



## CODE OF CONDUCT

Keep calm and comply!

*Compliance is everyone's responsibility*

*The Code of Conduct applies from June 5<sup>th</sup>, 2025.*

### **What makes FamiCord Capital Group („FamiCord Group”, „Capital Group”) the leading stem cell bank in Europe?**

It is not only the services we provide or the scientific progress we pursue. It is how we work, the values we uphold, and the integrity that guides every decision we make. Integrity is deeply rooted in our culture and is the foundation of the trust we have built with families, partners, and healthcare professionals across many countries.

FamiCord Group specializing in the storage of stem cells from the umbilical cord blood and in stem cell research, we believe in the power of medical progress and the associated growing possibilities for human health. Building on our leadership in stem cell banking, we are expanding into the development and manufacturing (CDMO) of innovative cell and gene based pharmaceuticals to further contribute to the future of healthcare.

Reliability, credibility, openness, honesty and respect are the principles by which our employees conduct themselves among themselves as well as in their dealings with all our customers, partners and healthcare professionals.

Sometimes, doing the right thing may not be obvious. That is why we have our **Code of Conduct** — to help each of us protect and strengthen the reputation we have built. While it cannot answer every question, it will guide you to the right resources and principles whenever you need support. By living our values every day, we ensure that FamiCord remains a trusted name for generations to come.

### **Administering the Code**

The responsibility for implementing and supporting the Code rests with the **International Compliance Team**. This team operates independently to ensure the Code is applied fairly, consistently and with full objectivity across all parts of our Capital Group. Oversight of the team's activities is provided by the Warsaw Compliance Expertise Centre, which operates under the supervision of the **International Compliance Team Leader**, ensuring that standards are upheld and that guidance is available whenever needed.

### **Living by the Code: who must follow?**

At FamiCord Group, we expect everyone — no matter their role or location — to make thoughtful decisions and stay true to the principles set out in this Code. Whether you are a full-time employee, a part-time team member or part of our senior leadership, the expectations set by this Code apply equally. Our Code is equally binding for controlled subsidiaries and for any entities where FamiCord AG has majority ownership or operational control. We also expect everyone who works with us — from suppliers and consultants to business partners — to share our dedication to integrity. They are required to follow

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the principles of our Code when supplying goods, offering services or representing FamiCord Group.

## Guiding Principles for Your Actions

Whenever you make decisions or take action on behalf of FamiCord, you are expected to follow a few important principles to help protect yourself, your colleagues and the Capital Group companies:

1. **Follow the law** - Obey all applicable laws and regulations wherever you work. If something is legal but feels wrong, trust your instincts and seek advice.
2. **Follow the Code** - Always make sure your actions align with the standards set out in this Code of Conduct. It is your guide to making the right choices and doing what's right.
3. **Don't be afraid to ask for help** - If you are ever unsure about what to do, reach out. It's always better to ask a question than to make a mistake. We are here to support you.
4. **Stay alert** - Pay close attention to anything that seems inconsistent with our Code, our Capital Group policies or the law. Small warning signs can point to bigger problems — noticing them early makes a difference.
5. **Speak up** - If you see something wrong, say something. Reporting concerns about misconduct or potential violations protects our workplace and strengthens our culture of integrity. You are encouraged and expected to raise concerns without fear of retaliation.

## Meet the International Compliance Team

The International Compliance Team plays, at FamiCord Group, a key role in making sure that everything we do — in every country where we operate — is in line with our internal procedures, policies and the law. Their mission is to help protect the reputation of our Capital Group and make sure that we always act responsibly and with integrity.

In addition to providing support, the International Compliance Team is also responsible for introducing and maintaining internal policies and procedures, as well as delivering training sessions to ensure that all employees understand their obligations.

If you ever have any doubts about the right course of action, or if something doesn't seem quite right, the International Compliance Team member is here to support you. Reaching out to her/him can be essential when making the right decision or reporting irregularity — especially in countries where there is no local dedicated whistleblowing procedure.

**Remember:** it's always better to ask a question early than to risk a mistake later.

The International Compliance Team is not just here to enforce rules — they are your partners in doing the right thing.

## Who is a member of the International Compliance Team?

In every country, there is a designated International Compliance Team member available.

If you are unsure who your local International Compliance member is, please contact [compliance@famicord.com](mailto:compliance@famicord.com) for assistance.

## FAIR COMPETITION AND COMPLIANCE

We believe in fair and open competition. Following antitrust and fair competition laws is essential everywhere. Special care must be taken when working with healthcare professionals such as physicians or midwives. Cooperation must always follow the law, internal regulations and compliance rules.

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We support our cooperation partners and suppliers with regard to fair competition and compliance. If you are involved in areas where competition laws apply, make sure you understand the rules in your country. The Board Members of each company within the FamiCord Group, as well as the International Compliance Team members collaborating with the Centre of Expertise on Compliance of the FamiCord Group are available to all Capital Group employees at any time for advice, if required.

Fair competition protects customers, promotes innovation, and strengthens our reputation. It's the only way we do business.

## **CORRUPTION AND CONFLICT OF INTEREST**

We succeed through the quality of our work — never through unethical or illegal behavior. We have a **zero-tolerance policy** for all forms of bribery and corruption.

We do not offer, promise, give, or accept anything of value to improperly influence decisions or gain an unfair advantage — whether dealing with government officials or private individuals. If the only way to close a deal is through bribery, walk away. Business gained through corruption is not business we want.

Employees must always act in the best interests of the FamiCord Group companies. Personal interests must never influence business decisions. Any actual or potential conflict of interest must be disclosed fully and transparently to your supervisor or International Compliance Team member **before** making any corporate decision.

## **GIFTS, INVITATIONS AND HOSPITALITY**

We value strong and ethical relationships with our customers, suppliers and business partners. Gifts, invitations and hospitality can be a normal part of doing business and a way to show appreciation. However, they must always be appropriate and moderate and in accordance with the applicable laws and internal regulations.

We must avoid any situation where a gift, invitation or act of hospitality could appear to improperly influence a business decision or create a conflict of interest. The impression that the initiator expects an undue advantage from the gift or invitation should be avoided.

**Our rule is simple:** we do not give or accept anything that could look like an attempt to influence decisions unfairly. If a gift or offer of hospitality feels excessive or inappropriate, you must decline it.

Cultural practices and legal standards may vary by country, which is why it's important to know and follow the internal rules regarding gifts, invitations and hospitality. Always consult the relevant guidelines if you are unsure.

## **SPONSORSHIP AND DONATIONS**

Sponsorships and donations are an important part of how FamiCord Group companies engages with the communities in which we operate. Through these activities, we aim to support institutions and initiatives that align with our values and contribute positively to society.

When entering into sponsorship agreements, it is essential to ensure that there is clear and appropriate consideration from the sponsored partner. This exchange must be transparent, properly documented, and comply with all relevant legal and internal requirements. Every sponsorship contract must be reviewed and approved by the legal department. This helps ensure that all sponsorships are carried out in a responsible and legally compliant manner.

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In addition to sponsorships, FamiCord Group companies may also make donations. Donations must always be made within the applicable legal framework and should ideally support charitable, educational, scientific, or community-focused purposes.

**Remember:** Under no circumstances should donations be used to obtain business advantages or to improperly influence decision-making.

## **DIVERSITY, EQUITY & INCLUSION**

We believe that diversity makes us stronger. We are committed to creating a workplace where everyone feels respected, valued and empowered to be their true selves.

We promote equity of opportunity at every level of our organization — regardless of gender, age, nationality, ethnic origin, religion, disability, sexual orientation or any other characteristic. We value different backgrounds, perspectives and experiences because they help us innovate, grow and better serve our customers around the world.

Inclusion is more than a policy — it's part of our culture. We aim to build teams that reflect the diverse communities we serve and to foster an environment where every voice can be heard and every individual can thrive.

All employees, managers, and business partners are expected to actively support our commitment to diversity, equity and inclusion in their daily work. Discrimination, harassment, and exclusion are not accepted at FamiCord Capital Group.

## **DATA PROTECTION AND IT SECURITY**

Data collection and data processing, in particular of sensitive health data, are carried out exclusively in accordance with the statutory regulations, whereby the personal rights and data of our employees, customers and business partners receive the appropriate protection.

The IT systems used at all Capital Group companies are maintained at the relevant level of security at all times. Every employee is obligated to use them responsibly and with great care. Failure to do so may result in disciplinary action. Employees are also required to report any suspected security breaches immediately to the responsible department or direct supervisor.

## **HANDLING CONFIDENTIAL INFORMATION AND FINANCIAL DATA**

Confidential information and financial data are our most sensitive data. We protect information, especially financial data, customer data, business strategies and research results. They must be treated with the highest level of confidentiality - both inside and outside each of the Capital Group companies.

All employees involved in the preparation of key financial figures, in particular the annual financial statements, are required to prepare them in accordance with the relevant laws and generally accepted accounting principles, in particular regarding consistency of accounting and valuation methods.

We are committed to transparency, accuracy and integrity in all our financial reporting. Reliable financial information is critical not only for internal decision-making but also for maintaining the trust of our shareholders, business partners and regulatory authorities.

## **INSIDER INFORMATION**

As FamiCord AG is a publicly listed company, all employees of the Capital Group companies must, in certain situations, comply with the restrictions set out in the Securities Trading Act and the Market Abuse Regulation.

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Trading based on inside information is prohibited by law and can lead to serious legal consequences. In addition all employees are also obliged to maintain the confidentiality of non-public information. If you suspect any case of insider trading, you must report it immediately to the Management Board members or members of the International Compliance Team.

To help you understand and meet your responsibilities, in regard to insider information it is necessary to conduct regular training.

## **LOBBYING**

We may engage in lobbying activities to support our corporate goals and advocate for the interests of our customers and the broader healthcare sector. When we do so, we act with full transparency and in strict compliance with all applicable laws, regulations and internal guidelines.

Our approach to lobbying is based on integrity, honesty and respect for the democratic process. We always aim to provide accurate, complete, and clear information to public officials and decision-makers. We never attempt to improperly influence legislation, regulations or government actions.

All lobbying efforts must be approved internally and carried out by authorized individuals only. If you are contacted by a government official or asked to participate in any lobbying activity, you must immediately inform your supervisor or member of the International Compliance Team.

## **PROPERTY AND ASSETS OF THE COMPANIES OF THE CAPITAL GROUP**

We trust each employee to take good care of the Capital Group assets — from the spaces we work in and the technology we use, to the ideas we create and the tools that help us every day. These assets must be protected from damage, misuse, loss or theft.

All property, whether physical or electronic must be handled properly. Do not lend, sell or give away Capital Group companies items unless authorized.

## **HUMAN RIGHTS**

Respect of human rights is one of our core values. We are committed to protecting and promoting human rights in all areas of our business.

We believe that every person deserves to be treated with fairness, dignity and respect.

**Remember:** We strictly oppose all forms of discrimination, harassment, forced labor and child labor.

These principles guide the way we work with our employees, suppliers and business partners.

We expect everyone we work with to respect human rights and avoid any actions that could cause or contribute to human rights violations.

Respect and responsibility are at the heart of everything we do — inside whole Capital Group and in the communities where we operate.

## **PRODUCT AND QUALITY ASSURANCE, ENVIRONMENTAL PROTECTION**

We place great importance on building a sustainable and resource-conserving corporate culture. We believe that long-term business success can only be achieved by acting responsibly toward people, the environment and future generations.

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Our standards for product and quality assurance as well as for environmental protection not only meet legal requirements but are also continuously reviewed and developed further. We actively seek innovative ways to minimize our environmental footprint, use resources efficiently and promote sustainable practices across all areas of our operations.

We are fully committed to ESG (Environmental, Social and Governance) principles. That means we integrate environmental care, social responsibility and ethical governance into all aspects of our business operation - across all companies within Capital Group. From responsible sourcing and ethical business conduct to supporting local communities and ensuring transparency in our corporate governance, ESG is at the heart of our decisions.

## **RISK MANAGEMENT**

Risk management is implemented and respected throughout the entire FamiCord Group to ensure the stability and sustainability of our operations.

In countries where a Whistleblowing System is required by law, the company has implemented such a system to report irregularities. In other countries, employees of the Capital Group companies are encouraged to report any irregularities directly to their supervisor or to member of the International Compliance Team working in the given Company, if a whistleblowing system is not in place.

The Compliance Officer or Member of the International Compliance Team will contact the relevant persons responsible for Risk Management in the respective companies of the Capital Group. If the company of the Famicord Group identifies a corruption-related or Code of Conduct related violation (reported through the whistleblowing system or to the supervisor or a member of the International Compliance Team), the violation will be reported to the local Risk Management Officer and/or the Capital Group Risk Management Officer, who will assess its impact on the company's operations, reputation, and finances together with the responsible Risk Owner.

This violation will then be included in each companies risk inventory either as ad hoc reporting or as part of the regular reporting, allowing appropriate corrective actions to be taken.

### **How to make a report – Channels of communication:**

1. The online Whistleblowing portal, accessible in some FamiCord Group companies, the address can be reached through the company's website;
2. Emails to the following address: [compliance@famicord.com](mailto:compliance@famicord.com)
3. Regular mails to the following address:  
Polski Bank Komórek Macierzystych sp. z o.o.  
Dobrosława Waleczek-Gaudnik - Leader Compliance Expertise Centre  
Al. Jana Pawła II 29  
00-867 Warsaw  
Poland