



CODE OF CONDUCT

Burjeel Holdings PLC



1. PURPOSE AND SCOPE

The purpose of this Code is to provide a framework for Employees of the standards of business conduct and ethics that are required of Burjeel (means Burjeel Holdings PLC including its affiliates and subsidiaries) , in order to promote and enforce ethical business practices and standards.

Although this Code cannot provide specific answers to every conceivable situation in the workplace, it should provide basic guidance and is complementary to applicable laws and our values and other policies implemented within Burjeel.

This Code applies to all Employees of Burjeel.

2. YOUR RESPONSIBILITY TO COMPLY WITH THE CODE

This Code applies to all Burjeel Employees and each Employee is expected to read, understand and comply with all provisions of this Code.

3. IMPLEMENTATION AND MANAGEMENT OF THE CODE

3.1. Governance

The governance of Burjeel's business conduct and ethics program includes the following elements:

- a. acceptance and implementation of the principles embodied in the Code;
- b. communication of the Code throughout Burjeel and externally to relevant stakeholders;
- c. training of Employees;
- d. monitoring compliance and taking appropriate corrective actions in cases of non-compliance; and
- e. public reporting of material non-compliance.

The Compliance Officer is responsible to ensure that:

- a. the Code is implemented within Burjeel and shall be communicated to all Employees by the Human Resources Department;
- b. new Employees shall receive a copy of the Code from the Human Resources Department;
- c. compliance with the Code is monitored and the necessary corrective actions are taken in cases of non-compliance; and
- d. all instances of non-compliance with the Code, highlighting any instances of material non-compliance with the Code, as well as the corrective action taken by management are reported to the Audit Committee.

3.2. Anonymous and confidential reporting of non-compliance

Any person who becomes aware of any existing or potential violation of the Code or any applicable policies must promptly report such incident to the Compliance Officer or the ethics helpline (where available).

All reports will be dealt with in a non-discriminatory and confidential manner. Anyone contacting the Compliance Officer or making use of the ethics helpline has the option to remain anonymous. Any form of retaliation against an employee or other person making a report in good faith shall not be tolerated. Making a report in good faith means that the person making the report believes that the information is complete, true, and accurate. Unjust retaliation by a line manager or other employee may lead to disciplinary action, including termination of services. Any employee who believes that he/she has experienced retaliation



should report the matter to the Compliance Officer.

All reports will be investigated if sufficient information is provided, and the necessary corrective action will be taken.

4. APPLICATION OF THE CODE

Honesty and integrity are expected from all Employees and at all times. We do not tolerate any form of dishonesty, bribery, corruption, or misrepresentation. In support hereof, we manage the risks related thereto and are committed to the following:

4.1. Maintaining good corporate governance

Burjeel is committed to maintaining strict principles of good corporate governance and the highest standards of integrity and ethics. Burjeel' Board accepts full responsibility for corporate governance and compliance and is committed to ensuring a high standard of discipline, independence, ethics, equity, social responsibility, accountability, cooperation, and transparency.

4.2. Respecting our stakeholders

We manage our business responsibly, respecting and taking into consideration the needs of all our stakeholders, which include our Employees, patients, supporting doctors, shareholders, suppliers, community, funders of healthcare, government and regulating authorities, and industry associations. We maintain an honest, transparent, and ethical relationship with all our stakeholders and treat them with dignity and respect.

I. Employees

- a. We maintain good employee relations.
- b. We recognize and uphold the rights of Employees to freedom of association and collective bargaining, as provided for in relevant labor laws.
- c. We do not engage in child, forced, and/or compulsory labor.
- d. We treat our Employees fairly, with respect to their human rights and dignity.
- e. We uphold fair remuneration practices and remunerate our Employees competitively.
- f. We provide our Employees with a safe and healthy working environment.
- g. We value diversity and provide equal opportunities for all in the workplace and do not tolerate any form of unfair discrimination, such as access to employment, career development, training, or working conditions, based on gender, age, religion, nationality, race/ethnic origin, language, HIV/AIDS status, family status, disability, sexual orientation, or other forms of differentiation. We shall achieve transformation and set objectives relating to equal opportunities to ensure a workforce representative of the economically active population.
- a. We do not tolerate, permit and condone any form of harassment.
- b. We communicate regularly and openly with our Employees.
- c. We invest in the continuous training and development of our Employees.

II. Patients

- a. We are focused on continuously maintaining and improving the quality of care and safety of our patients.
- b. We are focused on our patients' needs and dedicated to their well-being.
- c. We continually engage with our patients to measure, maintain and improve our patients'



satisfaction regularly.

- d. We respect our patient's right to privacy and confidentiality.
- e. We respect our patients' rights, including but not limited to dignity, no discrimination, full information on health status and treatment, a second opinion, access to medical records, self-determination and participation, refusal of treatment, and the right to complain.
- f. We are committed to responsible billing practices (i.e. not conducting unnecessary treatments, requiring bills to be accurate, truthful, and properly coded, and billing only for services actually provided).

III. Doctors, nurses and paramedics

- a. We respect our supporting doctors, nurses and paramedics (including, who are not employed by Burjeel) freedom of association and clinical independence.
- b. We maintain good working relationships with our supporting doctors, nurses and paramedics supporting and assisting them where possible.
- c. We maintain quality facilities and equipment to provide an optimal working environment to our supporting doctors, nurses and paramedics.
- d. We do not accept or give inappropriate gifts or invitations from or to our supporting doctors or medical and non-medical staff (as dealt with in more detail in herein below).
 - a. We do not permit any payment of referral fees or supporting doctors of Burjeel to reward the referral of patients under any circumstances.
 - b. We communicate regularly and openly with our supporting doctors.
 - c. We measure our supporting doctors' satisfaction regularly.

IV. Shareholders

- a. We communicate regularly and openly with our shareholders based on the principles of balanced reporting, clarity, and transparency.
- b. We are responsible to achieve growth and sustainable returns on our shareholders' investment.
- c. We provide a responsible investment proposition for investors.

V. Suppliers and advisors

- a. We make use of strict and fair selection criteria in our choice of supplier.
- b. We do not accept or give any inappropriate gifts or invitations from or to our suppliers or any other third party (as dealt with in more detail herein).
- c. We evaluate suppliers and other business advisors and associates (as far as practical and reasonably possible) on human rights before entering into investment or procurement agreements.
- d. As part of our responsibility to respect human rights, we shall also avoid and not contribute to any indirect adverse human rights impact that is directly linked to Burjeel's operations or services by our suppliers or other business relations.

VI. Society and communities

- a. We conduct our business in a socially responsible manner focusing on our triple bottom line (i.e. economic, social, and environmental impacts).
- b. We invest in society and the communities which we serve through our corporate social programs.



VII. Healthcare funders

Our negotiations with funders of healthcare are handled ethically and with integrity to ensure a fair tariff for our patients as well as maintain a sustainable business.

VIII. Government and industry associations

- a. We respect the authority of the governments in the countries in which we conduct our business.
- b. We participate and engage with government and relevant authorities relating to laws and policies applicable to Burjeel.

4.3. Maintaining a pleasant working environment

I. Health and Safety

Special attention is given to health and safety aspects in the workplace to ensure a healthy workforce, a safe environment for our Employees, patients, and visitors, and a working environment in which to sustain and enhance our operations. Any accidents, injuries, and unsafe equipment, practices, or conditions shall be reported to a manager or other designated person responsible for a healthy and safe work environment.

II. Workplace behavior

Any form of unacceptable behavior in the workplace, including violence of a physical or verbal nature, shall not be tolerated, permitted, and condoned.

4.4. Acting within authority

Honesty and integrity are expected from each Employee at all times. Every Employee shall ensure that he or she always acts within his or her authority on behalf of Burjeel. Only Employees authorized to do so may enter into contracts, sign other documents, or use a letterhead on behalf of any business division within Burjeel, or represent or exercise authority on their behalf.

4.5. Avoiding actual or perceived conflict of interest

Every Employee must avoid any conflict of interests, real or perceived, between their personal interests and the interests of Burjeel. Unless disclosed and approved in accordance with our Related Party Transactions and Conflicts of Interest Policies, a director, officer, or an employee may not place himself or herself in a position in which he or she has or can have a personal interest conflicting with his or her duty to act in the interests of Burjeel. This duty also includes the duty:

- a. to disclose any interest in a contract with Burjeel;
- b. not to use opportunities known to them due to their position within Burjeel for personal gain;
- c. not to misappropriate corporate opportunities; and
- d. not to inappropriately compete with Burjeel.

Conflicts of interest are situations where directors or Employees may make decisions based on personal gain rather than the best interest of Burjeel ("actual conflict"). In certain instances, a director or employee may make a decision without allowing their personal interests to influence their decision-making, but could be perceived by Burjeel as a conflict of interests and may jeopardize their trust in Burjeel ("perceived conflict").

Actual and perceived conflicts of interests should be avoided and all directors and Employees must promptly declare the nature and extent of all contracts, business interests, directorships, affiliations, and/or relationships that could possibly give rise to a conflict of interests, actual



or perceived, to the Compliance Officer.

I Outside business interests / involvement / employment

Unless disclosed and approved in accordance with our Related Party Transactions and Conflicts of Interest Policies, Burjeel Employees shall not:

- a. hold interest or operate in any capacity, serve as a director, or work as an employee, advisor or consultant (save for secondment approved by Burjeel in writing) for any competitor or any current or potential business partner;
- b. use the resources of Burjeel to run private businesses or conduct work for another organization;
- c. confer any benefit, monetary or otherwise, on a business partner or competitor of Burjeel in which such employee or a family member, in his or her capacity, holds a beneficial interest;
- d. take benefit, personally or through their family or personal associates, directly or indirectly, from opportunities that may arise through the use of Burjeel's intellectual property, information or position; and
- e. obtain services or products from a supplier or business entity that deals with Burjeel at a value less than such services or products are delivered or sold in the ordinary course of business.

Unless disclosed and approved in accordance with our Related Party Transactions and Conflicts of Interest Policies, any director within Burjeel shall:

- a. have no interest in any contract that is of significance (as per applicable laws) in relation to Burjeel's business;
- b. treat all non-public information that he/she might have acquired in the course of performing his/her duties as confidential and will not use any such information for personal advantage or the advantage of a third person;
- c. immediately disclose all relevant information and business interests should any situation arise that may result in a potential conflict of interests with Burjeel; and
- d. upon request, declare all other directorships and business interests.

II. Offering of gifts

Our business relationships are based on honesty and integrity. No Employees may make, offer, promise or authorize an unlawful or improper gift (which includes gifts, invitations, entertainment, travel, or payment of any kind) to anybody.

Whether a gift is improper depends on the context of the gift and cultural norms. Additional guidance is available in Burjeel's Anti-Bribery and Anti-Corruption Policy, but generally speaking gifts or entertainment provided at a sensitive time (e.g., when seeking a contract or government authorization) present a higher risk. In most circumstances, coffee, tea, or lunch in a workplace will not be improper. On the other hand, cash or its equivalent, almost always are. Any gifts or entertainment exceeding AED 500 (or its equivalent) are prohibited.

No spending on donations, lobbying, membership of, or support to political parties or to non-governmental or other organizations that engage in political activities shall be made by Burjeel, unless it has been pre-approved by the Compliance Officer and reported to the Board or the Audit Committee of Burjeel. This prohibition relates to financial support and does not preclude Burjeel to engage and/or lobby directly or through an industry association in relation to policy, laws, and regulations relevant to Burjeel's business.

Any gift shall be offered in accordance with the prescribed policies and procedures of Burjeel.



III. Acceptance of gifts

- a. The acceptance of improper gifts (which includes gifts, invitations, entertainment, travel, or payment of any kind) may lead to improper business practices and is governed by a strict approval procedure in terms of Burjeel's Anti-Bribery and Anti-Corruption Policy. The policy allows for the acceptance of gifts of a nominal value, subject to approval by the designated managers, and prohibits, inter alia, the following subject to certain exclusions contained in the policy:
 - i. any form of cash payments by a supplier or third party to an employee of Burjeel;
 - ii. donations by a supplier or third party to Employees, and
 - iii. advertising of suppliers or third parties at an event presented by Burjeel .
- b. Any gift which might compromise or appear to compromise our directors' or Employees' business judgment shall be refused.
- c. Personal use of Burjeel's information and business opportunities.
- d. Employees (and/or any member of their immediate family) shall not use their position within Burjeel for any personal gain or the benefit of any third party, such as:
 - i. personal exploitation of information to which an employee has access because of their employment with Burjeel;
 - ii. dealing in Burjeel shares with insider information (as governed by Burjeel Holdings' Insider Trading Policy);
 - iii. personal use of any business opportunity in which Burjeel is or may be interested.

4.6. Adherence to laws, rules, codes, standards, and policies

Burjeel shall act in accordance with all applicable laws of the jurisdictions in which it conducts business. Burjeel's Board ensures that an appropriate management system is in place to monitor compliance with applicable laws, rules, codes standards, and policies within Burjeel and consider all instances of material non-compliance.

4.7. Fair competition

Burjeel shall not engage in any anti-competitive behavior and supports and adhere to the relevant competition and antitrust laws applicable in the various countries in which Burjeel operates.

Each manager is personally responsible to know, understanding, and adhere to the guideline on competition law compliance within their relevant jurisdiction. Where there is even the slightest doubt about an action, managers must immediately consult with their legal services department.

4.8. Respecting human rights

Burjeel is committed to conducting its business in a manner that respects and promotes the human rights and dignity of all those within our sphere of influence and avoids complicity in human rights abuses throughout our operations and relationships, as confirmed in our engagement with stakeholders, as referred above.

4.9. Protection of assets

Employees are expected to, in respect of the management of:

I. Funds

- a. exercise integrity, prudence, and good judgment in incurring and approving business expenses and ensure that business expenses are reasonable and incurred wholly, exclusively, and necessarily in the best interest of Burjeel;



- b. obtain authorization for all transactions and expenses occurred from their reporting managers;
- c. not conceal any funds or any transactions from either management and/or the auditors; and
- d. not enter into any transaction for the purposes of unlawfully evading any tax, duty, or other levy imposed by the government in those jurisdictions Burjeel conducts business either for the benefit of Burjeel or third parties.

II. Assets

- a. use Burjeel 's assets prudently with due care and diligence; and
- b. take appropriate steps to protect Burjeel's assets against theft, loss, damage, and waste.

III. Intellectual property

- a. take precautions to avoid inadvertent disclosure of such information;
- b. enter into confidentiality agreements with any third parties to whom Burjeel disclose such information;
- c. not release information to third parties without proper authorization;
- d. use only properly licensed computer software; and
- e. be honest in obtaining, interpreting, using, and disclosing information.

4.10. External communication

Burjeel's commitment to honesty and integrity includes our commitment to being truthful in all communications.

I. Accurate and fair disclosure

Our communications with the public and our shareholders are based on the principles of balanced reporting, clarity, and transparency.

Burjeel's reports are prepared in accordance with International Financial Reporting Standards, the UAE Corporate Governance Regulations and Standard, and the UAE Listing Authority's Listing Rules and Common Reporting Standard Regulations.

II. Marketing

Our reputation is built on the integrity of our business practices and the quality of care we provide. In support hereof, our marketing must be accurate and truthful. No misleading messages, omission of important facts, false claims, or references to our competitors are allowed. We obtain business ethically and do not tolerate any form of bribes or kickbacks (as dealt with in more detail herein)

III. Media Relations

In order to ensure that the media receive accurate information and to address the risk of disclosing confidential information, all communication with the media shall be referred to the relevant senior manager within Burjeel as identified on Burjeel's website.

4.11. Protecting Burjeel Holdings' brands and reputation

Our actions are guided by the overall aim to protect Burjeel brands and reputation. In this regard, we shall at all times act honestly and with integrity in all our business activities.

4.12. Protecting the environment

We are committed to protecting the environment, conserving our natural resources and utilizing our natural resources effectively and responsibly, and implementing sound environmental practices in all our business activities. We will refrain from doing business



with third parties who do not conduct their business in an environmentally responsible manner.

4.13. Respecting cultural diversity

All Employees shall be aware that, also when visiting a foreign country, their behavior is a reflection of Burjeel and that they are therefore expected to familiarize themselves with the norms, laws, and customs of the diverse cultures within Burjeel and the respective countries and show the required respect for any cultural differences.

4.14. Compliance with this Code

Compliance with this Code and all policies of Burjeel is of paramount importance. Burjeel takes non-compliance seriously. Failure to comply with this Code or the policies applicable within Burjeel shall result, as appropriate, in disciplinary action, including termination.

Burjeel maintains a suite of policies and procedures designed to provide further instruction and guidance in many of these areas. For further information, please contact the Compliance Officer.

5. CODE APPROVAL

This Code and any other policies shall be reviewed and approved by the Board. This Code and any other policies shall be effective from the date of approval by the Board. All amendments to this Code or any other policies will be done in compliance with applicable laws and will require approval by the Board. The Compliance Officer is the custodian of this Code.

6. DOCUMENTATION AND REGULAR REVIEW

Organization Scope	Burjeel
Parent Process	Compliance Program
Document owner	Compliance Officer
Approved by	Burjeel Board of Directors
Initial date published	February 10, 2023
Document effective date	February 10, 2023
Document updated as per	-
Contact person	Compliance Officer
Version	1.0

Burjeel’s Compliance Officer shall periodically evaluate the effectiveness of this Code, and review and revise it as necessary, including to reflect any changes required by applicable laws. You can direct any suggestions for improvements to this Code to Burjeel’s Compliance Officer at cs@burjeelholdings.com.