



# Code of Conduct

REDE *D'OR*  
SÃO **ILUIZ**  


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# Message from the leadership

Society and the business environment change rapidly, which leads us to continually reinvent the way we operate and rethink our relationships with employees and partners. This is the reason why we believe it is important to constantly update the Company's Code of Conduct ("Code of Conduct") and the tools used to prevent and/or detect possible violations, such as our Whistleblower Channel.

The Code of Conduct confirms our tradition of being committed to the highest standards of ethics and integrity in our healthcare practices, as well as in our business transactions. We believe that the performance of all the Company's stakeholders in accordance with the principles established in this Code of Conduct contributes to the growth, sustainability and longevity of the business. Although topics that may not be covered directly in this document may eventually arise, the Code of Conduct contains guidelines on the behavior to be adopted in the business environment, while promoting and strengthening our

organization's mission, vision and values. All of our employees and business partners, including directors, officers, administrators, managers, shareholders, employees, suppliers, service providers, customers, people or entities with whom we interact must observe the ethical principles that guide our business conduct, in addition to disseminating them to our relationship network, including the principles established in the Code of Conduct.

We hope that ethics guides the performance of all activities under the responsibility of each one. If each of us personally undertakes to behave in accordance with the principles and values set out in this Code of Conduct, we will undoubtedly be proud to achieve our business objectives as a solidly ethical organization.

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**Jorge Neval Moll Filho**  
Chairman of the Company's  
Board of Directors

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**Paulo Junqueira Moll**  
Company's Executive Chairman

# Código de Conduta

This Code of Conduct was approved at the Company's board of directors meeting, held on October 9th, 2020.

The Code of Conduct is a practical guide on how employees, including directors, officers, administrators and managers ("Employees"), suppliers, service providers, customers, people or entities with whom we interact ("Business Partners") and shareholders of the Company (when referred together with the Employees and Business Partners, the "Interested Parties") must carry out, with integrity, the Company's healthcare assistance and business activities. The Code of Conduct is based on the Company's mission and values. It is a commitment by the Company to promote ethical and transparency standards in response to business inquiries from any of the Interested Parties. In addition, this document also provides action guidelines on the appropriate form of conduct in complex situations, in which the appropriate direction may not be clear.

It is crucial for the Company to preserve its reputation for honesty and integrity in the way it conducts its business. All Interested Parties should read and understand this code of Conduct and know the related corporate policies and procedures in order to become familiar with how to apply the guidelines contained herein correctly, as well as Employees must participate in training on the guidelines of the Code of Conduct.

It is the sole responsibility of the Company's Board of Directors to approve any amendments to this Code of Conduct.

The company body responsible for implementing this Code of Conduct and monitoring compliance with its provisions by interested parties is the Compliance Department.

The Code of Conduct consists of the following principles and values:

- 1. Compliance with laws, standards and regulations;**
- 2. Professional conduct;**
- 3. Business integrity; and**
- 4. Reliable relationships with different stakeholders.**

# 1

# Compliance with laws, standards and regulations

The sector in which the Company performs its business activities includes a complex environment with constant changes in laws, standards and regulations.

The Company is committed to acting in compliance with all laws, standards and regulations applicable to its business, according to the guidelines provided for in the Compliance Policy - POLDOR 009, which can be found at the electronic address ([www.rededorsaoluiz.com.br](http://www.rededorsaoluiz.com.br)) ("Compliance Policy").

The Company also respects all the guidelines of associations of which it is a member, such

as the Medical Council, Nursing Council, Nutrition Council, among others.

If any Interested Party identifies any legal aspect with respect to which they have doubts about the correct interpretation, it is mandatory that they consult the Compliance Department before taking any action. The Company does not tolerate, as justifications for infractions, the lack of time to consult the Compliance Department, ignorance about the fact or even the claim that it was acting "in good faith".

## 1.1

# Anti-corruption

The Company adopted its Corporate Anti-Corruption Policy - POLDOR 006, which can be found at the electronic address ([www.rededorsaoluiz.com.br](http://www.rededorsaoluiz.com.br)) (“Policy Anticorruption”), to prevent the occurrence of bribery and corruption, maintain the Company’s reputation and enable the prompt and effective response to any questions regarding conduct related to it.

In this sense, Interested Parties must conduct their activities in full compliance with the guidelines provided for in the Anti-Corruption Policy, as well as with Brazilian laws, mainly Law No. 12.846, of August 1st, 2013, as amended (Brazilian Anti-Corruption Law) and the Decree No. 8,420, of March 18th, 2015, as amended, which regulates the mentioned law. Eventually, insofar as they apply to the Company, international anti-corruption laws such as the UK Bribery Act (UKBA) and the United States Foreign Corrupt Practices Act (FCPA) must also be observed. Accordingly, the Company’s Interested Parties are not authorized to promise, offer or give, directly or indirectly, an undue advantage to a public agent, or any third party related to it, or even to any party with which the Company has or comes to have business, with the objective of illegally obtaining or retaining an advantage, commercial or not. In other words, bribes, kickbacks and/or related illegal payments are not allowed, made to public or private agents (customers, investors, representatives or third parties). Likewise, the Company’s Interested Parties must not request or accept such payments.

If any evidence of offering, paying and/or receiving an undue advantage or any other violation of the Anti-Corruption Policy is identified, it must be reported immediately to the Compliance Department, either by direct contact or through the Company’s whistleblower channel.

As part of the Company’s continued commitment to compliance with anti-corruption rules, the Company provides Stakeholders with access to the Anti-Corruption Policy at any time. In addition, the Company offers periodic anti-corruption training programs to instruct Interested Parties on the requirements and obligations of anti-corruption laws and this Code of Conduct. Participation in training is mandatory for all Company employees, without distinction, and must be confirmed by signing the attendance list in each training (in the case of face-to-face training) or by using a distance learning tool (EAD) provided by the company.

Additionally, the Company adopted the Corporate Standard for Gifts, Presents and Hospitality - NORDOR-026, the Corporate Standard for Sponsorships, Partnerships and Donations - NORDOR

030 and the Corporate Standard of Relations and Agreements with the Public Authorities – NORDOR-028, which purposes are to ensure appropriate behavior in the relationship with private entities, as well as agents, representatives, bodies and public authorities, thus preventing the illegal obtaining or maintenance of business advantage.

## 1.2 Prevention of money laundering

The Company supports and is committed, as well as the Interested Parties must observe compliance with all laws and regulations preventing and combating money laundering.

## 1.3 Representation of Company's interests

The activities of representing the interests of the Company, whether directly or through individuals, legal entities, interest groups or similar, within the scope of public administration bodies and entities, with the purpose of influencing administrative or legislative decision-making, must be performed ethically, transparently and always in strict compliance with applicable laws and rules dictated by the bodies responsible for controlling their performance.

## 1.4 Labor rights

The Company rejects any form of undignified working conditions, such as the use of forced labor or the exploitation of child labor. The Company is committed to respecting the rights of workers to be members of a trade association as well as to enter into collective agreements.

## 1.5

# Competition and antitrust

The Company respects the right of free choice of its clients and consumers. The Company is committed to complying with the free competition and antitrust laws applicable to its business. Generally speaking, free competition laws are intended to prohibit arrangements that may result in the creation of cartels or any other form of adjustment to fix prices or restrict free competition.

## 1.6

# Protection of personal data

The Company, in strict compliance with laws and best practices, adopts a set of ethical and legal guidelines concerning to the processing of personal data owned by its Interested Parties. These guidelines give particular attention to the processing of personal data of children and adolescents, as well as to specific issues applicable to the health sector, such as, for example, particularities involving the processing of sensitive personal data, thus defined in accordance with the applicable law. The Company reaffirms its commitment to conduct the processing of personal data in a transparent and secure manner, from the implementation of measures that guarantee privacy from the design of products and services, adopting them as standard procedure. In addition, the Company emphasizes the processing of personal data based on the least possible scope, that is, in a proportional and not excessive manner, in order to meet the determined purposes, with strict observance of legal principles and the creation of effective mechanisms to effectively meet the rights of the holders. Finally, the Company adopts security, technical and administrative measures to protect personal data from unauthorized access and accidental or unlawful situations of destruction, loss, alteration, communication or any form of inappropriate or illicit treatment.



# 2

## Professional conduct

The Company expects all employees to behave in a professional, ethical and respectful manner during the execution of their daily activities. In addition, the Company condemns any form of discrimination or harassment, of any nature.

It is the Company's expectation that its employees always act in the best interest of the Company and its patients, and must, at all times, take care of the Company's assets, respect the environment and not waste resources. It is the obligation of every employee to act with professional responsibility, whether in the relationship with patients, with other employees, partners or service providers, always in accordance with codes of conduct specific to each professional area of expertise.

The Company is committed to non-discriminatory treatment of each of its employees. The processes of performance evaluation and recruitment of professionals are based on ethical and professional principles.

Respect to the Company's employees is also reflected in the establishment of a proper structure (policies, procedures, processes and training) related to Safety at Work, Environmental and Health of employees at all units and, when applicable, also extended to business partners.

## 2.1

# Prohibition of discrimination and harassment

The Company does not tolerate harassment (moral, sexual or any other type of disrespectful or shameful treatment), whether committed by an employee in relation to a supplier, to a customer or even in relation to another employee.

For the purposes of this Code of Conduct, moral harassment consists of conducting any conduct, frequent and intentional, with the purpose of humiliating another person in the environment or corporate context, offending their dignity and harming their psychic integrity, which can be manifested through repeated acts, behaviors, gestures, words or writings. Sexual harassment consists in the performance of any conduct that constrains and violates the sexual freedom of another person in the environment or context of work, in the form of coercion, intimidation or extortion, in order to obtain sexual advantages or favoring.

The Company encourages the establishment of a working environment free from any type of discrimination (racial, gender, sexual orientation, ethnic, disability – mental or physical – religion, political belief, social status or any other type of discrimination).

## 2.2

# Safeguarding assets and resources

The protection of the assets and resources of the Company by each of its employees is a matter of integrity and honesty. Thefts, deviations, carelessness with resources and assets and waste directly impact the Company's results. The Company prohibits the use of its assets and resources (equipment, materials, services, supplies) for personal interest. Employees must use assets and resources only for the purpose of the business; not for personal benefit. In this context, employees should not expect privacy when using the Company's electronic resources. The improper use for personal purposes, in addition to setting violation of the Company's rules, will subject the content to access by other professionals of the company, without prior notice and without any expectation of privacy.

## 2.3

# Responsible use of email, internet and social media

E-mail and internet systems used in the work environment belong to the Company and the use thereof must be primarily for purposes related to work purposes. The employee must have no expectation of privacy regarding information transmitted or stored through the Company's computer systems, e-mail, smartphones or mobile phones. The improper or illegal use of these resources is subject to disciplinary measures. The Company reserves the right, subject to applicable law, to access and monitor the use of these systems.

With regard to social applications and social media network, all employees should keep in mind that their image and the Company's brand are intimately linked. It is important to consider that messages in these vehicles can potentially be accessed by Company's customers, patients, business partners and shareholders. Additionally, the employee must ensure that any information disclosed to the public does not appear or give the impression of being an official position of the Company.

## 2.4

# Political activities

Employees who wish to participate in some political activity should do so as a personal decision and not during working hours. The Company does not allow employees to use their position in the Company to influence the personal decision of others, nor to distribute parties/candidates' materials in the workplace. It is strictly prohibited to link Company's brand to political activities. In addition, the Company encourages its employees to avoid discussions or comments of a political nature in the workplace.

## 2.5

# Medical secrecy

All employees must preserve the medical secrecy, privacy and confidentiality of patient-related data, including personal data or any other information of a private, confidential or proprietary nature.

## 2.6

# Confidentiality requirements

All employees must preserve the confidentiality of patients, personal data or any other proprietary information, as well as those with whom the Company establishes a professional or business relationship. The disclosure of data, information and documents between employees or other persons outside the Company is totally prohibited, unless the request is related to a fact in the public domain or required by law or court order to be disclosed.

## 2.7

# Trade on the premises of the RDSL

It is forbidden for any employee, service provider and/or outsourced to carry out any forms of trade in products (food, clothing, perfumery, electronics etc), medicines (allopathic, homeopathic, therapeutic etc), health equipment (physiotherapy, rehabilitation etc) and/or financial (loans, factoring, leasings etc.) on the premises of their facilities.

The above list is merely exemplifying and, in case of occurrence, may lead to the responsibility of those involved.

# 3

# Business integrity

The Company is committed to the highest standards of ethics and business integrity.

## 3.1

# Intellectual property rights

The Company assumes compliance with all copyright and intellectual property legislation applicable to both tangible assets (books, magazines, business newspapers and any other applicable resource) and intangible property (computer programs or software, inventions, patents and other forms of intellectual property). The Company will protect and maintain its intellectual property rights as well as respect the intellectual property rights of others.

## 3.2

# Books and records accuracy

The Company's assets, liabilities and assets, as well as its operations and transactions, are fully reflected in the Company's accounting records, files and balance sheets and are maintained and stored in accordance with the applicable standards and regulations.

## 3.2

# Research and continuing education activities

The Company acts in compliance with laws and regulations in its activities related to research, investigations, clinical trials as well as in Continuing Education activities. The D'Or Institute for Research and Education (IDOR) seeks to establish scientific collaboration with other institutions and researchers, in order to promote ways to expand scientific research, education and awareness. Agreements with external organizations only occur if they act with ethical standards similar to those of the Company.

# 4

## Trusted relationships with stakeholders

The Company establishes trustworthy relationships, based on open dialogue and cooperation with its key stakeholders, including shareholders, government, suppliers, media, healthcare operators, medical staff and clients/consumers.

The Company recognizes that the relationship with

stakeholders is a relationship of interdependence, a two-way street.

The Company believes that the sharing of values, seeking alignment of interests and the creation of lasting bonds, enables the strengthening of sustainable relationships.

## 4.1

# Clients and consumer relations

Over the years, the Company has built a relationship with clients and consumers based on respect and honesty. The Company seeks to understand the customers' expectations and needs. The Company expects all its employees to preserve this relationship by only making statements that the Company will be able to keep.

## 4.2

# Relationship with shareholders

The Company is committed to the highest standards of corporate governance, as regards its relationship with its shareholders. The Company is committed to pursuing initiatives that promote an adequate return on investment to shareholders and, in this way, contribute to the expansion of its activities in a sustainable way, supporting the longevity of the Company.

## 4.3

# Relationship with supplier

The Company forms partnerships with suppliers and service providers, relationships that are essential to the success of our activities. These relationships are based on good faith and mutual trust, through a transparent and fair supplier selection process, as well as integrity in supply chain management. The Company evaluates its suppliers and suppliers continuously, regarding quality, reliability, price and performance of the products and services purchased and received. Additionally, all business partners must commit to comply with labor, environmental, health and safety laws and regulations, always complying with the guidelines defined in this Code of Conduct.



## 4.4

# Relations with Government

Relationships and contacts with public agents must be guided by transparency, professionalism and integrity. Only authorized employees, in accordance with the Company's internal policies and procedures, may maintain contact with public officials and government authorities. It is important to consult the Corporate Anti-Corruption Policy - POLDOR 006 and the Corporate Rule for Relationship and Agreements with the Government - NORDOR 028, for more details on the rules and care in these relationships.

## 4.5

# Conflicts of interest

The personal interests of all employees of the Company shall never influence their decisions or opinions in favor of the company or for their own benefit. All employees and partners must avoid any situation in which a possible personal interest conflicts or potentially conflicts with their obligations towards the Company, in accordance with the Corporate Conflict of Interest Standard - NORDOR 035.

The Company disapproves any inappropriate use of employees position in the Company or business relationship to obtain a personal benefit or advantage in the relationship with third parties. Hence, any business activity, personal investment or any work that may conflict with the ability of the employees to perform their responsibilities towards the Company must be communicated, evaluated and managed.

### 4.5.1

## Family members and work

The Company condemns any form of nepotism or improper favoring involving family members or close individuals to Interested Parties. For the purposes of this code of conduct, all blood relatives (ascendants, descendants, brothers, cousins, nephews, etc.) are considered family members) or by affinity, such as spouses, companions/ life partners, stepparents, stepsons. The employees are not allowed to hire family members or close individuals when those

individuals will be allocated to a position directly subordinated to them direct subordination. Every employee involved in a hiring procedure, in which a relative or close individual is a part of, shall inform the fact to his immediate superior and shall avoid taking part in the decision.

## 4.5.2 Extra activities and employment

Employees and business partners must inform the immediate superior about potential jobs or ties with other organizations, so that the superior evaluates them before establishing relationships that have the potential to result in conflicts of interest or improper favors.

## 4.6 Relationship with civil society

With regard to the relationship with civil society, the Company, as provided in its Sustainability Policy, which can be found at the electronic address ([www.rededorsaoluiz.com.br](http://www.rededorsaoluiz.com.br)), is committed to:

- A. Practice the most advanced standards of Corporate Social Responsibility (Environmental sustainability, social inclusion, fair trade, healthcare knowledge exchange, among others).
- B. The Company supports and encourages all workers to participate in projects designed to promote healthcare and support the welfare of local communities, as well as strengthen its brand and revert it to benefits for social causes and, with that, encourage the engagement of its collaborators in building a better society. The Company's objective is to create/reinforce relationships with public and private sectors to support such activities. For more information on the Company's guidelines on strengthening its environmental performance, consult the

Environmental Policy, which can be found at the electronic address ([www.rededorsaoluiz.com.br](http://www.rededorsaoluiz.com.br)).

## 4.7 Media relations

The Company recognizes the importance of establishing an open, honest and independent dialogue with the press.

The Company relies on its employees to maintain its brand and ethical reputation of the corporate business. According to the Company's internal policies, all requests from the press should be directed to the Marketing Department.

Only authorized individuals are allowed to make public statements on behalf of the Company. Hence, the Company's employees and business partners are prohibited from giving interviews, allowing footage/ photographs of the workplace, recording any type of media or disclosing any work-related material on social media or any other type of communication vehicle without previous appropriate authorization from the Marketing Department of the company.

# Shared responsibility

All employees and service providers are responsible for promptly reporting any deviations in behavior or suspected violations related to the rules and responsibilities established in this Code of Conduct, the Company's internal policies and procedures or laws, standards and regulations applicable to the sector.

Violations of the rules of this Code of Conduct or of the Company's internal policies and procedures will subject the transgressor to the following disciplinary actions:

- A. verbal warning;**
- B. written warning;**
- C. suspension of up to 30 (thirty) calendar days, where applicable, and/or;**
- D. with regard to suppliers and third-party employees, notification to their employers informing the event and requiring its immediate replacement. There may also be communication of potentially illegal conduct to the authorities to ascertain responsibilities.**

Other measures, which may even result in the termination of the employment relationship with the Company, are provided for in the Corporate Rule on Disciplinary Measures - NORDOR-032). Additionally, conducts that violates laws can result in civil and criminal penalties.

The Company is committed not to retaliate good faith. Any attempts of retaliation against an employee that, in good faith, reported to the Whistleblower Channel or expressed suspicion, doubt or concern regarding possible violations of this Code of Conduct will be considered a violation of the Code of Conduct and must be reported immediately and, if found to occur, will result in the application of disciplinary measures against the violator.

Acts of retaliation such as threats, poor evaluation, application of penalties, termination of employment contract, among others will not be admitted. The Company reinforces that, when registering an infringement of this Code of Conduct, it must be based on concrete facts or evidence. False or malicious reports or accusations, made with intent to harm someone, will also subject the offender to disciplinary sanctions.

All employees, as interested in the regularity of the Company's ethical posture, must provide accurate information when called upon to collaborate with the conduct deviation investigations carried out by the Company, with a view to ascertaining the reality of the facts.

**Reports can be made via phone**  
**0800 377 8031**, through the website  
**([www.canalconfidencial.com.br/canalconfidencial](http://www.canalconfidencial.com.br/canalconfidencial))**  
**or via e-mail: [canaldedenuncias@rededor.com.br](mailto:canaldedenuncias@rededor.com.br).**

The employee who uses the Whistleblower Channel, available 24 (twenty four) hours a day and 7 (seven) days a week, may remain anonymous, which will be guaranteed by the specialized and independent company that operates it. The Company conducts independent and impartial investigations to determine whether or not a violation has occurred.

The conclusions of such investigations recorded in the

appropriate tool are analyzed by the Compliance Department.

In case of serious violations; responsibility for final decisions is assigned to the Institutional Control Department. For more information about the Whistleblower Channel, please refer to the Whistleblower Channel Standard - NORDOR-006.

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