

CODE OF ETHICS

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1. Introduction

Proclinic Group includes the following companies: Proclinic SAU, Fadente SAU, Academia de Formación Continua en Odontología SL, CHL Medical Solutions Srl, Proclinic Italia Srl, Centrale de Facturation Dentaire SAS, Exotec Dentaire SAS y Proclinic Deutschland GmbH.

We are a leader provider at the dental sector, whose products include dental use drugs, dental clinics equipment, medical devices, cosmetics, and other products related to dentistry. Our aim is identifying the needs of dental clinics and labs and provide them a comprehensive service at the same time we sell them high-quality products.

At Proclinic Group, clients are the centre of the business, and we challenge ourselves to offer them the highest product range and availability everyday. We also must send the products on time, fulfilling the European Union common regulations to guarantee the quality of the products until they arrive to our clients.

Our Code of Ethics gathers all the rules, commitments, and behaviour standards all Proclinic Group's companies must comply with. The Code of Ethics must be considered by all Proclinic Group's members regardless of their position, from the Board of Directors to interns, including external advisors, clients, suppliers, and Proclinic Group's partners. Our Code of Ethics is the core of our Group culture.

We have developed and established a Compliance System to prevent the intentional or unintentional, commitment of criminal offences in our Group. We thank you in advance for your commitment and respect for our Code of Ethics in all daily activities.

2. Objectives of the Code of Ethics

The Code of Ethics objective is to establish the principles that Proclinic Group must comply with under its behaviour amongst co-workers, and its relations with stakeholders, directors, clients, suppliers, and partners.

Respect for the code of ethics and its rules is mandatory, and its nature does not include all potential outcomes but, to guide everyone along their professional activity.

3. Scope

This Code of Ethics must be complied by the following "obliged parties":

- All labour-related staff employed, self-employed, or linked to Proclinic Group.
- Third parties related to Proclinic Group, such as, volunteers and unpaid trainees.

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- Shareholders and members belonging to the Board of Directors of Proclinic Group, including non-executive members.
- Business partners: clients, providers, internal collaborators, and other interested parties related to Proclinic Group.

Proclinic Group is firmly committed to the ethical culture and simply work with third parties whose ethical standards are similar to us or accept to be ruled by our Code of Ethics. We act in several countries, whose regulations may be different to our Code of Ethics, always prevailing the most severe.

4. Values of the Proclinic Group

We are committed to provide a service based on excellence, talent, proactivity and dynamism, that allows us to anticipate our clients' needs and provide them with a comprehensive service, gaining their loyalty. Therefore, we must respect a strict ethical and socially responsible behaviour.

Amongst our **Values** we have:

- **Service:** the client is at the forefront of our business model. We guarantee a high-quality service and solutions according to our clients' needs.
- **Proactivity:** we are constantly updating our knowledge and technology to improve our processes and services. We keep on mind the future cause is the only way to progress. We are in constant innovation, and we never stop improving.
- **Talent:** human resources and their professional and personal development are essential for us. We inspire and capacitate them to develop all their full potential and talent. We promote the continuous improvement of professional skills and the development of talent to overcome daily challenges.
- **Commitment:** we operate with the strictest sense of professional ethics, and we are pride to deliver the service we are committed with. We trust in the individual responsibility of each one of our team members, in their abilities and intentions, so our behaviour is based on mutual trust and permanent collaboration.
- **Dynamism:** we set a pioneer vision for the future and ambitious goals, and we hard work to achieve and exceed them. All team members work and cooperate to be leaders in his area of responsibility, with a strong commitment with delivering results. Proclinic Group's leadership is the sum of the leadership of each of us as a team.

5. Respect for the Law, Human Rights and Ethical Business Principles

All our professionals must carry out their activities with the utmost respect for current legislation, human rights and civil liberties. To this end, we are committed to provide the means to ensure that our employees are aware of the regulations that affect them in the exercise of their duties and responsibilities. Likewise, we must avoid any behaviour that, even if it does not violate the law, could damage our reputation, or negatively affect our or third related parties' interests.

At Proclinic Group we ensure that activities, those carried out directly by us or third parties, comply with Fundamental Human Rights, as set out in the Universal Declaration of Human Rights of the United Nations, the core conventions of the International Labour Organization, and the principles of the Global Compact. We are also committed to act according with the Compliance System, with "zero tolerance" against crimes.

In Proclinic Group we are ruled, among others, by the following **ethical principles**:

- **Respect for the law:** obliged parties, as well as suppliers, partners, and employees, must strictly comply with the laws in force in the place where they carry out their activities, avoiding any conducts or actions which may have a negative impact on our reputation.
- **Respect for people:** at Proclinic Group we respect cultural diversity and the customs and principles in force among the people and communities affected by our activities. We work in an environment that respects the dignity and non-discrimination of people on the basis of age, disability, ethnic origin, gender, race, political beliefs, religion or sexual orientation, ensuring that people can work in an environment free from harassment, equitable and fair. We do not tolerate any abusive, hostile, or offensive behaviour, whether verbal or physical.
- **Effective equality:** at Proclinic Group, we have developed a well-defined culture of effective equality of women and men, as well as ensuring effective health and safety protection fully aligned with Equality, just as we respect our employees' individual freedom and rights.
- **Respect and protection of children:** we do not accept or use child labour, nor do we incorporate any product or service that violates the statements of the International Labour Organization of the United Nations, or the international regulations on children's rights.
- **Respect and protection of Proclinic Group's professionals:** we are permanently updating our Occupational Risk Prevention Plan, in full compliance with the applicable regulations of each place where we carry out our activities, guaranteeing the highest level of safety, health, and well-being.
- **Respect for our competitors:** at Proclinic Group we strictly comply with Competition and Industrial Property Laws, and we believe in healthy and legal competition in any geographical location where we carry out our commercial activity.

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- **Our suppliers/partners:** must demonstrate their commitment to our ethical values in a reliable manner.
- **Corporate image and reputation:** we protect our image and corporate reputation as one of our most valuable assets in order to preserve the trust of our employees, clients, suppliers, and collaborators.
- **Our Corporate Social Responsibility:** at Proclinic Group we actively and voluntarily wish to contribute to the improvement of society. We want to reduce the environmental impact of transport and waste generated by our activity, seeking continuous improvements such as the self-generation of electricity with solar panels at our warehouse in Zaragoza.

Commitment to the 10 principles of the Global Compact: we demand the adoption of the 10 principles of the UN Global Compact:

Human rights

Principle 1: Businesses should support and respect the protection of internationally proclaimed human rights.

Principle 2: Make sure that they are not complicit in human rights abuses.

Labour

Principle 3: Businesses should uphold the freedom of association and the effective recognition of the right to collective bargaining.

Principle 4: The elimination of all forms of forced and compulsory labour.

Principle 5: The effective abolition of child labour.

Principle 6: The elimination of discrimination in respect of employment and occupation.

Environment

Principle 7: Businesses should support a precautionary approach to environmental challenges.

Principle 8: Undertake initiatives to promote greater environmental responsibility.

Principle 9: Encourage the development and diffusion of environmentally friendly technologies.

Anti-corruption

Principle 10: Businesses should work against corruption in all its forms, including extortion and bribery.

6. Principles of the Compliance Management System

The principles governing the Compliance Management System are:

- Commitment to Public Health and the Environment.

- Due diligence in promotional practices.
- Fight against corruption and prevention of conflicts of interest management.
- Due diligence in the administrative, economic, and financial management of the Group.
- Protection of personal data, confidential and proprietary information.
- Protection of corporate resources and cybersecurity.
- Protection of intellectual and industrial property.
- Respect for free competition.
- Collaboration in the prevention of money laundering.
- Protection and security of our employees.

7. Ethical and responsible behaviour

7.1. Standards related to ethics and good governance

Commitment to Public Health and Environment

At Proclinic Group we are committed to protect the health of our products users, guaranteeing the highest quality.

Public health is paramount and, for this reason, some of the companies comprising the Group, PROCLINIC S.A.U. and FADENTE S.A.U., have been certified in accordance with the UNE-EN ISO 13485 standard. This certification proves our commitment with the highest standard of safety and quality.

We are committed to supervise the manufacturing, distribution, and sterilisation activities of our products, as well as to check that they comply with legal requirements.

Proclinic Group, as part of its commitment to excellence, has implemented ISO 14001 certification, an internationally recognised standard in the field of Environmental Management, in the companies PROCLINIC S.A.U. and FADENTE S.A.U., as part of its commitment with prevention, mitigation and management of the impact of environmental risks associated with our business activity. We try our best to respect the environment by providing our staff with the information and the most appropriate means to achieve it.

At Proclinic Group we are committed to:

- Intervene in the prevention of pollution, identifying, and minimising the negative environmental impact we make as a result of our activity, which can cause serious effects on human health and the environment.

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- Work and collaborate with our suppliers to make them improve their environmental performance, encouraging the use of sustainable materials in product packaging and making our products more sustainable.
- Involve our collaborators, both internal and external, in our environmental actions.

Good promotional practices

It is of vital importance to Proclinic Group to ensure that the information provided within the framework of the promotion of dental products, dental use medicines, equipment for clinics, medical devices, and cosmetics, among others, is complete, immediate, and precise.

For this reason, at Proclinic Group:

- We have a Protocol for the Approval of Images and Promotional Content with which we ensure that the information provided on our products is complete, precise, and truthful, based on scientifically proven results.
- We have a Gift Acceptance and Offering Protocol to ensure that we do not use premiums, gifts, prizes, bonuses, or similar methods in connection with the promotion or sale of our medicines to the public.
- We comply with the requirements established for the advertising of medicines or medical devices that are sold to the public.

Anti-corruption and conflict of interest Policy

At Proclinic Group we fully reject any kind of corrupt practice in all the markets in which we operate and, therefore, we follow an Anti-Corruption and Conflict of Interest Policy, described here, as an essential tool to demonstrate our integrity by never resorting to bribery, kickbacks, or any other form of corruption.

The Anti-Corruption and Conflict of Interest Policy sets out the commitments that must guide the conduct of Proclinic Group in relation to the prevention, detection, and resolution of any corrupt practice within our companies, guaranteeing a business activity based on honesty and transparency.

We are proactive in the fight against corruption and fraud in all areas of our business activity, and we have zero tolerance to any breach of our values.

The values of our Anti-Corruption and Conflict of Interest Policy seek to ensure that the following commitments are fulfilled:

- Prohibit gifts from or to public officials, suppliers, collaborators, and clients or gifts of cash or similar.
- Do not use donations to cover up improper payments.

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- Prohibit all corrupt practices and acts of bribery or fraud within the professional activity carried out, refusing any practice that conduces to obtain an economic or commercial advantage that may be illicit, or irregular.
- Never give, promise, accept or offer, directly or indirectly, any kind of thing of value, including money, gifts, loans, gratuities, advantages, or benefits of any kind, in order to obtain undue advantage.
- Never request, accept, offer, promise, or pay bribes (including facilitation payments), either directly or through third parties.
- Ensure that information is accurate, transparent, and complete.
- Never help, support, or endorse in any way to any political party, its representatives, or candidates.
- Promote internal training to disseminate ethical conduct, to prevent and avoid unlawful and irregular acts.
- Ensure proper recording of operations and transactions carried out, which must be clearly and accurately registered.

Proclinic Group employees shall refrain from representing Proclinic Group or acting or influencing decisions in which, directly or indirectly, the employee or collaborator themselves, or a third party linked to them by any significant economic, family, or professional relationship has a personal interest.

We consider that compliance with this Anti-corruption and Conflict of Interest Policy is everyone's responsibility.

Administrative, economic, and financial management

At Proclinic Group, we are committed to full compliance with the regulations in force, regarding due diligence in administrative, economic, and financial management in any geographical location where we carry out our activities.

We and our members have an obligation to ensure the accuracy of our financial statements and reports as required by applicable law and accounting principles. Our transparent transactions reduce the risk of bribery or kickbacks in our business activity.

At Proclinic Group we have different controls in the internal management processes on financial resources, which contribute to prevent, detect, and manage any financial contingencies that may arise.

The following are some of the guidelines to be followed by any natural or legal person associated with Proclinic Group:

- It is forbidden to develop any accounting irregularity that would prevent an understanding of the real asset or financial situation of the companies comprising Proclinic Group.

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- It is prohibited to establish or use unregistered Proclinic Group funds, such as "off-balance sheet" accounts, for any purpose.
- False, incomplete, inaccurate, or fictitious entries in SAP accounting documents shall be prohibited.
- It is essential, to accurately record payments or any other type of compensation given by third parties in the records, books, and accounts.
- Adopt the appropriate due diligence measures regarding to the tax and Social Security, providing any information required by the public authorities.

Any operation, business, or contract, whether economic, financial, service provision or any other type, must be carried out in accordance with current legislation and in a transparent manner.

Data Protection and Cybersecurity

Proclinic Group complies with the General Data Protection Regulation (EU) 2016/679 (GDPR) and has a User's Manual on Data Protection and Use of the IT Network and Telecommunications.

At Proclinic Group we ensure the prevention and control of crimes that may be committed using corporate resources, which is why we monitor and control them.

We consider the fight against cyber-attacks to be of paramount importance and therefore all members of Proclinic Group are committed to:

- Know and apply internal rules and policies on the use of corporate resources.
- Use all corporate resources, protect, and preserve them responsibly and appropriately, to avoid any damage or loss, and not install, download, or store inappropriate, offensive and/or illegal information/material.
- Have the appropriate licence of use of all software installed on corporate computers and mobile devices.
- Not accessing websites with illegal or harmful content, etc.
- Comply with the requirements established in the security regulations regarding any file introduced into the network or into the user's terminal through e-mail messages or from external networks.

Proclinic Group has also a Data Protection Officer (DPO) in order to support and guide our staff, thus fostering cooperation based on loyalty and honesty.

At Proclinic Group we guarantee respect for the confidentiality and privacy of the data of third parties in our possession, except for legal, administrative, or judicial obligations that entail the obligation to hand them over to entities or people or to make them public. Likewise, we guarantee the exercise of

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the rights to consult, modify or rectify, among others, personal data in accordance with General Data Protection Regulation (EU) 2016/679.

Employees who, in the course of their work, have access to information of other people, shall respect and promote the confidentiality of this information and shall use it in a responsible and professional manner.

Finally, Proclinic Group has implemented an Action Protocol in the event of Loss of Personal Data or Confidential Information, to which all employees must refer in any situation that may pose a threat to the security of our information or of our clients and/or collaborators. Examples of possible situations that would imply an immediate referral to this protocol for action:

- Lost or stolen device.
- Documentation lost, stolen, or deposited in insecure location.
- Lost or opened mail.
- Detection of hacking, malware, or phishing.
- Improper disposal of personal and/or confidential data in paper form.
- Residual personal and/or confidential data on obsolete devices.
- Personal and/or confidential data that have been shown to the wrong individuals.
- Incorrect or unintentional disclosures that are made.
- Unauthorised verbal disclosure of personal or confidential data.
- Personal/confidential data sent in error.
- Any other means that could be considered a threat to our companies' information.

Protection of intellectual and industrial property

Intellectual property defines the exclusive rights to the human intellect creations or inventions, literary and artistic works, and distinctive signs and designs used in commerce. The World Intellectual Property Organization (WIPO) details the policies, rules, and use of Intellectual and Industrial Property worldwide.

At Proclinic Group, we commit ourselves to:

- Know and respect intellectual and industrial property laws.
- Do not use copyrighted material without obtaining or confirming prior permission and base our product development policy on our own creativity and innovation. No employee shall permit the copy or plagiarism of third-party products, nor the transformation, modification, total or partial, importation or distribution of such products, without due authorisation from the rights holder.

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All the software installed on computer equipment is checked on a regular basis. Only IT Department personnel, or their designated personnel, may install software as "Administrator". We do not allow the use for private or third party purposes, the software or computer systems of which we own the intellectual property.

7.2. Market-related rules

Relationship with business partners

In Proclinic Group we are committed with legality, transparency, honesty, and contractual good faith with business partners (clients, suppliers, and other collaborators).

All our suppliers and collaborators are selected and treated fairly through a careful selection process, as the Suppliers Approval Procedure, promoting the principles of our Code of Ethics.

Respect for free competition

In Proclinic Group we are committed to promote free, fair, and honest competition, prohibiting any action that may violate applicable antitrust laws wherever we do business. These laws generally prohibit price fixing, division of territories, collusion with our competitors and other business practices that affect our clients and/or restrict competition. It is prohibited:

- Enter into price-fixing agreements.
- Allocate market shares, either formally or informally, between competitors.
- Restrict or limit the output in order to reduce competition.
- Favour or exclude contracting parties.
- Manipulating, concealing information, improper use of privileged information as well as misrepresentation of true facts or any other unfair practice.

Prevention of Money Laundering

Money laundering is the mechanism used by criminals to disguise the illicit origin of their wealth, placing it in the legal money circuit. In Proclinic Group we are committed to safeguard integrity and to respect international and national standards, regulations, and laws, to combat money laundering.

Proclinic Group employees are responsible for verifying financial information, about business partners and suppliers in order to determine their respectability and the legitimacy of their activity before entering into business relationships.

7.3. Rules relating to professional activity and internal relations

Human health and safety

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Proclinic Group provides its employees with a safe and stable work environment following its occupational risk prevention measures. Proclinic Group informs, trains, and provides its employees with the necessary personal protective equipment for the activities they carry out in their work. The worker, for his or her part, undertakes to use and maintain them properly.

In Proclinic Group we have developed a mandatory Occupational Risk Prevention Plan to guarantee the safety and protection of our professionals during their work. The companies Proclinic SAU and Fadente SAU are currently in the process of certification under the 450001 standard, Occupational Health, and Safety Standard.

In this respect, Proclinic Group undertakes the following commitments:

- Comply with the current legislation on Occupational Health and Safety applicable to all the companies that make up Proclinic Group, applying the strictest legislation in each jurisdiction.
- Keep improving in the field of Occupational Risk Prevention, with the consultation and participation of the workers themselves.
- Effective implementation of the Occupational Risk Prevention Plan, together with its periodic review to ensure that it is appropriate to the needs of Proclinic Group.

Prevention of workplace harassment and discrimination

At Proclinic Group we fully reject any conduct of physical, psychological, or moral harassment or abuse of authority that may generate an intimidating or offensive environment with the rights of individuals. Nor do we accept any type of discrimination on the grounds of age, race, gender, sexual orientation, ethnic origin, religion, political opinion, nationality, social origin or disability, or any other grounds provided for in the applicable regulations.

In this respect, Proclinic Group undertakes to:

- Work to consolidate a working environment where dignity and non-discrimination are respected.
- Treat colleagues, superiors and co-workers with respect, dignity, and fairness.
- Stimulate the dialogue and the exchange of new ideas and different ways of working, with the aim of complementing each other and creating a more competitive team.
- Make known and apply the Procedure for Action against Harassment at Work, Sexual Harassment and Harassment for Reasons of Gender in the Workplace.
- Under no circumstances allow or tolerate behaviour, attitudes or situations of sexual harassment or harassment based on sex.
- Report immediately if we become aware of any discriminatory, sexist, harassing or violent conduct to the Compliance Officer, either directly or through the Ethical Channel.

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- Understand the diversity of each and every one of us as an added value for Proclinic Group.

Physical integrity and sexual indemnity of employees

The Group will not tolerate any conduct that may interfere with the physical and/or sexual integrity of Proclinic Group members or third parties, the following behaviour, among others, may be classified as prohibited:

- Threatening behaviour.
- Verbal or written threats expressing intent to do harm.
- Physical abuse or assault.
- Verbal remarks, such as racist remarks and sexist jokes or comments.
- Non-verbal visual displays, such as demonstrations or acts by electronic means with offensive photographs, videos, or gestures.
- Any act that provokes fear to a person.

Proclinic Group will appropriately investigate any communication reported to the Compliance Officer in relation to any conduct listed above. Appropriate action will be taken.

8. Compliance institutions

All natural or legal persons linked in any way to Proclinic Group are committed to comply with the values and rules set out in this Code of Ethics.

Failure to comply with this Code of Ethics by any person linked to Proclinic Group with an employment contract and regardless of their professional category, may be sanctioned in the manner described by Proclinic Group Code of Conduct.

The Board of Directors have the final responsibility to ensure compliance with the Code of Ethics. Proclinic Group performs this function through its Compliance Officer.

9. Control measures

The control measures shall include procedures of cooperation with justice and authorities in case we detect any potential criminal conduct by a Proclinic Group's member or a third party with whom it has a relationship.

Any breach of the rules listed in this document will trigger an internal investigation procedure in which it will be considered and determined whether to suspend the business relationship and/or notify the competent authorities.

10. Dissemination and monitoring

Proclinic Group will take appropriate measures to ensure that all the obliged parties are aware of the content of this Code of Ethics and understand its scope. Proclinic Group is also committed to train regularly to achieve his comply and to remind of its mandatory compliance. This Code shall be accepted by any person as a prerequisite for joining Proclinic Group. The Code of Ethics will be available on the intranet and on the corporate website, so that all people who are or may be linked to it may have access to it.

The scope of application of the Code of Ethics extends to suppliers, clients, distributors, external professionals, and representatives of Proclinic Group, who will be asked to accept our Code of Ethics or to have their own, whose values must always be very similar to ours.

All contracts signed by Proclinic Group must include a clause obliging the other party to comply with the law and with the ethical principles set out in our Code of Ethics or in its own, that must be very similar to ours, Code of Ethics. Failure to comply with these obligations will imply a serious breach of contract.

11. Review and update

The Compliance Officer will periodically review this Code of Ethics, taking into consideration annual reports and suggestions from Proclinic Group members. Proclinic Group's General Management will be responsible for approving proposed changes to this Code of Ethics.

Proclinic Group undertakes to carry out training courses in order to ensure the spreading of the rules contained in this Code of Ethics and/or any significant updates that may be made to it.

Proclinic Group shall establish appropriate control measures to regularly assess and manage risks related to the corporate activity, its people, and the reputation of Proclinic Group. Based on this analysis, appropriate changes shall be made.

12. Ethical Channel

All members of Proclinic Group assume the commitment to adopt the necessary measures to detect and correct any action contrary to the law or to the rules of this Code of Ethics. To make this effective, we have an Ethical Channel, as an anonymous and independent tool for reporting breaches and possible offences and any situation that could be considered harassment at work or discrimination.

We have an Ethical Channel Policy, which is available to all employees, collaborators, clients and any third party linked to Proclinic Group. It is available on the different websites of the companies that

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make up Proclinic Group. If you have any further questions about the Ethical Channel, please contact the Compliance Officer directly at compliance@proclinic.es.

The bodies responsible for ensuring proper compliance with this Code of Ethics are:

- Compliance Officer.
- General Management.

Proclinic Group undertakes not to adopt or allow any form of reprisal, directly or indirectly, as well as the confidentiality of the professionals who in good faith have communicated through the Ethical Channel an action contrary to the law or the rules of the Code of Ethics.