

DAVION HEALTHCARE PLC

Code of Business Conduct and Ethics

I. Introduction and Purpose

Davion Healthcare Plc (the “Company”) is committed to the highest standards of integrity, ethical behavior, and legal compliance. This Code of Business Conduct and Ethics (the “Code”) applies to all directors, officers, employees, contractors, agents, and representatives of the Company and its subsidiaries.

The Code provides principles to guide ethical decision-making and compliance with applicable law. All individuals covered by this Code are expected to act with honesty, fairness, and accountability in all business dealings.

II. Scope and Applicability

This Code applies to:

- All directors, officers, and employees of the Company;
- Subsidiaries, joint ventures, contractors, consultants, and third-party representatives acting on behalf of the Company.

Compliance with this Code is a condition of employment or engagement with the Company.

III. Core Principles

1. Compliance with Laws and Regulations

All covered persons must comply with all applicable laws, rules, and regulations, including but not limited to:

- Anti-bribery and anti-corruption laws (including the U.S. Foreign Corrupt Practices Act and UK Bribery Act);
- Securities laws, including prohibitions on insider trading;
- Data protection and privacy laws, including the EU General Data Protection Regulation (GDPR);
- Health and safety laws, medical device regulations, and other industry-specific requirements.

2. Conflicts of Interest

Covered persons must avoid situations where personal interests conflict, or appear to conflict, with the interests of the Company. All potential conflicts must be disclosed promptly to the Company. Certain conflicts may be prohibited outright.

3. Gifts and Hospitality

Employees, officers, and directors may not give or accept gifts, entertainment, or hospitality with a value greater than **€250 / \$250**. Nominal items below this threshold may be permitted provided they are consistent with customary business practices and do not improperly influence business judgment.

4. Confidentiality

Non-public information about the Company, its products, operations, strategy, financial performance, or customers must be kept strictly confidential and used only for legitimate Company purposes.

5. Fair Dealing

The Company is committed to dealing fairly with customers, suppliers, competitors, employees, and shareholders. No one may take unfair advantage through manipulation, misrepresentation, or other unfair practices.

6. Protection and Proper Use of Company Assets

Company assets, including funds, facilities, intellectual property, information systems, and data, must be used responsibly and only for legitimate business purposes. Personal use is prohibited except for minimal and incidental purposes.

IV. Whistleblowing and Non-Retaliation

The Company is committed to maintaining a culture of openness and accountability.

- Individuals are encouraged to report concerns regarding accounting, internal controls, auditing, ethics, or legal violations.
 - Reports may be submitted **confidentially and anonymously** through designated channels.
 - The Company strictly prohibits retaliation against anyone who raises a concern in good faith.
 - All reports will be logged, investigated, and reviewed by the **Audit Committee** of the Board.
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V. Disciplinary Consequences

Violations of this Code may result in disciplinary action, up to and including termination of employment or contract, removal from office, and possible referral to law enforcement or regulatory authorities.

VI. Oversight and Governance

- The **Audit Committee of the Board of Directors** oversees compliance with this Code.
 - The Audit Committee shall receive periodic reports on Code violations, investigations, and resolutions.
 - The Audit Committee shall review this Code annually and recommend amendments as appropriate.
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VII. Annual Acknowledgement

All directors, officers, employees, and covered third parties are required to **sign an annual acknowledgement** confirming that they have read, understood, and will comply with this Code.

VIII. Amendments

This Code may be amended by resolution of the Board of Directors.

IX. Adoption

This Code of Business Conduct and Ethics was approved and adopted by the Board of Directors of Davion Healthcare Plc on the date below.

/s/ Jack Kaye

Jack Kaye
Chief Executive Officer

12th September 2025