

ETHICAL CODE



Presentation

Dear collaborator,

We would like to share with you the launch of our Ethical Code. As you know, until now we were operating under the framework of another company's code which was focused on another industry.

At HTBA (HealthTech BioActives) we are world leaders highly specialized in flavonoids and vitamin B12 derivatives. We know that our ingredients have a direct impact not only on our customers' business but also on the well-being of the consumers of their products.

After 40 years in the world of natural ingredients, HTBA is determined to formulate today the new standards of tomorrow.

HTBA covers the entire value chain, from raw materials to the distribution of our ingredients, with global reach in pharmaceuticals, dietary supplements, human and animal nutrition.

Therefore, we understand that our work cannot be limited to providing ingredients to our customers with professionalism and rigor, but that we must go further to be the partner that offers them solutions which respond to their present and future needs.

What do we share with you?

Apart from our ingredients, HTBA offers to the world values and principles. Without them, nothing we do would be possible. This is precisely what our Code of Ethics is all about.

We want you to know firsthand how we think and why we are dedicated to creating connections and opportunities.

You are also part of HTBA and we believe that sharing it with you is a good way to strengthen our relationships, inside and outside the company. It also allows us to row together in the same direction.

You can count on us whenever you need it and remember that you can consult any doubt, situation or problem with the Ethics Committee.

Best regards.

Alexandre Valls Coma

Chief Executive Officer

1. What is the purpose of a Code of Ethics and how is it applied?

1.1 What you should know about HTBA

Take this document as a **guide so that, as an employee of HTBA, you can work at ease, know how to act and interact in each case**, inside and outside the company.

It is understood as a HTBA employee any worker who is part of the companies HealthTech HTBA Holding S.L.U., HealthTech Bio Actives, S.L.U. or any company of the group.

Important: It is always good for you to remember that for HTBA it is as important to comply with the laws and regulations applicable worldwide, as it is to be faithful to this Code of Ethics and to our other policies.

1.2 What it is expected of our leaders

HTBA leaders honor their position. They are all aware that their responsibility is not only to comply with the Code of Ethics. Their duties encompass much more:

- They **lead by example**.
- They are **faithful to the principles** of HTBA's Code of Ethics and **defend them** wherever they go.
- They **create a corporate culture based on trust**, which gives employees total freedom to express their opinions and even propose new ways of compliance.
- They transmit to every employee how important it is **to achieve business results with integrity**.
- **Motivate** employees to value ethical conduct and put it into practice.
- **Ensure that**, from the very beginning, **each employee knows and understands this Code of Ethics and the rest of HTBA's Policies**.

1.3 What our employees are responsible for

There are rules that are necessary for the common good of all. This is one of them:

all HTBA employees must comply with this Code of Ethics and have the responsibility to:

- **Read** the Code of Ethics, internalize its principles and comply with them in their daily work.
- **Participate** in the planned training sessions.
- **Report** any possible unethical conduct as soon as possible and understand the different channels for its reporting.

The most effective way to comply with the Code of Ethics is to **use good judgment and ask for advice** whenever you are unsure about an action. These questions may help you to clarify your doubts:

- *Is this action legal?*
- *Am I authorized to do this?*
- *Am I sure this is the right thing to do?*
- *Do I feel comfortable explaining it to my boss, co-workers, family, friends or anyone else?*

2. HTBA's mission, vision & values

The following are the corporate fundamentals of the company through the corporate mission, vision and values:

Our mission: To provide innovative solutions starting from natural raw materials and challenge the paradigms in health and nutrition industries to improve consumer well-being.

Our vision: To be recognized as an Integrated and Sustainable Partner Leading the field of Natural Ingredients with minimal environmental footprint.

Our values: Agility, Audacity, Collaboration / Teamwork, Innovation and Passion

3. First things first: our principles

3.1 With people and society

HUMAN RIGHTS

HTBA is 100% supportive of internationally recognized human rights.

HTBA Principles:

Each of our activities respects these rights as set out in the United Nations Declaration of Human Rights. We expect the same from all our business partners.

WORKERS' RIGHTS

HTBA recognizes and applies internationally proclaimed labor rights.

HTBA Principles:

Employees are free to associate and bargain collectively. Of course, child labor and forced labor are strictly prohibited. Under no circumstances shall workers' rights, occupational safety and health be violated.

EQUAL OPPORTUNITIES FOR ALL

The knowledge and talent of the employees are the main pillar of HTBA.

HTBA Principles:

There is no room for discrimination. Any employment decision takes into account job qualifications (education, previous experience, etc.), merit, benefits and other job-related factors.

We will treat with respect and behave appropriately with everyone, regardless of race, religion, sex, sexual orientation, age, disability or other legally protected status.

PROHIBITION OF HARASSMENT

HTBA has zero tolerance for harassment.

"Harassment: any conduct, whether physical or verbal, done repeatedly, and intended to disturb or alter the mood of another person."

HTBA Principles:

- **Treat everyone with respect** and avoid situations that may be perceived as inappropriate.
- **Be sensitive** to actions or behaviors that may be accepted in one culture but not in another.

CARE FOR THE ENVIRONMENT

HTBA is committed to minimizing the impact that our commercial and industrial activities may have on the environment.

HTBA Principles:

We will comply with relevant locally and internationally recognized standards.

POLITICAL FREEDOM

HTBA does not financially support any political party or individual politicians.

HTBA Principles:

Employees are free to participate in any political activity, but without mentioning HTBA or their role in the company.

TRUTHFULNESS AND TRANSPARENCY

The truth and always the truth. This is how HTBA earns the trust of its suppliers, agents, distributors and customers.

HTBA Principles:

Earning trust allows us to develop long-term relationships. This can only be achieved **with responsibility and maximum transparency**, both in our messages and in our behavior.

3.2 In business relations

BRIBES AND GRATUITIES

They are out of place.

We should never engage in corruption of any kind.

"Corruption occurs when a person solicits, receives or accepts an improper offer, advantage or gratuity by virtue of his or her position, office or function."

"As a general rule, an advantage is considered improper if it is likely to influence the recipient, or if the recipient perceives that the advantage could influence his or her ability to make sound and objective business decisions."

For HTBA, **gratuities or tips are a form of corruption**. These payments are intended to induce officials to expedite routine work that they must be performed anyway.

For example: the payment of an incentive to a public official in connection with customs or immigration matters.

Since HTBA is a global organization, **the local anti-corruption laws in force in the countries where we do business in apply, as also do the laws set out in the company's Anti-Corruption and Anti-Bribery Policy.**

We do not accept that our business partners (joint ventures, suppliers and distributors) **offer or receive improper advantages of any kind** in their business interactions with HTBA or when acting on its behalf.

HTBA Principles:

- **Never offer, pay, effect, solicit or accept a gratuity, gift or favor in exchange for preferential** treatment in order to influence the outcome of a business deal or to gain a business advantage.
- Do not give **gratuities or tips**. If you find yourself in a situation where such payments are unavoidable, inform your manager and your company's Accounting Department so that such payments are properly disclosed and recorded.
- **Make sure** that the people you work with, including our business partners, **understand that HTBA considers bribery and corruption to be unacceptable.**
- If you **suspect** or know that there has been any form of corruption at HTBA or at a company with which HTBA does business, **report it.**

GIFTS OR HOSPITALITY

Professionalism first and foremost.

HTBA Principles:

It is **forbidden** for HTBA employees and other HTBA collaborators to offer, make and/or deliver any type of **gift or compensation to their customers**, suppliers, distributors or any other person with whom they have professional relations, **except in the cases and limits expressly set forth in the HTBA Gift Policy.**

Likewise, **the solicitation and/or receipt of such gifts or compensation is also prohibited.**

In case there is any doubt, these prohibitions also include:

- **The acceptance of cash or cash equivalents** (e.g., gift cards, invitations to recreational events, etc.).
- **The financing of entertainment costs** (events, travel, etc.).
- Accompanying people or guests of the HTBA manager or employee who receive an invitation to an activity (entertainment) are prohibited.

CONFLICTS OF INTEREST

Always with objectivity.

“Conflicts of interest arise when personal relationships, involvement in outside activities or interests in a joint venture influence decision making as an employee of HTBA or are perceived to do so in the eyes of others.”

HTBA Principles:

To avoid such conflicts, we at HTBA follow our own principles:

- **Be transparent** about potential conflicts of interest.
- **If you believe that an issue could influence your decisions or actions at HTBA, let your manager know.**
- **Avoid intervening** in decisions that others might see as a conflict of interest.
- **Be impartial and professional** in your dealings with business partners.

MONEY LAUNDERING

Totally illegitimate.

HTBA strongly opposes to money laundering in any form.

"Money laundering is the process by which individuals or groups attempt to conceal the proceeds of illegal activities or attempt to make the sources from which their illegal or criminal funds originate appear legitimate."

HTBA Principles:

- **If a customer or potential business partner refuses** to provide you with complete information about their business, **if you suspect** that such information is false, or **if the person in question impatiently evades** reporting and accounting requirements, contact your line manager as soon as possible.
- **Be suspicious if any customer or potential business partner proposes to make cash payments or any other unusual payments**, such as money transfers to a third party or an unknown account. If you suspect any potential money laundering activity, tell your direct manager.
- HTBA will report any suspicion of money laundering to the appropriate authorities.

COMPETITION LAW

Respect and loyalty.

HTBA and all its employees must comply with the laws of competition practices.

"National competition law shall ensure open and fair competition for all market players, to the benefit of consumers."

"Competition law prohibits:

- (i) *agreements and understandings intended to restrict or which could restrict competition and (ii) abusive behavior of dominant positions in the market. In relation to point (i), it is important to note that, in addition to written agreements, e-mails, verbal agreements, coordinated business conduct, etc., may also be illegal."*

HTBA Principles:

- **Do not engage in discussions or enter into agreements that unlawfully limit the capabilities of competitors.** As a general rule, agreements with competitors shall be prohibited and shall not be entered into without the prior approval of the Legal Department.
- These are **the agreements that are prohibited with competitors:**
 - Agreements concerning prices, costs, profits or other bargaining terms.
 - Agreements that limit or control access to markets, technological development and sources of supply.
 - Agreements requiring customers to accept additional obligations which, by their nature or commercial usage, have no connection with the subject matter of the contracts.
- **If a company is a leader in its market, it will never abuse its position.**
 - Shall not impose unfair prices or other unfair trading conditions.
 - Shall not apply different conditions in equivalent transactions with other business partners.
 - Will not link products that have no connection to each other.
- **If you have engaged in or witnessed activity that violates or is alleged to violate competition laws,** tell your manager and the HTBA Legal Department.
- **If you are in doubt as to whether an agreement or activity complies with competition laws,** ask your manager and the HTBA Legal Department.

CONFIDENTIAL INFORMATION

Everything under lock and key.

Each employee is responsible for **preventing unauthorized persons**, both internal and external to the company, **from gaining access to confidential information** concerning HTBA, our people and our business partners, users and readers.

"Confidential information is any information that is not known to the public and should not be known to the public. Examples include, but are not limited to, transaction information, business plans, product development plans, budgets and results."

HTBA Principles:

- Always **protect** confidential information.
- **Be aware that** when discussing, reading or writing confidential information, it may be overheard or otherwise perceived by unauthorized persons.
- **Never discuss, read or write confidential** information in public places (street, restaurants, airplanes, trains, elevators, etc.) and be careful when doing so in your workplace or at home.
- **Be careful when** sending or transmitting information to third parties by e-mail. Always check the list of recipients to make sure it is information they need.
- **Do not share** confidential information in any online forum, such as a blog, or through social media.
- **Whenever you need to share confidential information** with outside third parties, make sure they are bound by a duty of confidentiality or obtain a signed confidentiality agreement.
- **If you stop working for HTBA**, you have an obligation to continue to protect confidential information until it is lawfully made public.
- **If you are in doubt about** whether you have confidential information or how you should treat it, ask your manager or the Legal Department, or assume that it is confidential.

PRIVACY AND PERSONAL DATA PROTECTION

The most valuable.

Data and information about our partners and third parties is the most valuable thing we have in order to develop HTBA products.

We are highly committed to the privacy of this data because it allows us to be useful to our users and partners.

We use it within the limitations set by law and commonly accepted privacy principles, such **as transparency, security and user choice.**

When we process personal data, our employees, users and customers expect us to make only explicit and lawful use. Although we rarely use sensitive personal data, misuse or

breach of privacy can still have serious consequences for the individual concerned, not to mention the trust placed in our brands and their reputation.

At HTBA we respect the right to privacy of our employees by using, maintaining and transferring their personal data in accordance with generally accepted data protection standards.

HTBA Principles:

- **Never process** (collect, use, share, etc.) personal data unless the individual concerned has unambiguously consented or the processing has another valid legal justification.
- **Ensure** that access to personal data is strictly motivated by a legitimate purpose.
- **Confirm** that your business unit keeps an up-to-date record of all categories of personal data it processes.
- **Inform** the public about the processing of personal data and the use of cookies through a privacy policy and a cookie policy, respectively.
- **Delete** personal data or make it anonymous once it has been used for its intended purpose.
- Never share personal data information with third parties unless the user has given consent or there is another valid legal justification for doing so.

INTELLECTUAL AND INDUSTRIAL PROPERTY

Our greatest treasure.

Intellectual and industrial property are one of our most valuable assets and must be treated with all the care they deserve.

"Obtaining, preserving and defending our intellectual and industrial property rights are the key factors of HTBA's success."

HTBA's main intellectual and industrial property rights are:

- Patents.
- Know-how.
- Formulations and product development.
- Licenses.

- Trademarks.
- Domain names.

HTBA principles:

- **Always work** in defense of our intellectual and industrial property rights.
- **Ensure** that our intellectual and industrial property is registered, determined or identified by trademark or copyright symbols, whenever such measures are applicable.
- **In case of doubt** about the necessity or relevance of the protection or if it is believed that the disclosure or use by a third party is incorrect, ask HTBA's Legal Department.
- **Respect** the proprietary rights of others by complying with all applicable laws and agreements related to intellectual and industrial property.

SECURITY ISSUES

Always be safe.

All employees have a responsibility **to participate in the security of HTBA personnel, facilities, and computer systems.**

HTBA Principles:

- **Understand and comply** with applicable company security policies.
- **Be aware** of safety hazards in the workplace or related to the specific job.

RELIABLE RECORD KEEPING AND REPORTING

Transparency and reliability.

HTBA has the responsibility to inform affected third parties as soon as possible, completely and accurately in case of any relevant event.

HTBA Principles:

- **Follow** applicable HTBA general accounting principles, as well as generally accepted accounting principles, rules and regulations governing accounting and financial reporting.
- **Ensure** that information, financial and non-financial, is reported accurately and in a timely manner.
- **Maintain** consistent processes and controls.
- **Maintain** complete, accurate and timely accounts and records so that they properly reflect all business transactions (e.g., invoices, sales contracts, expense reports and payrolls).
- **Provide timely** and reasonable forecasts and estimates.

4. Ethics Committee and Complaints Channel

What is the Ethics Committee?

HTBA is committed to establishing and defending, as one of its fundamental values, that all its members will always act in accordance with the law, promoting a culture of compliance throughout the company.

We have created an Ethics Committee responsible for ensuring compliance with HTBA's principles. Its appointment, composition and functions are regulated in the **HTBA Ethics Committee Charter**.

This Ethics Committee is collegiate and is made up of several members, and always acts in accordance with the principles of **independence and impartiality**.

What are the main functions of the Ethics Committee?

- **To ensure compliance** with the compliance culture in HTBA.
- **To promote and supervise**, on an ongoing basis, the implementation and effectiveness of the compliance management system in the different areas of the organization.
- **Provide continuous training** support to all members.

- **Manage the Complaints Channel** promoted in HTBA.
- **Conduct investigations of complaints** received through the channel and, where appropriate, sanction non-compliance with internal and external regulations applicable to HTBA.

What are the Whistleblower Channels?

In order to make it easy for employees to communicate all those issues that may involve a breach of our principles, values and regulations applicable to HTBA, we have the following channels:

- **Communication through the Whistleblowing platform** accessible from any browser (including mobile devices) at the following link: https://whistleblowersoftware.com/secure/canaldecomunicaciones_HTBA

Communication to the whistleblower channel may be nominative or anonymous.

- **Communication to the manager / direct director.**
- **Communication to the Ethics Committee**, in person or by e-mail to compliance@htba.com.
- **Communication in a face-to-face meeting** between the whistleblower person and the Internal Information System Manager.

The members of the Ethics Committee are the only ones who have access to the complaints received, as well as managers or directors when the whistleblower decides to make a communication to these positions, who must immediately pass on the content of the information to the Ethics Committee.

To facilitate the investigation process, **the email communicating the report of the potential non-compliance must reflect:**

- Identity of the communicator.
- Identity of the person against whom the communication is directed.
- Date on which the non-compliance occurred.

- As much information as possible about the facts.
- Documents which may prove the existence of the non-compliance facts.

5. What happens if the rules are broken

5.1 Sanctions

At HTBA we trust in the honesty of our employees.

It is everyone's responsibility to ensure compliance with the principles, values and rules. In the event that violations or risks are identified, they must be reported immediately to the Ethics Committee through the Whistleblower Channels.

Breaches of the rules of conduct, legal provisions, guidelines and internal regulations **will affect both the person who breaches them and the person who tolerates them**, regardless of the position they hold within the company.

Misconduct and non-compliance committed by employees (internal collaborators) or/and external collaborators will be sanctioned through the **Disciplinary Regime** detailed in the **Sector Agreement applicable to HTBA**, within the framework of the legal provisions and compliance with the applicable regulations in each case. Likewise, when the person affected by the communication is a supplier, a partner or any other subject outside the organisation and HTBA determines the commission or omission of an infringement after the investigation process has been carried out, the employer will be informed so that the corresponding internal sanctions can be applied, without prejudice to the actions that HTBA may take when there are indications of criminal conduct based on the investigations carried out.

5.2 Investigation

HTBA's Ethics Committee handles all notifications from the Whistleblower Channels **promptly and in a friendly manner**.

Employees' personal data will be kept anonymous and confidential, although the necessary communications may be made if legally required.

The Whistleblower Channels will be used for **the purpose of maintaining compliance with the Code of Ethics, as well as the applicable regulations.**

DOCUMENT HISTORY

Version	Date	Comment
V01.00	01/04/2021	Issued for review and approval.
V02.00	02/05/2022	Amendment (Clause 2 Values)
V03.00	18/10/2023	Implementation of new Communication channels enabled by HTBA