the members of its governing bodies must, in the performance of their duties, adhere to a set of principles that reflect their commitment to sound management and good governance, in order to fulfil INCLIVA's social responsibility as a foundation and ensure transparency in its actions. The principles are:

- a) The principle of legality, according to which the Foundation shall pursue its objectives in strict compliance with the law applicable at any given time and with the recommendations of the bodies responsible for overseeing its management.
- b) The principle of expenditure restraint, which entails optimising the Foundation's own financial resources to achieve its founding objectives and prioritising resources for the fulfilment of those objectives.
- c) The principle of proactivity in securing funding from funding agencies, industry, or private sponsorship or patronage.
- d) The principle of transparency, which guarantees equal opportunities in access to the Foundation's programme activities and entails the provision of clear information on the sources of its funding and on its management.

- e) The principle of efficient management, which involves the planning and monitoring of the various activities carried out, in line with previously established objectives and the optimisation of resources.
- f) The principle of a positive corporate image, which entails orienting all internal processes and actions towards the society on which the Foundation depends, with the aim of conveying an image of soundness and reliability in all areas.
- g) The principle of effective control, which involves establishing oversight mechanisms for internal processes to ensure compliance with the other principles.
- h) The principle of public interest, which must underpin all actions and which implies that all such actions must pursue objectives of general interest and that, under no circumstances, should public resources be used to serve private interests.

14.2 Duty of effective management and control

The Foundation's governing and management bodies shall attend meetings to which they have been duly convened, having prepared adequately for such meetings and having diligently informed themselves of the matters to be discussed at those meetings, with a view to contributing to the effective management and control of the Foundation's activities.

The same obligation applies to INCLIVA's staff within their respective areas of responsibility.

14.3 Duty of active participation in the governance of the Foundation

The Foundation expects its governing bodies to participate actively in their respective meetings, so that their judgement may contribute to a broader range of perspectives, thereby ensuring that decisions are made on a sufficiently sound basis.

Furthermore, the trustees shall exercise their supervisory role over the actions of the management bodies with due diligence and in full knowledge of the facts.

The same obligation to participate actively applies to INCLIVA's advisory and management bodies and to its professionals within their respective areas of responsibility and oversight of operations.

14.4 Resources and means for the performance of professional activities

The Foundation undertakes to make available to its governing bodies and professionals the necessary and appropriate resources and means for the performance of their duties.

The Foundation's governing bodies and professionals undertake to make responsible use of the resources and means made available to them, using them exclusively for professional activities in the Foundation's interests. In particular, they undertake to make responsible use of communication tools, IT systems and, in general, any other means that the Foundation makes available to them in accordance with the policies and criteria established for this purpose. These resources are provided for professional use and are therefore not suitable for private communication. The use of such resources by staff does not give rise to any expectation of privacy should they be subject to supervision by the Foundation in the proper performance of its supervisory duties, in accordance with the Constitutional Court's case law on this matter.

The Foundation is the owner of the property rights and the rights of use and exploitation of the computer programmes and systems, equipment, manuals, videos, projects, studies, reports and other works and rights created, developed, refined or used by its professionals, within the framework of their work or based on iNCLIVA's computer systems and equipment.

Professionals shall respect the principle of confidentiality with regard to the rights, licences, software, systems and technological know-how whose ownership or rights of exploitation or use belong to the Foundation.

The use of the computer equipment, systems and software that the Foundation makes available to staff for the performance of their work, including access to and use of the Internet, must comply with security and efficiency criteria, excluding any use, action or computer function that is unlawful or contrary to the Foundation's rules or instructions.

Professionals shall not exploit, reproduce, replicate or transfer the Foundation's computer systems and applications for purposes unrelated to the Foundation.

Furthermore, staff members shall not install or use, on the Foundation's computer equipment, any software or applications whose use is unlawful or which may damage the systems or harm the reputation or interests of the Foundation or of third parties.

15. INTERNAL CONTROL AND PREVENTION OF CORRUPTION

15.1 Restricted and confidential information

Non-public information owned by the Foundation shall, as a general rule, be regarded as restricted and confidential information and shall be subject to professional secrecy; its content may not be disclosed to third parties, unless expressly authorised by the competent body of the Foundation in each case or unless required by law, a court order or an administrative authority.

It is the responsibility of the Foundation and all its staff to put in place adequate security measures and to apply the established procedures to protect restricted and confidential information stored on physical or electronic media against any internal or external risk of unauthorised access, tampering or destruction, whether intentional or accidental. To this

end, the Foundation's staff shall maintain confidentiality regarding the content of their work in their dealings with third parties.

Members of INCLIVA's governing bodies, its advisory bodies and INCLIVA's staff shall maintain the confidentiality of their deliberations and shall refrain from disclosing any information, data, reports or background material to which they have had access in the course of their duties, as well as from using such information for their own benefit or that of persons associated with them. This obligation of confidentiality shall continue even after they have left office. This obligation also applies to all participants in the aforementioned meetings and to all directors, researchers and managers within their respective areas of responsibility.

Disclosing and/or using confidential information for personal purposes contravenes the code of ethics and constitutes a serious breach of professional duties.

15.2 Protection of personal data

INCLIVA takes particular care to safeguard the right to privacy by protecting the personal data entrusted to it by its clients, partners, suppliers, collaborators, contractors, employees, institutions and the general public.

Members of INCLIVA's governing bodies, its advisory bodies and INCLIVA's professionals shall not collect, process, store, retain, communicate, disclose or use personal data to which they have access in the course of their duties at INCLIVA in a manner that contravenes the rules established by laws, international conventions and internal regulations on the protection of personal data.

15.3 Use of the Foundation's assets

The governing and management bodies and members of INCLIVA shall not make use of the Foundation's assets nor exploit their position within it to obtain any financial or personal advantage of any kind.

15.4 Gifts and presents

Neither the Foundation's governing and management bodies, nor its members or persons associated with them, may give or accept gifts or presents, in the course of their duties or responsibilities, of such significance that they are likely to constitute a conflict of interest by affecting the freedom and independence with which they must carry out their duties or responsibilities.

This prohibition shall not apply where the gifts or presents are of negligible monetary value, constitute customary courtesies, or are not prohibited by law or by generally accepted practices in organisations of a similar nature.

15.5 Prevention of money laundering and irregularities in payments

INCLIVA's governing and management bodies, as well as its members, must comply with the disclosure and cooperation obligations imposed by the anti-money laundering regulations in force in each country, and must not, under any circumstances, use data relating to customer payments in an unlawful or inappropriate manner. Similarly, any activity that could involve the forgery or fraudulent use of payment methods used by INCLIVA's clients and/or suppliers, such as debit or credit cards, amongst others, is prohibited.

In order to prevent and avoid the laundering of funds derived from criminal or unlawful activities, INCLIVA's staff must also pay particular attention to cases where there are indications of a lack of integrity on the part of the individuals or entities with whom business is conducted, such as:

- cash payments that are unusual given the nature of the transaction,
- payments made by bearer cheques and payments made in currencies
- other than those specified in the contract or agreement, or on the invoice;
- payments made to or by third parties not mentioned in the relevant contract or agreement;
- payments or debits to an account other than the usual account used for transactions with a particular person or entity, provided that the destination of the transferred funds is unknown;
- payments to persons or entities resident in tax havens, or to bank accounts held at branches located in tax havens;
- payments to entities where, due to their legal structure, it is not possible to identify their partners or ultimate beneficial owners;
- extraordinary payments not provided for in the agreements or contracts;
- payments processed on an urgent basis;

In the event of any doubt or if cases of irregular payments or money laundering are observed, you must inform your line manager and the Supervisory Body.

16. ACTIVITIES OUTSIDE INCLIVA AND NON-COMPETITION

16.1 External activities

Professionals shall devote to INCLIVA, in accordance with their employment status, all the professional capacity and effort necessary for the responsible performance of their duties.

The provision of employment or professional services, whether self-employed or employed by others, to organisations or entities outside the Institute or the entity affiliated with INCLIVA, including academic activities, must be reported to management.

Professionals may not use the names of Group companies or invoke their status as professionals of such companies to carry out transactions on their own behalf or on behalf of their related parties.

Any association of INCLIVA professionals with political parties, ideological groups, or other types of organisations, institutions or associations must be conducted in such a way that its personal nature is clear, thereby avoiding any association with INCLIVA.

INCLIVA professionals may not provide services to other companies or individuals competing with the Institute, unless expressly authorised by the Management.

16.2 Business opportunities

INCLIVA's governing and management bodies and its professionals may not exploit, for their own benefit or that of persons associated with them, benefits granted to the Foundation or business opportunities arising from patents or industrial property rights, unless the Foundation has waived such benefits without any influence from the trustee, office-holder or professional concerned, and such exploitation is authorised by the governing bodies.

Members of the governing bodies or staff members may not use the Foundation's name or invoke their position within it to carry out transactions on their own behalf or on behalf of persons associated with them.

17. CORPORATE IMAGE AND REPUTATION

Members of INCLIVA's governing and management bodies, as well as its staff, must take the utmost care to safeguard INCLIVA's image and reputation in all their professional activities. They must also ensure that the organisation's image is treated with respect and used correctly and appropriately.

In their dealings with the media, they must adhere to the following principles of conduct:

- Commitment to INCLIVA's mission and vision.

Mission:

Vision:

- Internal confidentiality: Owing to the ongoing creation of new, high-quality projects, the research groups affiliated with the Institute are analysed and monitored. It is therefore essential to take the utmost care not to disclose internal information about projects and activities that could affect their successful implementation.
- Truthfulness: Credibility is one of the cornerstones of INCLIVA, and 'Professionals', as representatives of its values, must always provide truthful information that helps the public understand the reality they wish to convey.
- Legality: The protection of intellectual property is of particular importance; therefore,
- Professionals must avoid using any text, image or video without the express authorisation of the owner.
- Respect: Professionals must always use appropriate language and tone, adhering to the basic socially established norms of politeness.

18. RELATIONS WITH OTHER ORGANISATIONS

18.1 Relations with member organisations of the Board of Trustees

INCLIVA will at all times make available to them the necessary channels of communication and consultation to ensure they have access to adequate, useful and comprehensive information on the Institute's progress.

The Foundation's economic and financial information will accurately reflect its economic, financial and asset situation, in accordance with legally established accounting principles.

18.2 Relations with partners and collaborators on projects

INCLIVA will maintain a collaborative relationship with its partners and collaborators on research, training or other projects, based on trust, transparency of information and the sharing of knowledge, experience and skills, in order to achieve common objectives and mutual benefit.

INCLIVA will promote awareness of this Code of Ethics amongst them and encourage the adoption of guidelines consistent with it.

18.3 Relations with suppliers

The Foundation's relations with its suppliers shall be guided exclusively by the criteria of objectivity, impartiality and equal opportunities, avoiding any preferential treatment or

interference from conflicts of interest in their selection, in accordance with legal provisions and, in particular, with the provisions of the Public Sector Contracts Act.

INCLIVA's professionals and members of its governing bodies may not receive any form of remuneration, whether in cash or in kind, from the Foundation's suppliers, nor, in general, accept any form of external remuneration for services arising from the professional's own activities within the Foundation.

18.4 Relations with other institutions, governments and authorities.

Relations with the authorities, regulatory bodies and public administrations shall be conducted in accordance with the principles of cooperation and transparency.

INCLIVA recognises the right of INCLIVA's staff and members of its governing bodies to exercise their freedom of expression and political opinion and, in general, to participate in public life, provided that this does not interfere with the performance of their professional duties, so as not to lead an external observer to associate INCLIVA with a specific political stance or ideology.

INCLIVA's staff and members of its governing bodies shall refrain from making contributions, at the Foundation's expense – not even in the form of a loan or advance – to political parties, authorities, organisations, public administrations and institutions in general.

19. CONFLICT OF INTEREST

A conflict of interest shall be deemed to exist in situations where the personal interests of a trustee, officer or professional at INCLIVA clash, directly or indirectly, with the interests of the Foundation.

A personal interest on the part of a trustee, officer or professional shall exist where the matter directly concerns them or affects a person linked to them.

For the purposes of this code of good governance, the following shall be regarded as natural or legal persons linked to a trustee, office-holder or member:

- a) The spouse or a person with a similar emotional relationship.
- b) The ascendants, descendants and siblings of the INCLIVA trustee, officer or professional, or of their spouse (or person in a similar emotional relationship).
- c) The spouses (or persons in a similar emotional relationship) of the ascendants, descendants and siblings.
- d) Entities in which the trustee, office-holder or INCLIVA professional, or their respective related persons, either directly or through an intermediary, are in any of the situations of control established by law, or in which they have maintained

such control relationships during the two years immediately preceding their appointment as a trustee.

e) Companies or entities in which the INCLIVA trustee, officer or professional, or any of their related persons, either directly or through an intermediary, holds, or has held in the two years prior to taking up their post, a position on the board of directors or in management, or from which they receive, or have received in the two years prior to taking up their post, remuneration for any reason, provided, furthermore, that the INCLIVA trustee, officer or professional exercises, or has exercised in the two years immediately preceding their appointment, directly or indirectly, significant influence over the financial and operational decisions of such companies or entities, and likewise, where these situations have occurred in the two years prior to their appointment as a trustee.

3. With regard to potential conflicts of interest, the governing and management bodies and their members shall observe the following rules of conduct:

a) Independence: to act at all times with professionalism, with loyalty to INCLIVA and independently of their own interests or those of third parties. Consequently, they shall in all cases refrain from prioritising their own interests at the expense of those of the Institute.

b) Abstention: they shall refrain from intervening in or influencing decision-making that may affect INCLIVA where a conflict of interest exists, from participating in meetings at which such decisions are discussed, and from accessing confidential information relating to such a conflict.

c) In the case of governing and management bodies, to notify the Supervisory Body and the Board of Trustees or Governing Board, as applicable, via their chair or secretary, of any conflict of interest in which they find themselves involved. In the case of members, the existence or potential existence of a conflict of interest must be reported in writing to their immediate superior, who must bring it to the attention of senior management for communication to the Foundation's governing bodies, which shall take the appropriate decision in this regard.

4. The notification must state:

a) Whether the conflict of interest affects the individual personally or through a person with whom they are associated, identifying that person where applicable.

b) The situation giving rise to the conflict of interest, detailing, where applicable, the purpose and the main terms of the proposed transaction or decision.

c) The measures taken to avoid the conflict and ensure that the general interest is safeguarded.

5. These general principles of conduct shall be observed in particular in cases where the conflict of interest is, or may reasonably be expected to be, of such a nature as to constitute a structural and permanent situation and, specifically, in relation to the

procurement of goods and services and the recruitment and appointment of the Foundation's staff. Such matters must, in all cases, be subject to prior deliberation and decision at a meeting.

V. DISSEMINATION AND COMPLIANCE

20. COMMUNICATION OBLIGATIONS

Members of INCLIVA's governing and management bodies, as well as its staff, must notify the Foundation's supervisory body, and the Board of Trustees or Governing Board where applicable, via the Chair or the Secretary-General, of any change in their professional circumstances or of any other nature that may affect the normal performance of their duties.

21. TRANSPARENCY OF INFORMATION

1. The Foundation's website is the main instrument of its transparency policy. Through it, the Foundation shall inform the general public and third parties directly related to it about the activities carried out, whilst also serving as a means of facilitating awareness of and participation in future activities to be undertaken and of publicising its aims and principles.

2. Without prejudice to the Board of Trustees' right to decide at any time to disclose further information, the Foundation's website shall contain, as a minimum:

- a) The Foundation's Articles of Association.
- c) The Foundation's Code of Ethics.
- d) Reports on its activities.
- e) Any information that must be published by law.

3. Furthermore, the Foundation shall endeavour, with the utmost diligence, to maintain direct and constant contact with all members of society interested in the achievement of its social objectives.

22. AUDIT PROCEDURES

1. The Foundation is subject to audits by the General Audit Office of the Valencian Regional Government and the Public Accounts Office.

2. The Board of Trustees shall receive full information on the work of the auditing bodies and shall take the necessary measures to implement their recommendations.

3. Furthermore, the Board of Trustees shall be informed of the results of audits and inspections relating to labour matters, health and safety at work, social security, taxation, nuclear safety and other matters of a similar auditing or inspecting nature deemed relevant.

23. COMPLIANCE AND COMMUNICATION FRAMEWORK

The Foundation shall implement the necessary measures to ensure the effective application of the Code of Ethics.

No one, regardless of their level or position, is authorised to ask a professional to commit an illegal act or one that contravenes the provisions of the code of ethics. Similarly, no professional may justify conduct that is improper, illegal or contrary to the provisions of the code of ethics on the grounds that it was ordered by a superior. Any activities that contravene the law or the provisions of the code of ethics will result in the application of the disciplinary measures provided for in labour legislation for the Foundation's employees; for external staff, they will give rise to such measures as are deemed necessary in each case, in accordance with the principle of proportionality, to ensure compliance with the code of ethics. The Foundation will establish a protocol to enable any member who receives orders that contradict an applicable rule to bring this to the attention of the Foundation's management, , providing the relevant evidence and always with the utmost respect for confidentiality and personal privacy.

24. AND MONITORING BODY

The Supervisory Body is responsible for:

- Ensuring and promoting ethical conduct amongst INCLIVA's professionals
- Identifying, managing and mitigating compliance risks, and ensuring compliance with current legislation applicable to INCLIVA's activities
- Monitoring the Code of Ethics and promoting awareness-raising and training initiatives

Option 1: The Supervisory Body shall be comprised of INCLIVA's Management.

Option 2: It is composed of the following members:

- Head of Finance / Human Resources
- Head of the Legal Department
- Head of Scientific Affairs

The Supervisory Body may call upon advisers who provide advice or who may assist on specific occasions.

25. PROCEDURE FOR REPORTING IRREGULARITIES

Reports of irregularities shall be made in accordance with the procedure set out in the Whistleblowing Channel.

26. PUBLICATION

Without prejudice to the obligation of all INCLIVA staff and members of its governing bodies to be aware of and act in accordance with their responsibilities in the performance of their duties, this Code of Ethics shall be communicated to members of the governing bodies, the Foundation's staff and their representatives on the staff representative bodies

Furthermore, INCLIVA's governing bodies shall promote and ensure the proper dissemination of this Code and shall publicise its existence externally via the Foundation's website.

The Code of Ethics was approved by the Board of Trustees at its meeting held on 2021.