

CORRUPTION AND BRIBERY PREVENTION POLICY

<i>Information classification</i>	Internal use
<i>Code</i>	PT-CNP-001
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<i>Scope of application</i>	TUNTALL IBÉRICA, SAU – TELEVIDA SERVICIOS SOCIO SANITARIOS, SLU (And joint ventures involving either of the two companies).

Developed and reviewed by: COMPLIANCE COMMITTEE

Approved by: STEERING COMMITTEE

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STATEMENT BY THE DIRECTOR GENERAL

Our Code of Ethics describes the standards and behaviours that Tunstall maintains as part of the Tunstall Healthcare Group in Spain and requires of all professionals who act on behalf of the company, whether they are employees, subcontractors or related companies in any way.

Like the aforementioned Code of Ethics, this policy will be available as part of the information accessible to any Tunstall employee on the "employee portal" and will be distributed to those professionals and companies that act or may act on behalf of Tunstall.

We operate a zero tolerance approach to making or receiving bribes, payments or corrupt practices, in any form. Such conduct is prohibited, whether by employees or anyone else acting on Tunstall's behalf.

This policy sets out what is and is not acceptable in general terms, but if in doubt as to whether any conduct may constitute bribery or be unlawful in any way, refer the matter to the company's Chief Compliance Officer (CCO) and Criminal Compliance Officer. It is essential to read and comply with this policy.



Abel José Delgado Maya
Director General

ORIGIN, BACKGROUND AND RELATED DOCUMENTS

This corruption and bribery prevention policy stems from the need to define the actions that are not permitted within the company following the implementation of the criminal compliance management system and specifically its **crime prevention plan**, which aims to control and avoid the risks of non-compliance with the criminal code with regard to the following offences:

- Bribery
- Influence peddling
- Intellectual and industrial property, market and consumer issues
- Embezzlement

Due to Tunstall's membership of the British multinational group Tunstall Healthcare, and the fact that the origins of Tunstall's compliance systems in criminal matters also come from the UK, Tunstall has always had an anti-corruption and bribery policy specific to the Group and disseminated internationally to all the companies that make up the Group. This "Anti Bribery Policy" in its latest version constitutes the reference framework for determining Tunstall's *Policy for the Prevention of Corruption and Bribery*.

GENERAL AND STRATEGIC GOALS

This policy sets out what we must all do to help prevent corruption and bribery in all its forms. A **bribe** can include any payment, benefit or gift offered or given for the purpose of influencing a decision or outcome. The bribe does not always have to be of great value. It could be a lunch or an invitation to a sporting event.

Bribery is closely related to a **conflict of interest**, a situation in which an individual's judgement - concerning their primary interest - and the integrity of an action tends to be unduly influenced by a secondary, usually financial or personal, interest.

We are fully committed to complying with our obligations under applicable law, in particular those contained in Organic Law 1/2015 of 30 March 2015 amending Organic Law 10/1995 of 23 November on the Criminal Code, and to ensuring that no bribes or corrupt payments are made, offered, sought or obtained by anyone acting on our behalf, anywhere in the world.

If you are ever in doubt about a particular situation or the scope of any of your actions within the organisation, always seek advice. You should contact the company's CCO and Criminal Compliance Officer on +34 91 655 58 30 or by email: cumplimientolegal@televida.es in the first instance, or alternatively you can contact Tunstall Healthcare Group Compliance Officer Jon Furniss directly at the following email address: Jon.Furniss@tunstall.com.

SPECIFIC INSTRUCTIONS**Who should comply with the policy?**

The Corruption and Bribery Prevention Policy is mandatory for all employees, agents, intermediaries, consultants, distributors, subcontractors, suppliers and joint venture partners working on behalf of Tunstall anywhere in the world.

How to commit to this policy?

First and foremost, you must act in compliance with the basic requirements of personal and professional ethics, especially those described in our code of ethics. And particularly if your position within the company entails greater responsibility and exemplary actions.

You must read, understand and agree to the terms of this policy. You will also be asked to confirm your commitment in writing so that we know you are aware of its existence and understand all of its terms.

What if I don't comply?

Any act of corruption or bribery, in any form, is unacceptable. We will consider taking disciplinary action against any person who fails to comply with the corruption and bribery prevention policy **including dismissal**. Failure to comply with this policy may lead to criminal prosecution under the Act, which may result in a fine and/or up to a maximum of 10 years imprisonment.

Failure to comply with this policy by an employee or business partner could result in Tunstall incurring one or more criminal offences. This could lead to the company being fined financially and even disqualified from contracting with the Public Administration, which represents the majority of the company's business, and such actions would also lead to negative publicity and serious damage to the reputation of the Tunstall brand.

What you can't do

Compliance with this policy prohibits the following conduct:

- Making unofficial payments to officials or members of public administrations to obtain any permit, licence, accreditation, recognition or stamp, particularly relating to the company's solvency or its accreditation to conduct certain business activities;
- Appointing a third party or supplier to act on Tunstall's behalf, or having good reason to believe that they have engaged in corrupt or illegal conduct, including offences under the criminal code; or
- Paying a third party for the purpose of being a "mediator" to open doors and make connections in any territory or administration.

- It is strictly prohibited to make "Facilitation payments": Facilitation payments ('kickbacks', 'bribes' or 'grease') are payments (usually small cash payments made to low-level officials), as a bribe to secure or accelerate the performance of a routine or necessary action or level of service.
- Tunstall employees should never offer, pay, solicit or accept bribes in any form, including facilitation payments.

**Exception: the only exception to making a facilitation payment would be if your life is in danger. If a facilitation payment is made in such circumstances, it should be reported as soon as possible to the CCO, so that it can be recorded and appropriate action taken.*

- Tunstall employees and business partners should report any circumstances where it is alleged that a facilitation payment has been made on behalf of the company to the Criminal Compliance Officer, contact details are as follows:

Phone +34 91 655 58 30 or email: cumplimientolegal@televida.es

Suppliers and trading partners: previous controls

For actions with suppliers or business partners that are considered within the scope of the controls established for the risks identified by Tunstall's criminal compliance management system, all business units must consult the CCO regarding the appropriate compliance measures in each case, **prior to**:

- Appointing a new supplier
- Proceeding to a partnership.
- Appointing an agent to work on Tunstall's behalf; or
- Entering into a new contract or modifying the terms of an existing contract

There will be a **significant risk** of corruption or bribery if:

- The services involve business partners paying fees, taxes or payments on behalf of Tunstall in connection with the accreditation of their creditworthiness to perform a certain activity.
- The services involve business partners obtaining official licences, permits or agreements from public officials or agencies; or
- There are particular reasons to suspect that the risk of corruption or bribery is higher than normal.

Tunstall's CCO and Finance Management will report and advise on the level of pre-audit and follow-up required in each case and how to include specific clauses to prevent corruption and bribery in the contractual relationships to be established. The pre-audit process should be completed **before**:

- The contract with a supplier, agent or partner is signed or renewed
- The agent performs any work
- The association undertakes any activity

Gifts, hospitality and entertainment

All Tunstall employees are expected to conduct themselves with integrity, fairness and honesty at all times. Accordingly, **all employees are required to follow these rules on gifts, hospitality and entertainment**. We also expect employees of our partners and suppliers to conduct themselves in accordance with these rules.

You must maintain high standards of professionalism and not expose yourself to suspicion of dishonesty or place yourself in a situation of conflict between your work and your private interests. Gifts given and received as a reward, inducement or encouragement for preferential treatment or improper or dishonest conduct **are strictly prohibited**. In particular, you may not give or accept gifts, hospitality or entertainment during a tender process or during contract negotiations if there is a realistic risk that such gifts could influence the outcome of such processes or negotiations.

It is important that all actions of Tunstall employees and third parties, including partners or suppliers, are capable of not causing embarrassment to the company.

» Giving and receiving gifts

It is permissible to accept token gifts of low value especially those of Merchandising, such as branded pens, stationery and mouse pads, USB sticks etc. Occasionally boxes of confectionery etc. may be given to a department rather than an individual. Conversely, personal gifts such as Christmas, wedding or birthday presents, including vouchers or cash equivalents, received from partners, suppliers, customers and other third parties should be declined. Occasionally and at certain events it is conventional for gifts to be exchanged in a business-related context. If this occurs, a gift may be accepted and a reciprocal gift of a reasonable value may be given, subject to the approval of financial management. In this case, the accepted gift must be reported to the CCO to maintain evidence of its acceptance.

Any gift offered must be acceptable within the policy of the company or organisation receiving it and, if in doubt about its acceptability, it is best not to give it.

» Hospitality/Entertainment

Tunstall employees may occasionally receive invitations from suppliers or others for corporate hospitality or entertainment events.

Hospitality or entertainment **can only be accepted if:**

- Employees or staff of the supplier attend
- The supplier does not pay any accommodation or travel expenses (other than trivial) for Tunstall employees.
- The entertainment and/or the acceptance of the entertainment cannot be construed as a reward, inducement or encouragement for a favour or preferential treatment; and
- It is not overly luxurious or extravagant.

Reciprocal hospitality may be offered, but must be approved by the Finance Directorate, for example when our overseas suppliers/partners visit our offices or care centres.

To ensure openness and transparency, all hospitality and entertainment activities should be reported to the CCO so that evidence of the company's consent and knowledge of the giving or receiving of such hospitality and/or entertainment treatment can be maintained.

Political and charitable contributions

Tunstall does not make contributions or donations to political organisations or independent candidates, nor does it incur political expenses.

Tunstall believes that charitable donations can be part of its wider community engagement, and both support designated charities and our employees in charitable activities. Charitable donations on behalf of Tunstall (financial or in-kind) must be approved by Financial Management.

We respect the individual right of employees to make personal contributions, provided they are not made in any way to gain advantage in a business transaction involving the company.

In the political sphere, Tunstall's only activity is to communicate openly and as part of the industry, its views on matters affecting its business interests or those of its shareholders and employees, as a way of assisting in the development of regulations and laws affecting the business.

Reporting corrupt behaviour or bribery

Tunstall aims to conduct business with the highest standards of ethics, honesty and integrity and recognises the important role you have to play in upholding this objective. All employees concerned about any form of malpractice, wrongdoing or misconduct by the company, its employees or other stakeholders are encouraged to report the matter through the **whistleblowing channel** provided for this purpose.

We believe it is essential to create an environment in which you feel able to raise any issues of concern without fear of disciplinary action being taken against you, that matters are taken seriously and investigated appropriately and, as far as possible, that confidentiality is maintained.

Tunstall believes that any employee who is aware of bribery in any form should not remain silent. We take all matters of malpractice, improper actions or wrongdoing very seriously and we strongly encourage you to raise any situations or behaviour that are not in accordance with the policy by taking any of the actions described below as appropriate:

1 Inform your LINE MANAGER

First, you should consider raising your concerns with your line manager. Your line manager has a responsibility to listen and respond to any concerns you have. Concerns can be raised verbally or in writing. Your line manager will determine whether he or she can investigate the matter directly, keeping the CCO informed at all times, if appropriate, of progress and its conclusion.

If your line manager cannot resolve the issue locally, he or she will escalate the issue to the CCO, who will handle it according to the **separate internal process** detailed below.

2 Informs the Area/Department Manager or Territorial Delegate

If you feel that you are unable to raise the situation with your line manager, for whatever reason, you should contact the Area/Department Manager or Territorial Delegate who will consider the matter, manage any investigation and keep the CCO informed, if appropriate, of progress and its conclusion.

If the Area/Department Manager or Territorial Delegate cannot resolve the problem locally, they will refer it to the CCO, who will handle it in accordance with the **separate internal process** detailed below.

3 Start of the separate internal communication process

If you feel you need to raise the issue outside of your immediate working environment, you should contact the CCO, Criminal Compliance Officer directly on 91 655 58 30 or send an email to: cumplimientolegal@televida.es. Alternatively, you can contact Tunstall Healthcare Group Compliance Officer Jon Furniss directly at the following email address: Jon.Furniss@tunstall.com. In either case, the Officer receiving the report will record the situation and determine the appropriate approach to be taken to manage any investigation, including appointing an external, independent person or entity to review the matter, or refer it to the appropriate internal or external body. **The CEO will be informed of any serious issues as a matter of urgency.**

CHANGE CONTROL

Version	Date	CHanges
00	24/05/2019	Initial edition
01	21/05/2021	The policy is updated with the offence of "embezzlement" which had not been taken into account after the 2019 reform, and the opportunity is taken to change logos and refer only to the Tunstall brand.