

Code of Ethics and Compliance

Havea

Introduction

At HAVEA, we are dedicated to building the future of each of our brands while respecting their individual identities and commitments. As pioneers in the field of natural health innovation, we are committed to combine sharing and self-improvement in order to design tomorrow's health and well-being solutions together, while placing the consumer at the centre of our concerns. This commitment comes with a demand for high ethical standards.

Furthermore, our Group is taking an active approach to social and environmental responsibility: we invest in the research and development of eco-responsible products and work to improve the health and well-being of everyone in the long term.

With this in mind, we have drawn up a code of ethics and compliance that applies not only to all our employees, but also to our partners. This code reflects our values and provides an essential framework for our activities.

Compliance within the HAVEA Group is entrusted to the legal department, which has the necessary resources to ensure that these principles are applied and respected.

Each of us is responsible for implementing and promoting this code, embodying the values of excellence and integrity that are HAVEA's strength.

Nicolas BRODETSKY
C.E.O. Havea



Scope of the code of ethics and compliance



The purpose of the Code of Ethics and Compliance (the “Code”) of the HAVEA Group (the “Group”) is to define the rules governing the Group's practices in terms of ethics, compliance and social and environmental responsibility. These principles constitute an essential framework, which must be known and respected by all Group employees in order to guarantee exemplary behaviour in accordance with our values. To ensure effective implementation, the Code is accompanied, where necessary, by internal procedures. These procedures, which are accessible to all employees, set out the procedures to be followed in specific situations. Should they have questions or doubts about the application of the Code, each employee can contact the Group Compliance Officer at compliance@havea.com. This availability reflects the Group's commitment to supporting its teams in integrating ethical and compliance principles.

As soon as they join the Group, all employees receive a copy of the Code, and any updates are communicated to them to guarantee continuous information. The Code can also be accessed at any time on the Group's website.

A dedicated training programme is also provided to all employees, particularly those likely to encounter a risky situation due to their function or position (therefore, members of the management team receive an annual training on the Code's content).

All employees are responsible for embodying these principles in their daily work, thereby helping to promote the Group's values.

Failure to comply with the provisions of the Code may lead to detailed information to the Group's Supervisory Board. Depending on the seriousness of the offence, disciplinary penalties in accordance with applicable law may be taken, as well as civil or criminal proceedings, where appropriate.

Whistleblowing

If a Group employee or a business partner has reasons to believe, in good faith, that a law, a regulation, the principles of the Code or their own safety are not being respected or may not be respected, they are encouraged to report their concerns. To do so, they are free to contact their direct or indirect superior, or the Group Compliance Officer.

To guarantee confidentiality and protect whistleblowers, an anonymous reporting system is also available. This can be accessed at the following address :

<https://report.whistleb.com/fr/havea>

No sanction will be applied to an employee or a business partner who has reported a problem, provided they have acted in good faith and in a disinterested manner. This protection applies even if the facts reported turn out to be inaccurate or do not give rise to any further action.

The Compliance Officer ensures strict respect for the anonymity of those making the report and guarantees the confidentiality of all exchanges. This includes the information gathered as well as the persons concerned by the alert, in order to protect all parties involved.



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Our ethic as an employee

The health, safety and security of all people working for or with the Group is an absolute priority. The Group thoroughly ensures compliance with current health legislation and regulations in all the countries in which it operates. This commitment entails the implementation of the best practices in relation to workplace safety, to ensure a safe and healthy environment for everyone.

To this end, every employee shall comply with the rules defined by the Group in terms of health, hygiene and safety. Everyone has a role to play in preserving this safe environment, through responsible behaviour and constant vigilance in the performance of their functions.

For example

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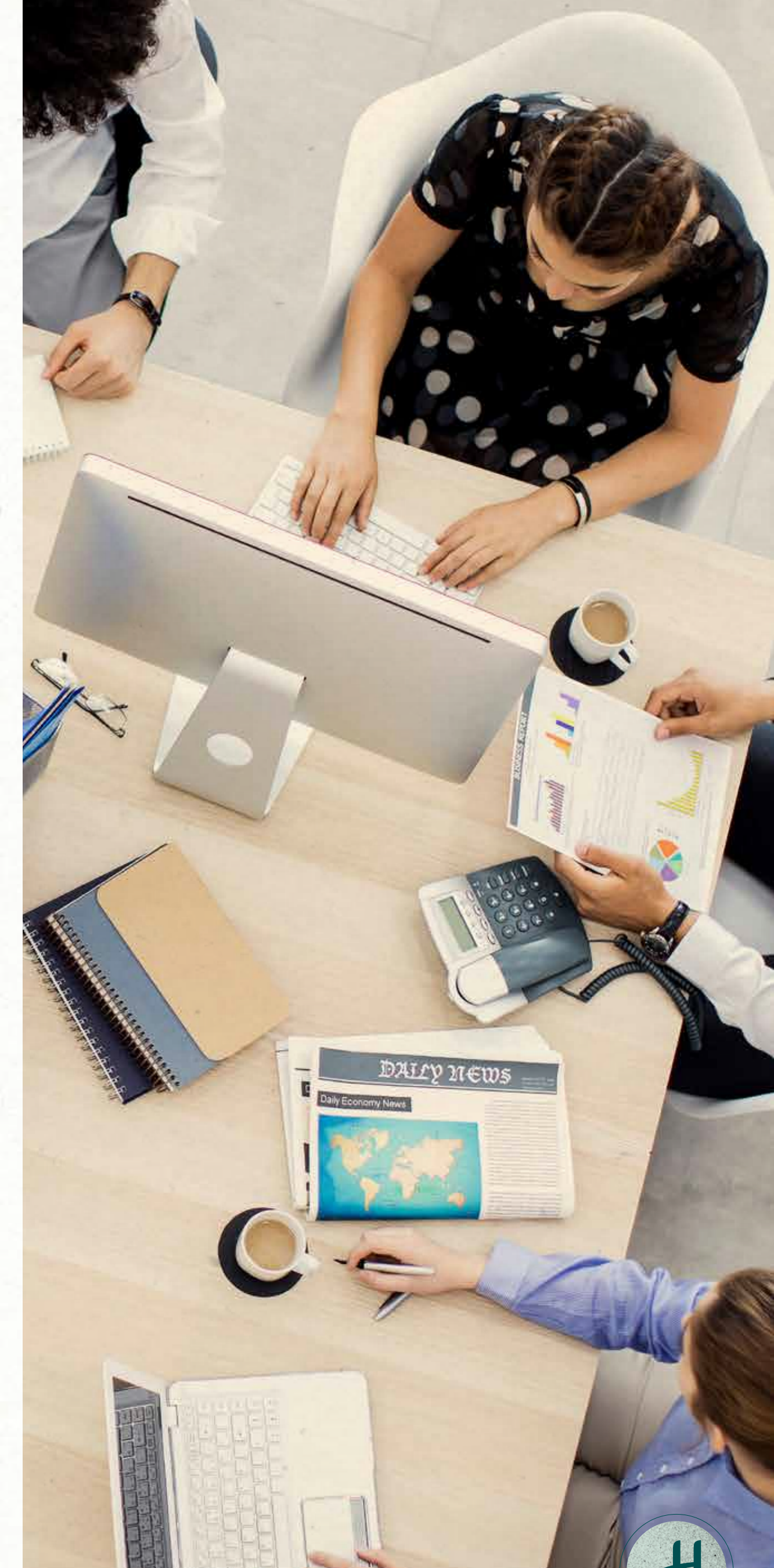
At the factory or in the warehouse, I respect the rules relating to Personal Protective Equipment.

”

“

When I use my company car, I respect all traffic regulations applicable.

”





Promoting diversity and inclusion

The Group applies a zero discrimination policy, based on equal opportunities at every stage of the career path: recruitment, promotion, training, remuneration, benefits and functions.

The Group is firmly committed to ensuring that each employee can fully exercise their rights, regardless of their ethnic, national, social or cultural origin, gender, sexual orientation, disability, age, family situation, religion, political beliefs or trade union membership.

All decisions are taken objectively and fairly, based exclusively on the qualifications, experience and performance of each individual. This commitment reflects the Group's values of integrity, respect and diversity.

Fight against harassment

The Group is committed to provide a working environment free from any form of harassment, violence or intimidation. Every employee has a right to be treated with dignity, respect and courtesy, which are fundamental values that must guide our professional interactions.

With this in mind, the Group implements all necessary measures to prevent, detect and put an end to any behaviour amounting to moral and/or sexual harassment. When necessary, appropriate sanctions will be applied in accordance with applicable laws and the Group's principles.

Our good practices :

- Treat each employee with respect and courtesy in all circumstances ;
- Report any inappropriate behaviour to their superior or anonymously on the dedicated whistleblowing platform ;
- Behaviour that is not acceptable outside the workplace is not acceptable in the workplace either ;
- Respect each employee's right to disconnect.





Supporting our employees to achieve excellence

Excellence is at the heart of the Group's success and competitiveness. To achieve this, the Group is committed to support its employees in their professional development at every stage of their career.

Ambitious training and learning policies are in place to continually enhance the skills and expertise of each employee. This commitment is designed to enable our employees to blossom, progress and contribute fully to the Group's collective performance.

Promoting dialogue within the company

The Group places dialogue at the heart of its internal relations, promoting a working environment based on exchange, listening and collaboration.



Can I join an employee representative organisation ?



The Group recognises and respects the right of its employees to form or join the representative organisation of their choice, whether trade unions or other employee organisations. It also encourages their participation in collective negotiations.

Employees can contact the employee representatives of their entity directly or contact them by email at the address provided for this purpose.



How can I express my opinions ?



The Group remains aware to the needs and expectations of its employees. To this end, it regularly conducts internal surveys to evaluate employee satisfaction with its social policy, working and employment conditions, and the Group's evolution.

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Our ethic in the conduct of business

PRODUCT QUALITY, OUR PRIORITY

The quality and safety of our products represent an absolute priority for the Group. We are committed to comply with the strictest quality and safety standards. In addition, a dedicated customer service team is available to respond to our customers' requests, with guaranteed processing within a maximum of one month.



Our good practices :

- Carrying out regular internal audits to guarantee conformity and lack of anomalies in the production of our products.
- Respect and reinforce the effectiveness of the quality and vigilance procedures established by the Group.
- To deal quickly and effectively with any opinions or comments made by consumers about our products.
- Constantly ensuring consumer satisfaction, which remains at the heart of our priorities.
- Demanding from our suppliers the same rigorous quality standards that the one we impose ourselves.
- Guarantee the total absence of animal testing, according to our ethical commitments.

Demonstrating reliability and transparency in accounting and financial information



The Group undertakes to comply with all applicable laws and regulations governing financial accounting. Any person involved in accounting control missions - such as auditing, certification of accounts or internal control - must ensure rigorously the fidelity and sincerity of the accounts, alongside the accuracy of the information they contain.

Our good practices :

- Record, file and keep all documents and information relating to transactions, in strict compliance with the applicable regulations.
- Carry out regular audits and controls to ensure the consistency, fairness and veracity of accounting and financial information.
- Ensuring that all financial and accounting information are accurate, complete, transparent and updated in due time.

Communicate responsibly

The Group is committed to communicate responsibly, constantly ensuring the accuracy of information provided to consumers.

In addition, the Group guarantees the confidentiality and security of all information for which it is responsible, particularly personal data. It also ensures that intellectual property rights are rigorously protected, in line with its ethical and regulatory commitments.

Our good practices :

- Systematically sign a confidentiality agreement with any partner ;
- Validate all promotional documents or any product description (including marketing claims) with our regulatory department ;
- Comply with the Group's IT charter and personal data charter ;
- Carry out internal audits and simulated hacks on the security of our data ;
- Express themselves with reserve and restraint, whether in public, in the private sphere or at work, ensuring that communications are fair and respectful. Each employee must also contribute to preserve the Group's image and its intellectual property rights.





Working responsibly with our business partners

The Group's business partners include suppliers, subcontractors, service providers, distributors and any other party involved in the production, marketing or distribution of products. The Group ensures that all its partners respect the principles of the Code, as well as those defined in the Purchasing Code.

In addition, the Group implements strict procedures to prevent any operations linked to money laundering. This includes any action aiming at the reintroduction of funds deriving from illegal activities, such as drug traffic, tax fraud or corruption, into the legal financial circuit. To this end, the Group strictly prohibits all cash transactions.

Our good practices :

- Systematically present the Purchasing Code to each business partner and select suppliers taking into account, among other things, their efforts to reduce greenhouse gas emissions.
 - Rigorously apply the third-party assessment procedure to verify the reliability, reputation and credibility of business partners.
 - Demonstrate greater diligence towards suspicious payments, especially those made from or to unusual accounts or those domiciled in tax havens listed by the European Union. Such transactions could signal an attempt at tax evasion or money laundering.
- Terminate contracts with any business partner in the event of a dispute arising from an action, omission or event in contradiction with the provisions of this Code.


Ensuring compliance with economic sanctions and international trade rules

The Group strictly complies with applicable legislation on economic sanctions in international trade, including embargoes, asset freezes and individual restrictions.

 **Can I sell products in a controlled country via a local distributor ?**

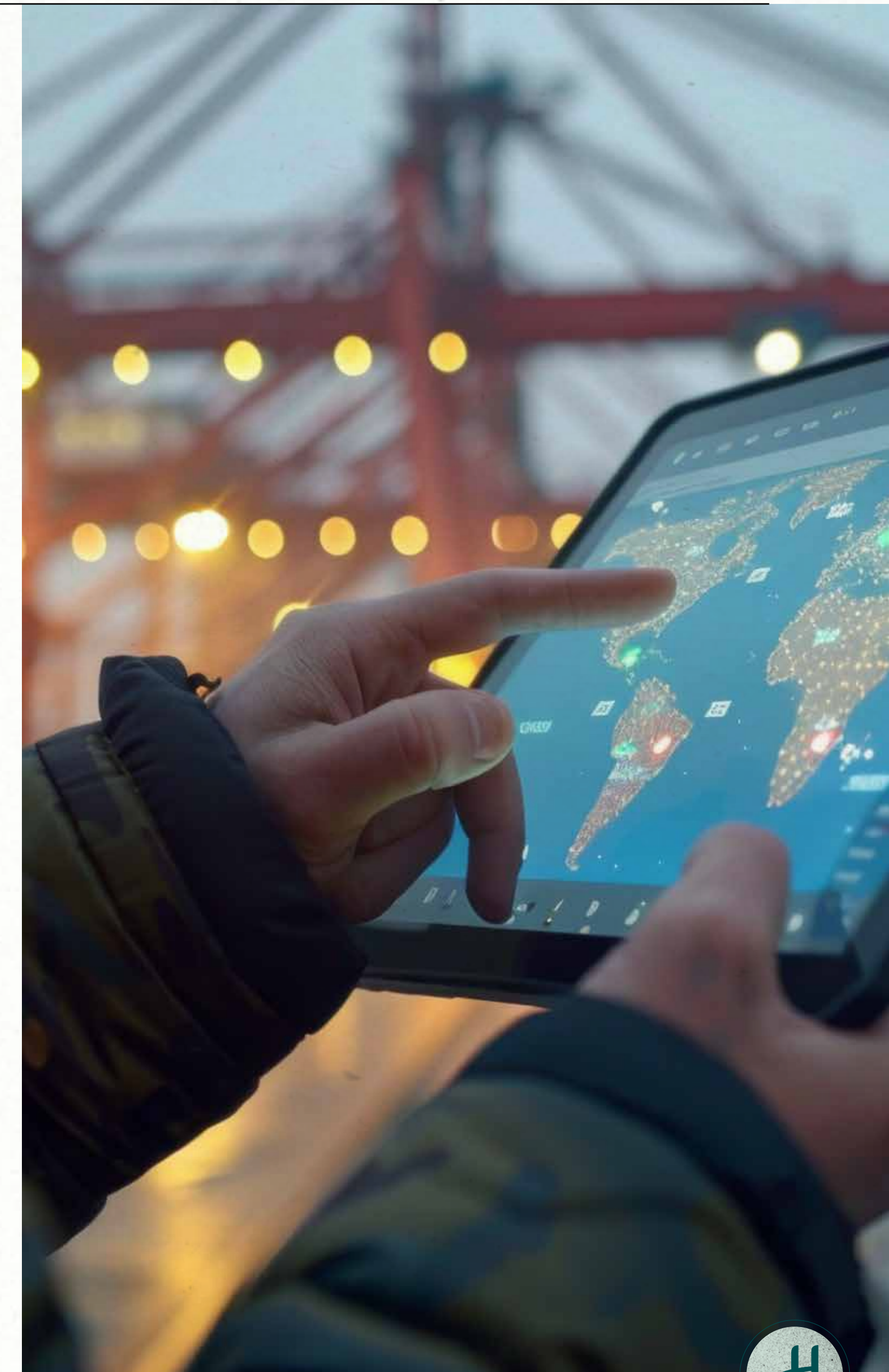


You must identify countries under control by consulting the Compliance Officer and subject the potential distributor to a third-party verification procedure prior to any transaction.

 **A supplier requests payment to a bank account located in a country on the black list of tax havens. Can I make the payment ?**



Such a request is, in principle, suspicious. It must be reported immediately to the Compliance officer for an in-depth analysis.



Fight against corruption

The Group applies a zero-tolerance policy towards corruption and influence peddling.

- Corruption is defined as the act of promising, offering, giving, soliciting or receiving, directly or indirectly, money or anything of value to or from a third party, in order to obtain or retain business or any other undue advantage.
- Influence peddling is a form of corruption. It consists in promising, offering or giving, directly or indirectly, money or anything of value to a public official or private individual, so that they abuse their real or supposed influence to obtain a distinction, a position, a contract or any other favorable decision from a public authority or administration.

The Group has implemented strict measures to prevent, identify and sanction any act of corruption or influence peddling within the scope of its activities. These measures are regularly updated in order to be adapted to any new situations, particularly in the event of a proven act of corruption or influence peddling.



An administrative audit identifies risks and the auditor proposes to drop his ongoing investigation if we propose a contract to the company where his spouse is employed.



Such a proposal is passive corruption. It must be declined and reported immediately to your superior and the Compliance Officer.



During the examination of a file, an auditor offers to accelerate the procedure in exchange for a sum of money.



This request constitutes an act of corruption. It must be systematically declined and reported to your superior and the Compliance Officer.

Our good practices :

- Strictly respect the Group's policy in terms of invitations and gifts.
- Remain vigilant: anything of value can be perceived as an undue advantage, including a favor, a promise of employment or a donation to charity.
- Immediately report any attempt at corruption using the dedicated tools provided by the Group.
- Make improvements to the Group's anti-corruption policy in the light of current events and actual - reported - facts.



Refrain from conflicts of interest

A conflict of interest arises when a personal interest interferes or conflicts with an employee's professional obligations towards the Group. Even the appearance of a potential conflict can seriously affect an employee's credibility and relationship of trust with the Group.

In the event of any doubt regarding a conflict of interest, whether arising from a personal or professional relationship, it is the responsibility of each employee to inform the Group as soon as possible, in order to ensure the transparency and integrity of our activities.

For example



A member of my immediate family works for a Group supplier. Within the scope of my functions, I have been asked to evaluate a commercial proposal made by this supplier. What should I do?



You should report this situation to your superior and, if necessary, to the Compliance Officer. In order to avoid any conflict of interest, the evaluation of the business proposal may then be entrusted to another Group employee.



Offering or receiving gifts and invitations

As a matter of principle, the Group prohibits any employee to offer or receive, directly or indirectly, payments, gifts, bribes, loans, commissions, entertainment or any other benefit involving an actual or potential business relationship.

Authorized exceptions: Only customary acts of courtesy or hospitality are acceptable, such as business meals or events that conform to the reasonable customs of the country or profession. Non-monetary gifts of modest value may also be tolerated, provided they comply with these customs.

All employees should ask themselves the following questions before accepting or offering a gift or benefit :

- Is it legal ?
- Is it likely to influence my impartiality or my decisions within the Group ?
- Could the person making the gift or invitation think that I have been compromised by this gesture ?

In case of doubt, any particular solicitation or offer must be immediately reported to the hierarchy.

In addition, certain Group entities may be subject to specific regulations concerning benefits paid to healthcare professionals (notably anti-gift laws and transparency obligations). The Group undertakes to comply strictly with these requirements.

For example



A supplier or distributor with whom I often work invites me to spend a week in his country to visit his new facilities. He offers me several days of fully paid tourism for myself and my family/spouse.



A business trip organized to visit a supplier's or distributor's facilities is acceptable provided it is financed by the Group, strictly justified, complies with the travel policy and serves the Group's interests exclusively.

If you are offered a trip that does not meet these conditions, you must decline the invitation and inform your superior and the Compliance Officer, if necessary.

Our good practices :

- Keep an accurate record of any hospitality offered or received.
- Ensure that gifts or invitations comply with the limits, procedures and controls established by the Group.
- Check that any gift or invitation given or received is reasonable and proportionate. Under no circumstances should they be conditional to a counterparty, nor should they be perceived as influencing a business decision.




Guarantee compliance with competition law

The Group undertakes to respect and promoting free and fair competition, in compliance with applicable laws and practices, in particular those prohibiting cartels and abuse of dominant positions. Failure to comply with these rules may result in extremely heavy financial penalties, up to 10% of the Group's annual worldwide turnover.

As such, the Group does not tolerate under any circumstances:

- Illegal agreements (price fixing, market allocation between competitors, resale price maintenance, illegal exchanges of information between competitors) ;
- Abuse of a dominant position ;
- Abuse of economic dependence.

For example

 **A Group employee meets an employee of a competitor group and agrees to set floor prices in their dealings with a common distributor.**



Such behavior constitutes an illegal agreement, formally prohibited. It must be immediately reported to the Compliance Officer for processing.

Our good practices :

- Never disclose or discuss confidential information, in particular prices, with direct, indirect, current or potential competitors.
- Be particularly vigilant regarding exclusive distribution agreements, as well as those containing territorial restrictions or non-competition clauses. If in doubt, it is imperative to consult local legal teams.
- Never impose final resale prices on our products.



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Our ethic as a responsible company

RESPECTING THE ENVIRONMENT

The Group undertakes to minimizing its impact on the environment and actively contributes to the fight against global warming, the protection of natural resources and the preservation of the biodiversity.



To achieve these objectives, a number of concrete actions have been implemented :

1. Train employees and raise their awareness on environmental issues to **encourage an ecological culture** within the Group.
2. **Integrate environmental considerations** into every stage of product manufacturing and distribution, and into all strategic decisions, by systematically assessing their environmental impact.
3. **Develop sustainable mobility solutions** for employees, to reduce emissions linked to business travel.
4. Constantly seek new ways to **limit the environmental impact** of the Group's activities.
5. **Favour local suppliers** for all product and service purchases, in order to reduce the carbon footprint associated with logistics.

Respect for human rights and fundamental freedoms

The Group promotes and respects the fundamental principles, freedoms and rights recognized by the international community. To this end, it relies in particular on :

- The Universal Declaration of Human Rights ;
- The International Covenants on Civil and Political Rights, and on Economic, Social and Cultural Rights ;
- The United Nations Guiding Principles on Business and Human Rights ;
- The fundamental conventions of the International Labour Organization (ILO) ;
- OECD Guidelines for multinational companies.



Promoting Sponsorship in a transparent way

The Group may engage in patronage or sponsorship activities, whether in kind or in cash. These actions, monitored by the legal department, are carried out in strict compliance with applicable laws and regulations. They benefit exclusively to associations or organizations pursuing an general interest objective, with disinterested management and non-profit activities.

- Patronage is defined as material or financial support granted without any direct or indirect consideration on the part of the beneficiary. Its aim is to support a charity or organization for activities of general interest.
- Sponsorship, on the other hand, involves providing support for an event, person, product or organization with a philanthropic, educational, scientific, social, humanitarian, sporting, family, cultural, artistic or environmental purpose. Unlike patronage, sponsorship aims to promote and enhance the image of the sponsor with a commercial objective and a direct benefit.

Our good practices :

- Request prior authorization from the Group Compliance Officer ;
- Verify that it does not contravene the Group's strict religious, political and philosophical neutrality ;
- Request or have your sponsorship or partnership agreement validated by the legal department.

Any contribution in kind or in cash to political parties and/or politicians, pressure groups, charities and advocacy groups is prohibited as a matter of principle. As an exception, if such a contribution is expressly authorized by the Group Compliance Officer, it will be publicly disclosed.



To find out more

For any questions or requests for information regarding the provisions of this Code of Ethics and Compliance, or if you would like further details on the principles and procedures described, please contact the Group Compliance Officer at the following address: compliance@havea.com.





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