

Cerba HealthCare



ETHICS CHARTER

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INTRODUCTION

*by Catherine Courboillet
CEO of Cerba HealthCare*

Cerba HealthCare, was formed from Laboratoire Cerba, which was created in 1967; the group has enjoyed continuous growth and increasing prominence.

Our group is facing new challenges and new responsibilities related to all stakeholders, both internal and external.

In this framework, Cerba HealthCare has worked to define an Ethics Charter, which each of us should use as a reference with regard to our conduct and our actions, whether collective or individual.

Today the Group is reaffirming its commitment to promoting ethics in our professional activities by formalising principles that are already widely known and followed within its network and by making them part of a broader initiative.

Beyond compliance with laws and regulations, this charter, which is rooted in our values, reminds us of the principles of our profession which should guide our behaviour under all circumstances. It is the foundation of the trust that our organisation inspires in all our partners, especially the patients, physicians and laboratories who entrust us with their testing. It is also one of the reasons why we are each so proud to belong to the group.

It is our responsibility to understand and abide by these ethical principles, to stand up for them and to promote them.

Cerba HealthCare expects that all its employees will make a positive contribution to the group's ethical standards, which they represent on a daily basis.



OUR VALUES

*"Human values that are consistent
with our group values"*

The values of our group are founded on:

- . Ethics and good conduct,
- . Quality,
- . Expertise,
- . Integrity,
- . Effectiveness.

These values illustrate the willingness of Cerba HealthCare to adopt a modern, humane approach to clinical pathology.

Our group values are complemented by the human values to which all group employees aspire:

- . Loyalty,
- . Discipline and high standards,
- . Respect for others,
- . Performance-driven culture,
- . Leading by example,
- . Commitment.

DISSEMINATION & APPLICATION

of Ethics Charter

Introduction

The purpose of this charter is to give an overall vision of the general principles and philosophy that guide all our activities. It is incumbent upon each employee, regardless of their roles or responsibilities, to carry out their duties with loyalty and integrity.

Scope of application

This charter is directed at all employees of Cerba HealthCare Group.

Promotion of the charter

The Ethics Charter is to be disseminated as widely as possible. It can be accessed via the group's Internet and intranet sites. It can be obtained from all Human Resources offices. Each new employee will receive a copy of the Ethics Charter when they join the group.

ETHICAL BEHAVIOUR

vis-à-vis outside parties

Confidential Information

Confidential information refers to any data or information in any form whatsoever, whether tangible or intangible, that is generally not known to the public.

This pertains to:

- . All administrative and medical data concerning patients,
- . The development of new diagnostic tests or new technologies,
- . Production processes,
- . Budget and financial information,
- . Commercial information,
- . IT developments and software,
- . All administrative data (remuneration, marital status, home address, etc.) and health information concerning employees.

Disclosing this type of information could be harmful to the interests of Cerba HealthCare, its partners or its customers. This is why we are all bound not to disclose such information to any third party:

- . In the course of business and after the contractual relationship has ended, and
- . In the context of our home life.

At Cerba HealthCare, access to confidential information will only be granted to employees in need of such information to successfully perform their duties.

Image of Cerba HealthCare

Cerba HealthCare is devoted to protecting its image and its reputation and expects that those who work for the group and those who represent it conduct themselves in an ethical and professional manner.

Cerba HealthCare's employees are the front-line ambassadors of their enterprise. In this capacity, employees are asked to:

- . Reflect the group's values and commitments in their professional environment,
- . Avoid expressing any personal opinions in the name of the Group that are damaging for its reputation.

Employees are required to express themselves in writing or orally, in accordance with the Group Ethics Charter and only in their area of expertise.

No means of communication bearing the name of the enterprise (e-mail, letterhead, intranet, etc.) is to be used to convey one's personal opinions of any kind.

No corporate communication – neither internal nor external, neither oral nor written – may be issued on behalf of Cerba HealthCare until it has been duly authorised and its style and substance have been approved by the executive management.

[Special case of social and professional networks](#)

These networks make it possible to promote the image of an enterprise, strengthen its brand(s) and initiate new contacts and communications. However, communications on the Internet can also be twisted or cause harm to the reputation of Cerba HealthCare, especially if the dissemination of messages is beyond its control.

Therefore, we must take care to avoid any confusion between our personal opinions and those of the company.

Conflicts of interest

A conflict of interest arises when personal interests interfere with or give the impression of interfering with those of Cerba HealthCare Group.

All employees are asked to avoid any conflicts between their interests and those of Cerba European Lab, and to promptly disclose any actual or potential conflict. The purpose of this charter is to ensure that the name, reputation and integrity of Cerba HealthCare are not compromised.

No employee should, because of their position, seek personal gain that runs contrary to the interests of Cerba HealthCare Group, whether directly or indirectly, for themselves or for the benefit of others.

Therefore, we should avoid any situation where our private, financial or professional interests could be in conflict with those of Cerba HealthCare Group.

A conflict of interest may also involve a member of the employee's family.

Fair competition

Fair competition is based on factors such as price, quality and service, and not on the abuse of virtual monopoly powers, "criticism of competitors" or aggressive pricing.

Cerba HealthCare Group aims to develop its business in the various markets through fair and honest competition founded on ethical, legal commercial practices that adhere strictly to all laws governing competition. These laws are complex and vary from one country to the next. In general, they are designed to protect and encourage competition in markets and prohibit commercial activities that could result in the unreasonable restriction of trade or the formation of illegal monopolies. The policy of Cerba HealthCare Group is to respect the trade secrets and confidential information of others. Whereas information obtained from the public domain is a legitimate source of competitive information, a trade secret obtained through illegal means is not. Sales of Cerba HealthCare Group services and purchases of products and services from suppliers must be based solely on quality, price and service and never on payments, gifts, entertainment or other favours given or received. (Also refer to "Relationships with suppliers").

Relationships with suppliers

Cerba HealthCare Group has chosen to establish standardised rules and processes in the framework of its relationships with its suppliers. These rules are described in a "Suppliers Handbook" that is given to each supplier when they are listed with the group or when a contract is subject to thorough review.

This handbook sets forth the standards to follow with regard to purchasing processes, the awarding of contracts and competitive bidding. It highlights three major aspects of the relationship:

With regard to compliance with labour regulations:

The supplier agrees to adhere strictly to the laws of the country in which it performs the service and to honour its obligations to its employees and the government.

The supplier also agrees not to directly or indirectly employ children or prisoners, on terms that would prove illegal under applicable regulations.

With regard to conflicts of interest:

Cerba HealthCare Group agrees to limit its partnerships strictly to business relations and to prevent any risk of conflict of interest:

- . Ownership of shares in the capital of suppliers,
- . Personal relations with the supplier,
- . Insider trading,
- . Respect for the confidentiality of information,
- . Integrity.

The supplier agrees not to offer gifts or other personal perks to employees of Cerba HealthCare Group and employees agree not to accept them.

With regard to respect for the environment:

Cerba HealthCare Group is committed to strong values relating to ethics, integrity and quality.

The group is particularly devoted to CSR (Corporate and Social Responsibility):

- . Through its disability programme,
- . Through its environmental actions, (reduction of CO₂ emissions, waste, etc.),
- . Through its "Responsible Purchasing" programme, which helps preserve the economic fabric of regions.

Gifts, meals and entertainment

All business decisions taken by employees, customers or suppliers of Cerba HealthCare Group must be determined solely on the basis of professional criteria and not in light of hidden advantages.

However, in a business relationship, the exchange of gifts and tokens of hospitality may reflect standard courtesy and should not influence or give the appearance of influencing a decision.

When an employee receives or offers gifts or entertainment, they must ensure that:

- . Their value is modest,
- . They are appropriate and reflect group values,
- . They do not break the law,
- . The immediate supervisor has given authorisation.

Cash gifts are prohibited under all circumstances.

Accuracy of financial and commercial documents and corporate communications

Our shareholders and business partners trust in the accuracy of the information contained in our financial and commercial documents and our corporate communications.

These various documents must be written in accordance with regulations and must be approved by group management. We are required to store these documents in a safe location and to cooperate with internal and external auditors.

Suitable use of company assets

Company assets refers to material property such as equipment, tools and office supplies, as well as to intellectual property such as software, processes and information.

They must be used solely for professional purposes and may not be given, sold or exchanged without due authorisation. Protecting this property against loss, damage, abusive use and theft is the responsibility of each one of us.

We must make productive use of these assets safely, ethically and legally.

Use of computers, Internet, internal e-mail and telephones

The use of resources (Internet, land lines, mobile phones, e-mail) is reserved for professional purposes; however, limited personal use is acceptable and is governed by internal rules, as are abusive uses.

Furthermore, the group's information systems – secure access to them and their use – are the subject of a specific usage agreement that is signed by each employee upon hiring. The companies of Cerba HealthCare Group shall control individuals' use of network services, notably visits to specific web sites and e-mail communications, in accordance with national regulations and directives in force.

This control shall include persons who use their personal computers to access the Cerba HealthCare Group network remotely.

The assets and resources of Cerba HealthCare Group, notably its IT, telephone, fax and network resources, should never be used to access or disclose:

- . Sexually explicit content,
- . Defamatory or slanderous content,
- . Threatening or harassing messages or chain letters,
- . Any information that violates national laws or Cerba HealthCare Group policy, or other content that could be reasonably construed as inappropriate.

Employees who violate this policy shall be subject to disciplinary measures ranging up to dismissal, depending on the laws in force in the country in question. To find out whether a particular use is authorised, contact your immediate supervisor.

Political activities, donations and sponsorships

As a member of civil society, Cerba Healthcare Group maintains strict neutrality on political, religious, philosophical and labour matters. Consequently, the policy of Cerba Healthcare is not to make any financial contributions to political candidates, elected representatives or political parties.

Cerba Healthcare Group also respects the individual commitments of its employees who, as citizens, participate in political activities and public affairs. Nevertheless, such commitments should not affect the activities or image of Cerba Healthcare, nor compromise the neutrality of Cerba Healthcare Group.

Corporate political donations are prohibited. Sponsorships and donations to public or private charitable organisations are authorised when they comply with applicable laws and regulations.

Environment

Cerba Healthcare Group is founded on strong values and high quality standards (ISO 15189): this makes its commitment to CSR (Corporate and Social Responsibility) natural.

The group's CSR commitment is expressed through three programmes:

[Its disability programme:](#)

Laboratoire Cerba, a group entity, has signed a disability employment agreement.

Furthermore, other group companies are working with employment centres for disabled workers to fulfil various needs (packing sampling kits, data entry, etc.).

[Its environmental conservation programme:](#)

"Waste management"

Clinical pathology work generates waste that poses infectious, radioactive and chemical risks; in compliance with regulatory requirements, the group has focused on how its waste is processed and securing the waste treatment chain.

Moreover, clinical pathology also produces a significant volume of paper and the group has implemented a mechanism to recover non-hazardous industrial waste. Through its waste recovery efforts, the group aims to lower the amount of waste produced and sponsor associations.

“Reduction of CO₂ emissions”

The group made a commitment to reduce its CO₂ emissions, especially those produced by employee vehicles, but also those produced by the vehicles used to transport samples. Every two years the group decreases the authorised level of CO₂ emissions. Similarly, at some of its sites, the group has deployed teleconferencing and videoconferencing tools to reduce the number of trips made and the corresponding CO₂ emissions. Finally, the group is taking steps to reduce its energy consumption and thus its indirect CO₂ emissions.

“Energy performance plan”

The group has defined a number of key principles to reduce its tertiary energy consumption (lighting, IT, etc.): its energy performance plans are founded on an energy audit and a corrective investment plan.

“Paperless initiative”

The group is enhancing customer satisfaction with paperless solutions to submit reports.

Its "Responsible purchasing" programme:

It is founded on the following tenets:

- The Central Purchasing Office incorporates Corporate and Social Responsibility in its purchase policies. The criteria by which suppliers are chosen includes CSR criteria (individualised by purchase category) and all suppliers who agree to do so are evaluated each year against a set of key indicators, including CSR (e.g. cleaning services, vehicles, etc.).
- The Purchasing Department develops the value chain for waste recovery and monitors the market to identify "sustainable innovations".
- It promotes the development of the local economies in the areas where it has regional offices.
- It manages its suppliers in pursuit of mutual sustainability, is committed to conducting relations with them in a spirit of professionalism and seeks to ensure financial equity for both parties.
- It agrees to assess the total cost of purchases.

The group's CSR commitment also involves its suppliers and it is the responsibility of the Central Purchasing Office to ensure the strategic consistency of its purchase policies.

ETHICAL BEHAVIOUR

vis-à-vis internal parties

The employees of Cerba HealthCare Group are the company's greatest source of wealth. This is why we are committed to providing a healthy working environment for everyone and we condemn any discriminatory practices or harassment. We respect the fundamental social principles set forth in the United Nations Universal Declaration of Human Rights and the core conventions of the International Labour Organization. This is why Cerba HealthCare implements a human resources policy based on the fair and respectful treatment of people, their dignity, their rights and their individual freedoms by promoting their involvement in the enterprise.

Therefore the group encourages all forms of individual and collective dialogue.

Diversity and respect for others

The employees of Cerba HealthCare Group are required to abide by laws and regulations that prohibit any discrimination based on age, race, gender, ethnic origin, nationality, religion, health, disability, marital status, sexual orientation, political or philosophical opinions, membership in a union or other factors.

Harassment

Cerba HealthCare Group does not tolerate any form of sexual, physical or psychological harassment, coercion or persecution.

Furthermore, the internal rules of the companies which belong to Cerba HealthCare Group address this and remind employees that these actions are punishable offences as stipulated in the Criminal Code. If an employee is a witness to or victim of any form of abuse of this type, they may report it to the Human Resources Division. No actions can be taken against an employee who reports such facts in good faith.

Health, safety and security

Cerba HealthCare Group agrees to provide a safe and healthy working environment at all its sites with the same degree of rigour no matter where they are located.

Risks are evaluated and addressed in collaboration with the Commission on Health, Safety and Working Conditions, the Works Council and competent bodies.

With regard to personal safety, Cerba HealthCare Group takes every measure to protect its employees regardless of where they work.

Cerba HealthCare Group agrees to disseminate all necessary instructions to inform its employees about risks, procedures to follow – especially in the case of political instability – and health problems.



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