



Code of Ethics

Our guide to ethical
conduct at work



Dear colleagues,

Ribera is a benchmark healthcare group in Spain with international prestige. We have always worked to consolidate values that are now being driven forward through our new brand and slogan: **Ribera, accountable health**. Ribera is a socially responsible company, and our values prioritise ethics, care for people, transformation of Healthcare through management and commitment to the communities we provide care for. We believe in a single Healthcare, one that is both excellent and sustainable, whether public or private. We are also aware however that our behaviour affects Ribera's reputation, and how it is perceived by our patients, suppliers, other professionals and in general, by all our groups of interest.

In line with best practices and guided by the Agenda 2030*, we periodically review and update our Code of Ethics with the aim of guiding and helping our colleagues, and to steer our working conduct, establishing the very strictest ethical and business standards as the basis for this. Nevertheless, no Code of Ethics can regulate all specific situations, nor can it substitute each individual's personal and professional conduct. Consequently, certain aspects have been, or could be, the subject of additional development. With this aim, we have an excellent Compliance Department which has the goal of helping us in the event of any doubts we may have in regard to interpreting a rule or in the event of ethical conflict.

This Code of Ethics, as is true for all the organisation's rules, is inspired on:

- **Our corporate philosophy and mission:** we believe in the right for all people to have access to excellent, humanised, efficient healthcare.

- **Our corporate values:** transformation, ethics, care and commitment.
- **Our vision:** to be acknowledged for our accountable health, committed to predictive, preventive, populational, participative and personalised medicine.

You, as professionals, are the soul of our group, our main assets. The value of your words and actions go beyond the bounds of your individuality and are reflected throughout the organisation. **You are all ambassadors of the Ribera brand;** the way we understand healthcare and the way we deal with our patients' needs. Therefore, we are all responsible for abiding by the rules and provisions established in this Code of Ethics. People who hold Administrative and/or Senior Management positions in the group, or who somehow legally represent Ribera, must implement an exemplary culture of compliance, must behave in strict compliance with ethics and must also apply "zero tolerance" in respect to any unethical conduct that could entail breaches of rules or even criminal action within or on behalf of the organisation.

We need you to continue on the journey we embarked on 20 years ago towards accountable health. We encourage you to continue working with vocation, passion and professionalism, as you have always done.

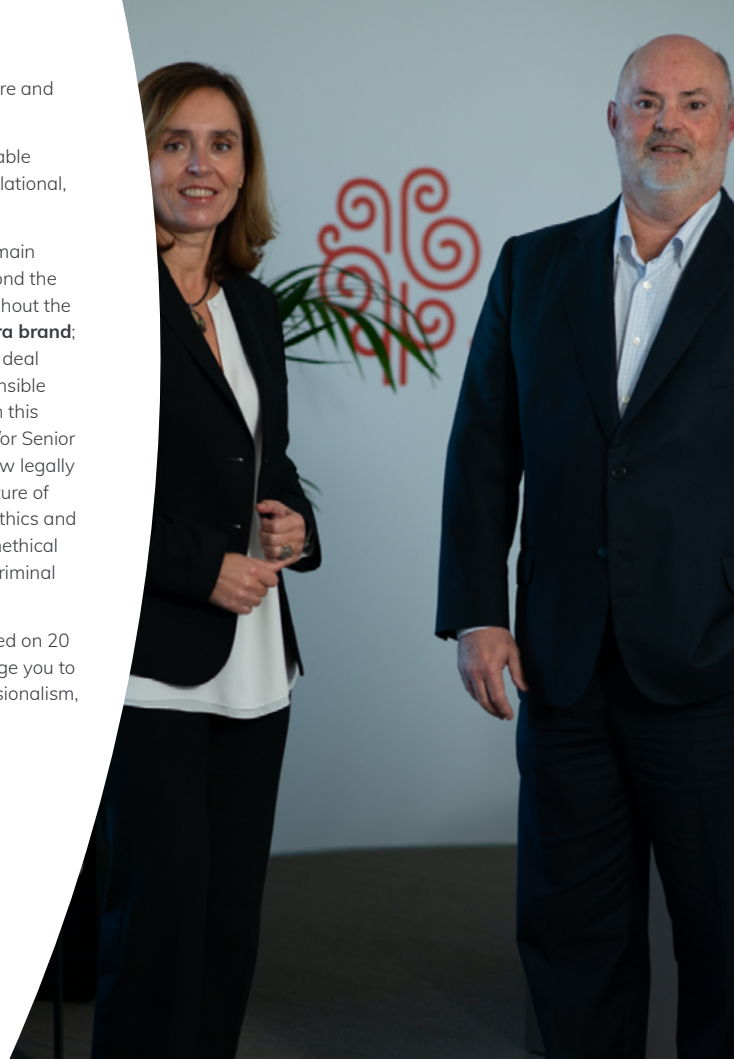
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*<https://www.un.org/sustainabledevelopment/es/2015/09/la-asamblea-general-adopta-la-agenda-2030-para-el-desarrollo-sostenible/>



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01.

GENERAL CONSIDERATIONS



Scope of application

This Code of Ethics **is applicable to all entities, companies or business activities managed by the Ribera healthcare group**, regardless of whether or not it is carried out in view of a controlling position, a management agreement or any other valid legal title.

Likewise, it is applicable to **all professionals** linked to Ribera¹ through working relationships of any kind, to subcontracted **third party** professionals when providing services of any kind in or for the entities, companies or business activities mentioned in the preceding paragraph, and for **statutory staff** at the service of the Public Administration who provide services at any of the centres managed by Ribera.

Everybody this Code of Ethics applies to has the obligation of abiding by all the rules contained herein.

1. Statutory staff will be informed about this Code of Ethics and updates through the Department Commissioner, and organisational manager of these members of staff. Nevertheless, and regardless of strict compliance with the legal regime applicable to them, the principles and rules contained in this Code of Ethics will be enforceable during the exercising of their organisational functions that the Rules grant to Ribera concession companies.

Ribera's commitment against unethical practices

Ribera carries out its activities in line with the very strictest ethical standards. Consequently, any unethical practices are considered to be **unacceptable** and contrary to the Corporate Values and Philosophy, and therefore, a policy of "zero tolerance" will be applied to such conduct.

Ribera will openly, loyally and transparently cooperate with the competent authorities in any investigations in which it is required to, and shall strictly apply any disciplinary measures to sanction any conduct related to any identified breaches.



The conduct of Ribera's professionals will be guided by the following principles:



Independence

Professionals must act independently at all times.



Transparency

Professionals must always act transparently in regard to the organisation, previously seeking advice from their hierarchical superiors or the Compliance Department and ensuring they have all necessary authorisation through the competent internal bodies in order to appropriately prevent and manage any situations that could pose a risk to them as professionals and to Ribera.



Prudence

Ribera's members of staff must apply common sense to avoid incurring in any conduct that could account for, or be perceived as corrupt practices and situations of conflict of interests, avoiding undertaking any other activities that could clash with the services they provide at Ribera.

Principles of Independence, Prudence and Transparency

Professional relationships can sometimes lead to situations which, although only apparently, could **compromise integrity, honesty and ethics**, either by the people at Ribera themselves, or Ribera as an organisation.

The **conduct and decisions** that professionals make can affect the way society and other groups of interest perceive Ribera, and may **affect** its good **image and reputation**.

Conflicts of interests

Conflicts of interests may arise when personal interests of professionals (family, financial or others) directly or indirectly clash with Ribera's interests.

Professionals must abide by the internal policies and procedures concerning conflicts of interests, reporting them and refusing to take part in any activities that could entail conflicting interests.



02.

RELATIONSHIPS WITH GROUPS OF INTEREST



For the purposes of this Code of Ethics **groups of interest** are considered to be any **collective groups** who in some way are affected by **Ribera's services or activities** and whose opinions and decisions influence or impact the fulfilment of the organisation's different objectives (e.g. the Public Administration, patients/citizens, suppliers, etc.).

Bribery and corruption

Corruption, in any shape or form, and **bribery**, are **unacceptable** conducts that Ribera will not tolerate under any circumstances.

None of Ribera's professionals are authorised to offer, promise or give any undue benefits or advantages, whether monetary or of any other kind, to corrupt or attempt to corrupt a national or foreign authority or public employee, either themselves or through a third party, in their own benefit or the benefit of a third party, to coerce them into exercising their public functions to secure a contract, business or any other competitive business advantage, whether locally, regionally, nationally or even internationally.

Likewise, none of Ribera's professionals must consider any requests in regard to the conduct described in the preceding paragraph, from a public authority or employee.



If any of Ribera's employees find themselves in a situation in which they could be coerced or forced to engage in any corrupt practice, they must report it immediately and seek advice from the Compliance Department.

En el caso de que un profesional de Ribera se enfrente a una situación en la que puede verse inducido o forzado a realizar alguna práctica corrupta, debe contactar de inmediato y buscar el asesoramiento del Departamento de Compliance.

Presents, entertainment and other gifts

In the event of a worker holding a position in which he/she could **receive or be offered presents, entertainment, training or informative material, useful medical articles or other gifts**, he/she must act with due transparency and apply **common sense** to determine if there is an **ulterior motive to influence his/her decisions**, or if there is the perception or expectation that accepting the gift could lead to an advantage for the person who makes the offer.

Professionals must **refuse to accept** any presents, entertainment or gifts that do not meet the conditions established in this Code of Ethics, **Corporate Policy on Prevention of Bribery and Corruption**, the Policy on Conflicts of Interests and/or applicable regulations.

Under no circumstances must professionals accept gifts in cash, gift tokens or any others that entail an exchange of money.

Finally, receiving **samples of medicines and healthcare products** will only be allowed subject to the internal procedures established by the organisation at any given time.

Political activities

Ribera **does not ascribe to any political ideology or trends**, and therefore regardless of our workers' constitutional rights regarding the freedom of speech and ideology, any conduct or practices by them that link or could link Ribera to any specific political party will be rejected. Therefore, any kind of **contribution or donation charged** to Ribera's budget to political parties, federations, coalitions or electoral groups is strictly **forbidden**.

Scientific and professional meetings

For the purposes of this Code of Ethics, scientific and professional meetings include any type of **events** attended by healthcare staff during the exercising of their profession, that could **affect or condition** the **prescription, procurement, distribution, dispensing or administration of medicines, materials or healthcare products**.

Participation by our professionals in any **scientific or professional meetings they are invited to** as speakers, moderators, attendees or any other form of participation at the meeting, must be reported to the competent internal Committee or Body, and must be **specifically approved once all the relevant procedures have been performed** in line with the criteria defined by the said Committees or Bodies.

Grants, Donations and Subsidies

Ribera's professionals **may not receive grants, subsidies or any other type of monetary remuneration or payment in kind** that is **conditioned or could be related to incentives** regarding **prescription, recommendations, supply or any other type of promotion of treatment, medicines or any other healthcare or pharmaceutical products**. Under no circumstances is it permitted to accept research grants or funding in relation to their professional activities at Ribera.

Professionals may carry out and accept donations in the name of Ribera providing that they are assigned to **charities or philanthropic purposes** and are in line with the internal policies and procedures established for this purpose.

Furthermore, professionals who are invited to take part in **research studies** must previously comply with the internal procedures established for this purpose.

If a situation arises leading to a breach of the provisions defined in this section, the professional must refuse to accept the offer and must immediately report the situation to the Compliance Department.

Due Diligence

In any areas or departments where business relations of any kind are established, professionals must ensure that Ribera's due diligence procedures are applied beforehand, particularly in regard to:

- Having performed a thorough **analysis** of the **risks** entailed in the intended relationship, and with the third party as such.
- Having **applied and documented** proportional **due diligence measures** that permit Ribera sufficient knowledge about the identity and legality of the third party's activities.
- **Having formalised** the said relations through a **contract** that must at least contain the intentions of the parties, respect for the obligations stemming from applicable regulations and the activity itself, and the anti-bribery and corruption clauses.

Money laundering

Money laundering includes all processes carried out (Placement, Layering and Integration) to confer apparent legitimacy or legality to assets or resources from illicit activities.



Ribera implements procedures and controls to prevent and avoid any suspicious transactions and illegal activities that could be related to money laundering.

Professionals at Ribera must apply Know Your Customer (KYC) criteria and must be on alert to ensure that Ribera is not used as a channel for money laundering.

Accounting books and records

Ribera's financial and accounting department must ensure at all times that the financial records and business are transparent, clear and up-to-date. In particular, accounting must comply with the applicable regulations, and must show a true picture of all transactions that are carried out. Any masking or characterising accounts is strictly forbidden in all shapes and forms.

Relations with patients

Ribera undertakes to **protect and defend the rights of patients and persons related to them**, to ensure their safety and to employ medical bio-ethics. This commitment, described throughout internal regulations, is in line with the quality management model included in the **Quality Plan** based on the highest standards put forward by the **Joint Commission International**.

Ribera's professionals must **comply with healthcare regulations**, particularly those concerning the **Rights and Autonomy of Patients**. Managers and Directors at hospitals managed by Ribera are responsible for the care given to patients. As such, they must exercise their responsibilities loyally, employing the expected levels of due diligence inherent to their roles and the functions assigned to them. They must **avoid** any action that **could encourage, favour or facilitate illegal traffic of human organs** and other illegal activities.



03.

RELATIONSHIPS WITH PROFESSIONALS



Health and Safety at Work

Ribera believes the health and safety of all its workers is an essential part of the organisation, and therefore **it provides the necessary resources and training** to ensure that they are able to work in a safe, healthy environment in fulfilment of legislation on the prevention of occupational hazards.

Professionals must **cooperate** in the **application** of **health and safety** measures at work as designed and implemented by Ribera, and must report any events or aspects that could be construed as a breach of regulations or that could affect the health and safety of workers, patients or visitors.

Working under the **effects of alcohol or drugs is strictly forbidden**. Possession, **sale, consumption, transfer or distribution of illegal substances** at Ribera's facilities or while working is not allowed either.

Diversity, Equality and Non-Discrimination

All Ribera's professionals must **act** in accordance with principles of **equality and respect** for all other people **and must not discriminate against others because of their gender, ethnicity, sexual orientation, religious beliefs** or for any other circumstances comprising the idiosyncrasy of other people.

Ribera rejects and forbids any type of violent behaviour, such as aggression, moral or sexual harassment, or any other forms that undermine the physical or mental integrity or the health of the victim.

Ribera guarantees due respect for the principle of **equal treatment and opportunities for men and women**, by removing any type of discrimination from the working environment, and equal promotion of both sexes.

Due Diligence during recruitment, hiring and promotion of staff

Appropriate recruitment, hiring or promotion of staff is a critical aspect of the organisation, and contributes to preventing any undesirable situations of fraud, inappropriate conduct or even crimes within the organisation.

Therefore, all of Ribera's Human Resources departments must **apply Due Diligence measures based on a suitable risk analysis** during recruitment, hiring and promotion procedures.



Ribera believes that the people comprising the organisation are its most important assets.

04.

INFORMATION SECURITY



Information is another of Ribera's most important assets, and it is the responsibility of all of us to protect it from any threats. Therefore, Ribera has established policies, procedures and controls in regard to Information Security that must be known and observed by all our professionals.

All **information** produced at work shall be considered **the property of Ribera**. It must be **treated** in accordance with the principles of **good faith, integrity, confidentiality and availability**.

Using, copying or disclosing **confidential, reserved or privileged information** by the Group's professionals or third parties must be carried out by the owners of the information in accordance with the "**Need to Know**" principle, and with the provisions established in the Information Classification Policy.

Proper use of corporate devices

Our workers are responsible for the correct use of their corporate devices (network, Internet, mail, systems, applications, etc.) that Ribera provides them with for their work.

Corporate devices must only be **used for work**, and their users must implement the relevant measures to **avoid** any

risk of **loss, destruction, disclosure and any unauthorised modification, use or access** of our files and documents.

They must always act in accordance with the principles of responsibility, transparency and common sense, abiding by the provisions established in the Telematic Code of Conduct and the internal rules and procedures.

Personal data processing

Ribera **guarantees** that all relevant measures will be implemented, and appropriate Internal Policies and Procedures will be defined to **ensure data subjects' rights are protected** in regard to data protection.

Personal data comprises part of the Company's **confidential information**, and requires additional protection in terms of **compiling, processing and custody**. Consequently, in addition to the duty to safeguard and control information, our staff must also ensure they observe the following principles of conduct:

Principles of conduct for **compiling data**:

- Only corporate forms must be used to compile data.
- Before data is compiled, our professionals must help the data subjects to understand the information contained on the data compilation forms.
- Our professionals must compile data ensuring that they only include the minimum data required in order to undertake the purpose they are compiled for.

- Staff must ensure the accuracy of the data at the moment they are compiled.

Principles of conduct for **data processing**:

- Under no circumstances may our staff make any personal use of the data compiled by the organisation that they may have access to at work.
- Professionals must ensure the confidentiality of the personal data they have access to at work.
- Processing personal data must only be carried out for the purposes they were compiled for.
- Staff shall be subject to internal regulations and applicable legislation on data protection and information security at all times, and also to the guidelines issued by the Spanish Data Protection Agency².

For any queries and clarifications that may be required in regard to personal data, **Ribera's Data Protection Officer should be contacted by e-mail at dpo@riberasalud.es**

2. www.aepd.es/

05.

RELATIONSHIPS WITH THE ENVIRONMENT



Corporate Social Responsibility

Ribera **is committed** to its members of staff, to society and to the environment, and consequently we develop, encourage and promote action with the disadvantaged group in terms of **cooperation for environmental development and sustainability**, and socially responsible policies, through the undertaking of social, environmental, economic and financial sustainability.

Our professionals are expected to be familiar with the standards of Social Responsibility at Ribera, ensuring this guides their actions in the organisations towards the standards defined in all internal regulations.

Environment

Conservation off natural resources, the environment and health are some of Ribera's basic principles of action. This is guaranteed through an **environmental policy** that is applicable to all organisations managed by Ribera.

Among our environmental goals is **compliance with legal requirements** on **training and awareness** by professionals and users, and certification of the environmental management system in order to consolidate adherence to the practices and standards, guided by criteria of excellence.

Ribera is working to **reduce its carbon footprint, to use renewable energy**, to **reduce** its use of **depleting resources** and to **properly manage its waste**, because caring for the environment and its sustainability are a priority for our group.

Ribera's **staff** must take on board habits and conduct related to **best environmental practices** in order to effectively contribute to achieving the set targets, striving to minimise our impact on the environment and the risks to it through our activities. Therefore, our facilities, equipment and working resources must be used efficiently and respectfully.

Communication and Social Media

Ribera implements strong communication programmes, both internally and externally. This communication task influences how Ribera is perceived by the different external agents that it engages with and helps to form a brand reputation that is indispensable in this day and age. Only **authorised personnel may issue communication in the name of Ribera to the press, journalists and other groups of interest**.

Information spreads very quickly through the social media, and its use can have a significant impact on Ribera's reputation and interests.

Our **staff** are expected **to be prudent on their social media**, and should avoid speaking in the name of group companies.

Marketing and Publicity

When exercising its commercial activity, Ribera keeps within the bounds of applicable regulations. Consequently, its marketing and publicity actions are carried out clearly in order to avoid **providing false or misleading information, or any information that could lead third parties to make misguided decisions**. Likewise, any communication actions that could degrade people or breach any constitutional values and rights must be avoided.

Competition and Market

Through the exercising of their daily activity, Ribera's staff interact with different social agents, such as the Public Administration and other entities such as Associations or Businesses. Hence, our professionals must carry out their activity in **strict compliance with the principles of free competition and market**, avoiding any conduct that could be construed as unfair competition.

As a branch of a listed stock company, Ribera is committed to compliance with regulations on market abuse. Therefore, our staff must **avoid performing any transactions with stocks and securities based on any insider or privileged information** that

they may have had access to during their work. Likewise, they must avoid disclosing this information to **third parties and also feeding false or misleading information** in order to perform transactions with securities or financial products.

Industrial and intellectual property

Ribera protects the use of its brand, name, logo and image, and therefore our staff must limit the use of the said items for work purposes only. Therefore, **reproducing, plagiarising, distributing, modifying, transferring or reporting services covered by property rights without due authorisation is forbidden.**

They must also **refrain from using any information and industrial and intellectual property rights** they have had access to **in previous jobs**, through their personal or working relations with third parties external to Ribera or without due consent by the property holder.

It is the responsibility of all our members of staff to respect Ribera's and third parties' intellectual and industrial property rights.



06.

MONITORING COMPLIANCE WITH THE CODE OF ETHICS

In the event of **detecting any conduct** that breaches this Code of Ethics, Ribera will take the relevant **disciplinary** measures in accordance with legislation applicable to the case, without prejudice to any other administrative or criminal measures that may also apply.

Nobody, regardless of their level or position in the company, is authorised to solicit a professional to commit an illegal act or one that contravenes the provisions established in this Code of Ethics. In turn, none of our professionals may justify any improper or illegal conduct, or any other conduct that contravenes the provisions established in this Code of Ethics, shielding themselves through their position in the hierarchy.

The competent internal body for monitoring compliance with this Code of Ethics is the relevant Compliance Committee, in accordance with the type of reported information.

All members of staff at Ribera must comply with the provisions established in this Code of Ethics.



07.

WHISTLEBLOWING CHANNEL

The Whistleblowing Channel is a strictly **confidential** tool through which any identified breaches or founded suspicions of breaches of the Code of Ethics within the organisation can be **directly** reported, in order to inform the organisation about any unethical events or conduct breaching the rules or even any criminal action.

The following e-mail address should be used to report any events of this kind: **canaletico@riberasalud.es**

Our workers may submit queries through this channel if they have any doubts about the interpretation of this Code of Ethics.

Furthermore, they may also address the **Local³ Compliance or Chief Compliance Officer** to clarify any **issues** concerning applicable of internal policies.

Any information sent and received via the Whistleblowing Channel will be managed in accordance with principles of transparency, honesty, truthfulness, respect, presumption of innocence, proportionality and confidentiality. Full information about the Whistleblowing Channel is available on the corporate intranet in the Whistleblowing Channel Management Procedure.

Any members of our staff who become aware of or who have founded suspicions regarding any conduct contrary to this Code of Ethics, must report it through the Whistleblowing Channel.

3. Via the e-mail provided at each local compliance department or via: compliance@riberasalud.es.



08.

REVIEW AND UPDATE OF THE CODE

This Code of Ethics will be reviewed periodically, on an annual basis, and will be updated whenever appropriate, which will be reported to all our members of staff in due course.





Ribera Code of
Ethics 2020

compliance@riberasalud.es