

CODE OF CONDUCT

CITOGEN S.L.U. has always firmly believed in conducting its business and activities by the basic principles of honesty, good faith, integrity and accountability.

CITOGEN S.L.U. is steadfast in its commitment to comply at all times with applicable laws, rules and regulations and to ensure the highest ethical standards of conduct, always acting fairly and honestly.

These principles and standards are contained in this Code of Conduct (the "Code"), which applies to all employees, officers and directors of **CITOGEN S.L.U.**, including temporary staff, freelancers, consultants, agents or any person working on behalf of **CITOGEN S.L.U.** (collectively, the "Employees").

All Employees have an obligation to know and comply with this Code and to assist in its implementation. Each Employee shall certify in writing that he/she has read and understands the contents of the Code and adheres to its principles.

This Code has been approved by the Sole Administrator of the Company and covers the following matters:

1. Compliance
2. Respect
3. Environment and Sustainability; Health and Safety
4. Confidential Information
5. Data Protection
6. Intellectual Property Rights
7. Conflict of Interest
8. Free competition
9. Fight against Corruption
10. Supplier Relations
11. Customer Relations
12. International Trade
13. Financial Reporting; Integrity of Information and Communication
14. Asset Protection
15. Training
16. Disciplinary Regime
17. Internal information channel: Advise, Raise Concerns and Report Misconduct

1. COMPLIANCE

CITOGEN S.L.U. is committed to complying with all applicable laws, rules and regulations, the principles contained in this Code and **CITOGEN S.L.U.**'s internal policies and procedures.

Compliance is everyone's obligation. You are directly responsible for knowing and adhering to the laws, rules and regulations that govern your work in addition to this Code and the Company's internal policies and procedures.

Individuals within **CITOGEN S.L.U.** who have a concern about a possible breach of any law, rule or regulation, or internal policy or procedure are expected to report it as soon as possible through the internal information channel at the following link:

<http://centinela.lefebvre.es/public/concept/1846474?access=ReKB6gDLi3LFgcAzi5lrwnWT86zBpL97xsw8XlOp7w%3d>

2. RESPECT

CITOGEN S.L.U. is committed to respecting and upholding human rights, equal employment opportunity and fair treatment of all individuals in all employment practices.

All hiring, promotion and dismissal decisions should be based on objective criteria, taking into account the skills, experience and job performance of the individual worker.

CITOGEN S.L.U. and its employees shall contribute to the respect and protection of human rights and shall prevent any conduct contrary to human rights that they detect. Furthermore, they shall refrain from any conduct that discriminates on the basis of race, gender, nationality, religion, ideology or any other individual, social or personal characteristic of an Employee and shall promote and encourage work in decent conditions by preventing any kind of discrimination and exploitation.

3. ENVIRONMENT AND SUSTAINABILITY; HEALTH AND SAFETY

CITOGEN S.L.U. is committed to conducting its business in accordance with sustainable and viable principles and criteria, in compliance with current environmental legislation.

Persons working in **CITOGEN S.L.U.** shall comply with the Company's safety, security, health and hygiene measures and shall use their best efforts to ensure that these measures are complied with by anyone on the Company's premises.

4. CONFIDENTIAL INFORMATION

Employees who have access to confidential information as part of their activities in **CITOGEN S.L.U.**, such as, but not limited to, business or technical information about CITOGEN S.L.U., their suppliers and customers, and/or products marketed, shall protect and respect the duty of confidentiality of such information.

Employees shall not disclose such information to any third party (unless the disclosure has been authorised in advance and in writing), nor shall they use it for any purpose other than to fulfil their employment and/or contractual obligations.

CITOGEN S.L.U. will take the necessary measures to ensure that the information is protected and stored in a secure location, whatever its format.

CITOGEN S.L.U. respects the confidential information of third parties. Therefore, **CITOGEN S.L.U.** and its staff will not obtain such information by illegal methods, either directly or through third parties.

5. DATA PROTECTION

The personal data of employees, customers, suppliers and other employees of **CITOGEN S.L.U.** shall be treated with the utmost confidentiality and in compliance with the applicable data protection regulations.

The data provided on all test samples must be anonymised and in the event of non-compliance, the customer is reminded that the customer is the data controller.

6. INTELLECTUAL PROPERTY RIGHTS

The staff of **CITOGEN S.L.U.** shall carry out their activities in compliance with the industrial and intellectual property rights of **CITOGEN S.L.U.** and of third parties.

Staff shall not use data, documents, programs, software, trademarks, designs and any other material, in any form of media, which may be protected by third party rights, without prior licence or authorisation.

7. CONFLICTS OF INTEREST

Staff shall act in the best interests of **CITOGEN S.L.U.** and avoid any situation that could lead to conflict with its interests.

In this regard, **CITOGEN S.L.U.** Personnel must not, directly or indirectly, collaborate, contract or have an interest in another business outside **CITOGEN S.L.U.**, or other occupation/activity that could reasonably be considered to hinder or interfere with the performance of the person's duties within **CITOGEN S.L.U.** In particular, the acquisition of interests or shares in competitors, customers or suppliers is not permitted without the prior written consent of the Board of Directors.

CITOGEN S.L.U. personnel may not use their position with the Company, or information acquired during their employment with the Company, in a way that may create a conflict between their personal interests and the interests of the Company.

It is not permitted for staff, or any member of their family, to accept, directly or indirectly, business opportunities, commissions or advantageous arrangements from a supplier, customer or competitor of **CITOGEN S.L.U.**

Finally, if staff are faced with an actual or potential situation where their personal interests conflict with the interests of **CITOGEN S.L.U.**, they should consult with their line manager before taking any action.

8. FREE COMPETITION

CITOGEN S.L.U. is committed to achieving its objectives by complying with applicable competition and antitrust laws, which are mandatory for each and every employee.

It is against **CITOGEN S.L.U.** policy to engage in agreements, oral or written, that violate antitrust laws (such as, but not limited to, fixing prices, discounts or other sales conditions or allocating markets, customers or geographic areas).

Any communication with competitors concerning the marketing of **CITOGEN S.L.U.**'S products, prices, customer selection, sales strategies and conditions, discounts, margins, profits and/or market shares is prohibited.

Excepted from the above is information on competition and market strategies that can be legitimately acquired.

Due to the complexity of antitrust law, enquiries regarding any relationship with the Company's competitors are important and highly recommended and can be made through the internal information channel.

9. FIGHT AGAINST CORRUPTION

CITOGEN S.L.U. adheres to the highest ethical standards when conducting its activities and business and applies zero tolerance towards bribery and corruption in all its transactions.

In this regard, **CITOGEN S.L.U.** prohibits (i) improperly giving, promising or offering or authorising the improper offering of money or other things of value to third parties and (ii) improperly soliciting, receiving or attempting to solicit or receive money or other things of value from third parties with the intention of obtaining or retaining business, or an improper advantage.

Furthermore, staff may not offer or make illegal or improper payments, including offering to promise, directly or indirectly through an intermediary (distributors, agents, commission agents, etc.), kickbacks, bribes and/or gifts to public officials, officials of public international organisations, political parties or political candidates.

Similarly, all members of **CITOGEN S.L.U.** are prohibited from soliciting, receiving or attempting to solicit or receive any improper benefit or advantage in connection with a transaction that is intended to be or has been executed by **CITOGEN S.L.U.**

Notwithstanding the foregoing, the offering and giving of gifts or other items of value, as well as the acceptance and receipt thereof from third parties, may from time to time be permitted,

provided that they are in accordance with applicable laws, regulations and local customs and that such offering and giving, as well as the acceptance and receipt of a gift, has been approved in advance by the Governing Body.

CITOGEN S.L.U. has implemented an Anti-Corruption Policy that staff and all third parties used by **CITOGEN S.L.U.** to market its products must be aware of, respect and comply with.

10. SUPPLIER RELATIONS

CITOGEN S.L.U.'s relations with its suppliers shall be characterised by respect for the law, as well as by compliance with the terms of the agreed contracts.

The selection of a supplier must be based on an objective, impartial and transparent process, including an evaluation of the supplier in terms of financial, quality, service and ethical business practices, and in accordance with internal procedures defined by **CITOGEN S.L.U.** for this purpose.

11. CUSTOMER RELATIONS

One of the main objectives of **CITOGEN S.L.U.** is the satisfaction of its customers, to whom we must always offer a quick handling of their requests, top quality products and technical support managed by highly qualified and specialised personnel.

CITOGEN S.L.U. staff must ensure the development of appropriate and transparent business and financial practices with customers, establishing partnerships with high ethical and professional standards.

12. INTERNATIONAL TRADE

CITOGEN S.L.U. is committed to complying with all applicable laws, rules and regulations when exporting and importing products.

13. FINANCIAL REPORTING; INFORMATION INTEGRITY AND COMMUNICATION

Economic transactions must be clearly and accurately reflected in the financial statements, books, records and accounts of **CITOGEN S.L.U.** in accordance with legal requirements and accounting principles.

Disclosure of dishonest information, whether internally or externally, is strictly prohibited.

Improper alteration, concealment, destruction or falsification of documents or data may constitute a criminal offence. This applies in particular to accounting and the keeping of books and records as well as other information and documentation relating to the business and financial situation of **CITOGEN S.L.U.**

Only the Board of Directors may make official announcements about any financial information of **CITOGEN S.L.U.**

All information given to third parties for dissemination through any media, whether of a financial nature or of such a nature as to influence the reputation of the Company, must be approved in advance by the Board of Directors.

14. ASSET PROTECTION

CITOGEN S.L.U. personnel have a responsibility to use and protect the tangible and intangible assets of **CITOGEN S.L.U.** against loss, damage, misuse, theft and/or destruction.

Staff shall use such assets exclusively for **CITOGEN S.L.U.**'s own purposes and in no case for unlawful purposes.

15. TRAINING

For this Code to be effective, it is essential that all **CITOGEN S.L.U.** personnel know and understand it. **CITOGEN S.L.U.** will therefore train all current and future **CITOGEN S.L.U.** personnel on this Code and the obligation to comply with it.

16. DISCIPLINARY REGIME

Failure by any employee to comply with this Code of Conduct will be considered a serious breach of his or her obligations to **CITOGEN S.L.U.** and may result in disciplinary action, including dismissal.

17. INTERNAL INFORMATION CHANNEL: GET ADVICE, RAISE CONCERNS AND REPORT MISCONDUCT

All staff must comply with the spirit and letter of this Code and help others to do the same.

If a person has concerns about or believes that a violation of any law, rule or regulation, or any internal Company policy, procedure and/or process (including this Code) is occurring or may occur, it is important that they report it.

Contact your line manager (if possible), the Management Body, the *Compliance Officer* or send a communication to the internal information channel.

The content of communication made by staff about possible breaches shall in all cases be treated confidentially and with the necessary discretion.

CITOGEN S.L.U. will not tolerate retaliation of any kind against persons who have reported, in good faith, a violation of applicable laws, rules and regulations or **CITOGEN S.L.U.**'s internal policies, procedures and/or processes.

Any retaliation may lead to disciplinary action, including dismissal.

APPROVED BY:



*Miguel Giralt Herreo, CEO of **CITOGEN S.L.U.***

Date: 21/10/2025