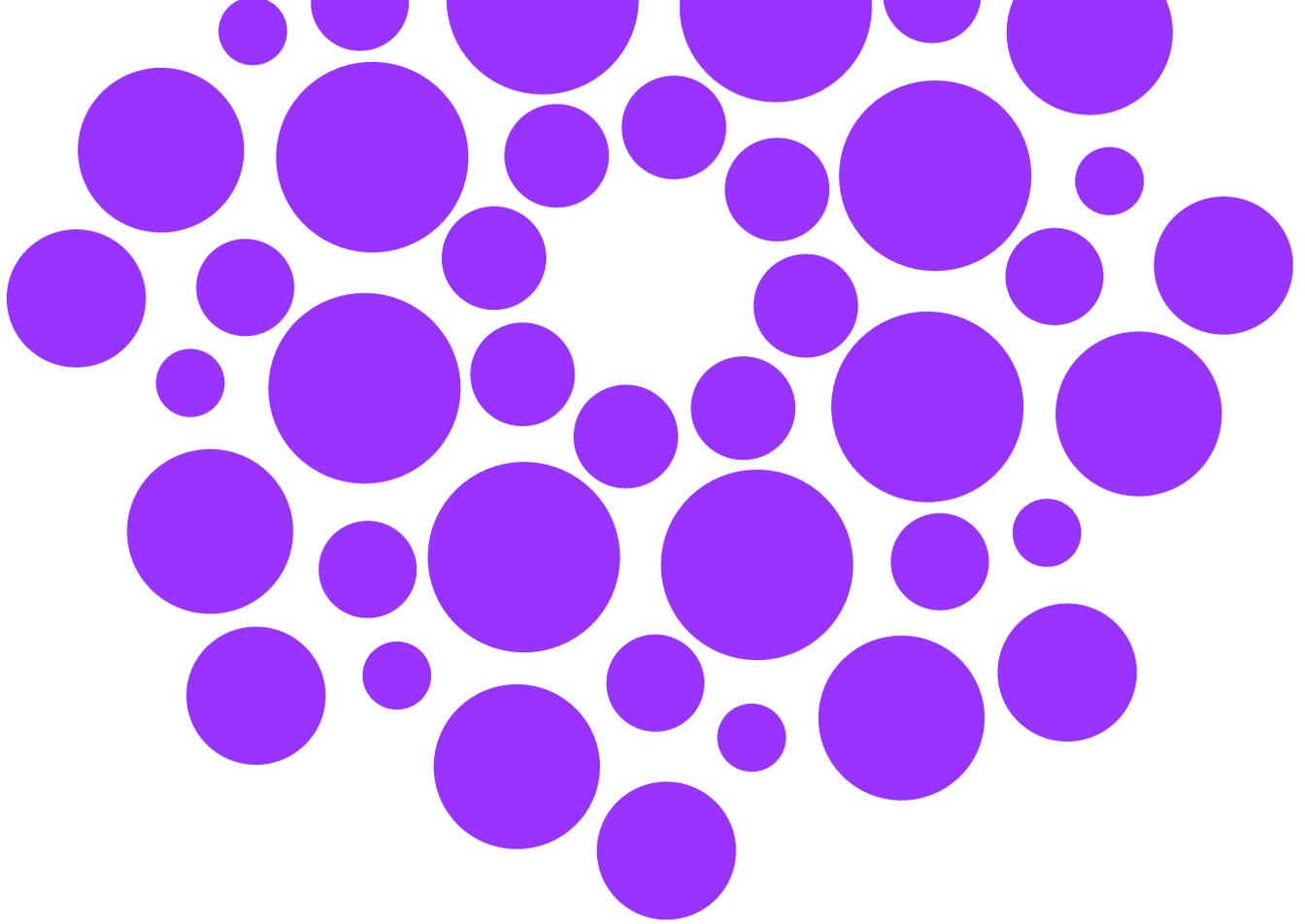


Conflict of Interest Management Policy

December 2025



Índice

Enquadramento.....	Erro! Marcador não definido.
Objetivo e âmbito de aplicação.....	Erro! Marcador não definido.
Definição de Conflitos de Interesses.....	Erro! Marcador não definido.
Exemplos de Categorias e Situações de Conflito de Interesses.....	Erro! Marcador não definido.
Prevenção e Gestão de Conflito de Interesses.....	Erro! Marcador não definido.
Comunicação e Gestão de Conflito de Interesses.....	Erro! Marcador não definido.
Disposições Finais	Erro! Marcador não definido.
Confidencialidade e Tratamento da Informação	Erro! Marcador não definido.
Publicação e Divulgação.....	Erro! Marcador não definido.
Entrada em Vigor e Revisão	Erro! Marcador não definido.

Anexo I – Declaração de Conhecimento e Concordância da Política de Gestão de Conflito de Interesses e Declaração Inicial de Reconhecimento de (In)existência de Conflitos de Interesses..... 24

Declaração de conhecimento e concordância com a Política de Gestão de Conflito de Interesses.....24

Declaração inicial de reconhecimento de (in)existência de conflitos de interesses..**Erro!**

Marcador não definido.

Anexo II - Declaração de Inexistência de Conflito de Interesses [Projetos]..... 27

Anexo III - Declaração de Existência de Conflito de Interesses 28

Framework

Public and private entities are exposed to risks of conflicts of interest at different levels of management. The identification and proper management of such situations are necessary to ensure effective governance and preserve trust in institutions.

The growing interaction between organisations and non-profit entities is increasingly common and reflects the pursuit of synergies to achieve the mission and purposes of different entities; however, it may also give rise to new types of conflicts of interest, within an increasingly demanding social context in which all actors are expected to act with transparency and integrity.

At the GIMM Foundation – Gulbenkian Institute for Molecular Medicine (hereinafter “GIMM” or the “Entity”), it is acknowledged that individuals may have legitimate private interests that, in certain circumstances, may not be fully aligned with their duties. It is therefore necessary to identify and appropriately manage such conflicts in order to protect the trust placed in the Entity.

Pursuant to the General Regime for the Prevention of Corruption, approved by Decree-Law no. 109-E/2021 of 20 December, GIMM has implemented a compliance programme that includes the Code of Conduct, the Irregularity Reporting Channel and this Conflict of Interest Management Policy (hereinafter the “Policy”).

This Policy aims to promote a culture of integrity, ethics and institutional responsibility, reinforcing trust in the Entity and consolidating its position as a responsible and credible institution, guided by quality, scientific rigour and compliance with its institutional duties.

Purpose and scope of
application

Purpose and scope of application

This Policy aims to establish the principles, responsibilities and procedures to be adopted in the prevention, identification and management of situations that may constitute, or appear to constitute, conflicts of interest in the performance of duties at GIMM.

This Policy applies to all members of the Entity's governing bodies and to all workers, including researchers, technicians, service providers, trainees and volunteers, as well as any other persons who, on a temporary or permanent basis, maintain an employment or functional relationship with GIMM (hereinafter collectively referred to as "Collaborators").

It applies both to relationships among Collaborators and to interactions with third parties, including partners, suppliers and other stakeholders.

This Policy seeks to ensure compliance with the set of legal and regulatory provisions binding on the Entity in the exercise of its activities, taking internal regulations as well as applicable laws and regulations as reference.

Within GIMM, this Policy aims to provide guidance and reinforce the required standards of integrity and transparency through:

- The definition of formal, accessible and effective guidance and consultation mechanisms that enable the prevention, identification and management of potential or actual conflicts of interest;
- Increased awareness among Collaborators, promoting their ability to analyse ethical dilemmas and correctly apply integrity principles in the performance of their duties;
- Ensuring an organisational culture of transparency and accountability, guaranteeing that conflicts of interest are reported and addressed in a timely manner without compromising the efficiency and effectiveness of GIMM's activities;
- The implementation of preventive and corrective measures aimed at mitigating risks related to conflicts of interest; and
- Ensuring full compliance by Collaborators with this Policy, internal rules and GIMM's Code of Conduct, safeguarding the proper prevention and management of conflicts of interest and protecting institutional integrity.

This Policy applies to all Collaborators of GIMM, understood as any individuals acting in representation of and/or in collaboration with GIMM, regardless of the existence and/or nature of their contractual relationship (permanent staff, trainees, temporary workers, researchers, among others).

Definition of conflicts of interest

Definition of conflicts of interest

According to Article 18 of GIMM's Code of Conduct, a conflict of interest exists "whenever Collaborators have a personal or private interest, direct or indirect, in a given matter that may influence, directly or indirectly, their impartial and objective performance of activities within the Foundation".

A personal or private interest is understood to be any potential advantage for the Collaborator, family members, friends, other Collaborators or a third-party entity with which the Collaborator maintains any relationship.

Accordingly, a conflict of interest situation is deemed to exist whenever a Collaborator is called upon to intervene in a process involving:

- Entities in which they hold a direct or indirect interest;
- Entities or persons with whom they work or have worked, without prejudice to the normal exercise of hierarchical and employment relationships;
- Entities or persons that provide or have provided services to them outside the context of GIMM;
- Persons with whom they maintain or have maintained family ties;
- Entities or persons from whom they have received gifts liable to be interpreted as an attempt to influence decisions of GIMM or its Collaborators.

Conflicts of interest arise when the obligations and responsibilities of an individual or entity are overlapped by personal, financial or professional interests, compromising the impartiality and integrity of decisions.

Such conflicts may take various forms, including, but not limited to, direct financial interests, family or friendship relationships and professional commitments that may influence the conduct of members of the Entity.

Conflicts of interest may also be:

- Actual conflicts of interest, which occur when a Collaborator's private interests directly and unequivocally conflict with the interests associated with the performance of their duties;

- Potential conflicts of interest, referring to situations in which an individual may, in the future, have an interest capable of influencing their decisions, even if such interest has not yet materialised; and
- Apparent conflicts of interest, which arise when the perception of a conflict exists, even if there is no actual financial or personal interest.

To assist Collaborators in identifying and reporting conflicts of interest, the relationships and interactions from which they may arise are identified, namely relationships or interactions:

- Between researchers, students and technical staff;
- Between laboratories and clinical, scientific, operational and strategic platforms;
- Between Collaborators and partner entities;
- Between different research groups or laboratories, due to the sharing of resources, authorship of publications or intellectual property;
- Between members of scientific management and institutional stakeholders, such as universities, hospitals or public bodies; and
- Between GIMM and its external partners, particularly within the scope of scientific collaborations, research contracts or funding agreements.

This list is not exhaustive, and other situations may arise that must be identified and reported in accordance with this Policy.

Examples of categories and
situations of conflicts of
interest

Examples of categories of conflicts of interest

With a view to promoting a thorough and rigorous understanding of situations that may constitute conflicts of interest, a number of examples are set out below in order to support Collaborators in identifying conduct and circumstances that may compromise their impartiality, integrity and the interests of GIMM. Although not exhaustive, these examples serve as guidance to reinforce the need for transparency and for immediate reporting whenever the existence of potential conflicts of interest is identified or suspected:

Category	Description	Examples of Potential Situations the Conflict May Give Rise To
Personal or family relationships	Situations in which personal, family, or friendship relationships may interfere with impartial decision-making or the management of resources.	<p>Favoritism or improper selection of candidates in recruitment (family members, friends, or persons linked to clients/suppliers);</p> <p>Adoption of discriminatory and/or unethical practices in recruitment and selection;</p> <p>Granting of awards, recognitions, or undue advantages due to the absence of equitable and transparent criteria;</p>
Direct or indirect financial interests	Situations in which the Collaborator, or a person/entity with whom they are connected, may obtain an economic or material benefit arising from their functions (e.g., accumulation of public/private positions likely to generate conflicts).	<p>Accumulation of public/private positions likely to generate conflicts;</p> <p>Procurement of goods/services without real need or at disproportionate values;</p> <p>Receipt of bribes or undue advantages in procurement processes;</p> <p>Misappropriation of funds or undue approval of payments and reimbursements;</p> <p>Manipulation of budgets to inflate revenues/underestimate expenses;</p>
Gifts, benefits, or hospitality	Situations in which the Collaborator accepts or is influenced by benefits, advantages,	<p>Falsification of information in remuneration processing;</p>

	or promises that affect impartiality.	Improper interactions with national or European public/private entities in collaboration agreements;
Decisions involving prior or current connections	Situations in which a Collaborator participates in decisions regarding entities or persons with whom they maintain (or maintained) links that may affect their objectivity.	<p>Non-competitive funding partnerships resulting in lobbying, bribery, or abuse of power;</p> <p>Excessive renewal of contracts without review or market consultation;</p> <p>Receipt of a bribe or undue advantage to favor a supplier/commercial partner;</p> <p>Applying an electronic signature to documents without prior analysis, to benefit third parties;</p> <p>Misappropriation or improper use of funds/grants in scientific projects;</p> <p>Fraudulent allocation of ownership of scientific results;</p> <p>Manipulation of research methods/results due to pressure, bribery, or funders' influence;</p> <p>Lack of independence in the selection of projects/researchers due to personal, economic, or professional conflicts;</p> <p>Failure to adopt equitable criteria in the allocation of GIMM internal resources to external projects;</p> <p>Fraud or manipulation in the selection of intellectual assets for start-ups supported by GIMM.</p>

Prevention and
management of conflict of
interest

Prevention and management of conflict of interest

The prevention of conflicts of interest is therefore an individual responsibility of each Collaborator, who must conduct themselves in accordance with the highest standards of ethics, responsibility and professional rigour.

For this purpose, preventive measures are implemented to train and raise awareness among all Collaborators regarding the identification and reporting of potential conflict-of-interest situations.

Each Collaborator must complete and submit, with complete and up-to-date information, as applicable, the following declarations:

- Declaration of Acknowledgement and Acceptance of the Conflict of Interest Management Policy and Initial Declaration of the (Non-)Existence of Conflicts of Interest (Annex I);
- Declaration of Absence of Conflict of Interest [Projects], to be submitted at the beginning of each project (Annex II);
- Declaration of Existence of Conflict of Interest, whenever, during collaboration with the GIMM Foundation, a concrete conflict situation is identified and/or there is a change in relevant circumstances (Annex III).

All information provided must be complete, accurate and kept permanently up to date.

In addition, all Collaborators must attend mandatory training on the prevention, identification and management of conflicts of interest upon joining the Entity and thereafter at least every three years. This training aims to ensure that all Collaborators recognise potentially conflicting situations and adopt transparent and responsible behaviours, ensuring continuous updating of knowledge and the consolidation of an institutional culture of integrity and impartiality.

Collaborators must act in accordance with the principles established in GIMM's Code of Conduct, namely integrity, transparency, impartiality, loyalty and responsibility, applying them specifically to the identification, reporting and management of potential conflicts of interest. The principle of prevention guides all decisions and actions, ensuring that individual conduct contributes to GIMM's integrity, credibility and mission.

The ethical and transparent conduct of Collaborators is essential to ensure GIMM's integrity, credibility and mission. Accordingly, all Collaborators must adopt responsible conduct in the identification, prevention and management of situations likely to give rise to conflicts of interest. The following principles of conduct are therefore established:

Collaborators must act with integrity, diligence and good faith, preventing the emergence of conflict-of-interest situations with GIMM;

- In any situation of potential or actual conflict, Collaborators must fully comply with applicable legal, regulatory and internal rules, always acting in GIMM's best interests;
- Collaborators must refrain from using GIMM opportunities, information or resources for their own benefit or for the benefit of third parties with whom they maintain personal, family or professional relationships;
- Collaborators must ensure that their professional conduct is free from external influences, refraining from participating in activities that may compromise their impartiality, independence or performance; and
- Whenever they identify or suspect the existence of a conflict of interest, Collaborators must immediately report it to their line manager, clearly describing the relevant facts and circumstances, so that appropriate mitigation measures may be adopted to protect the reputation of the Entity and of the Collaborator. The line manager is responsible for forwarding such communication, with the Collaborator's knowledge, to the Legal Department.

Communication and
management of conflicts of
interest

Communication and management of conflicts of interest

The identification and timely reporting of potential conflicts of interest constitute fundamental duties of all Collaborators of GIMM.

The Legal Department (or an equivalent body to be designated) is responsible for analysing submitted conflict-of-interest declarations, assessing potential conflict situations and determining appropriate mitigation measures, based on the information provided by the Collaborators.

Whenever a Collaborator considers themselves to be involved in, or identifies that another Collaborator may be in, a situation likely to constitute a conflict of interest, they must immediately inform their line manager by email, who will forward the matter, together with an appropriate description of the relevant facts and circumstances, to the Legal Department (or equivalent body to be designated).

In the case of a member of the governing bodies, the communication must be addressed to the Chair of the Board of Directors or to the Chair of the Board of Trustees, as established in Article 18 of GIMM's Code of Conduct.

Alternatively, where the Collaborator does not have the means to submit the report in writing or opts for another format, verbal reporting may be made. In such cases, the communication will be recorded by the line manager, with the consent of the reporting person, transcribed and subsequently shared with them for validation, rectification, where applicable, and signature.

Actual, potential or apparent conflicts of interest, as well as any situations that may constitute such a risk, may also be reported confidentially and anonymously through the Irregularity Reporting Channel, under the terms of GIMM's Irregularity Reporting Policy. Reports must be sent to the email address ReportingChannel.GIMM@pt.ey.com, which is independently managed by a specialised team of the external entity contracted for this purpose ("EY"). This channel is reserved exclusively for the reporting of irregular conduct, including actual conflict-of-interest situations, ensuring confidentiality and protection of the reporting person.

For clarification of doubts or reporting of any technical difficulties associated with the use of the Irregularity Reporting Channel or with the application of this Policy, Collaborators should contact the responsible departments:

- Legal Department (legal@gimm.pt), in the event of doubts regarding the interpretation or application of the Policy, as well as the operation of the

The proper management of conflicts of interest is essential to ensure integrity, impartiality and transparency in the conduct of GIMM and its Collaborators. Whenever a real, apparent or potential conflict-of-interest situation exists, or there is a well-founded perception thereof, clear procedures must be followed to ensure timely identification, reporting and handling of the situation.

Declaratory obligations regarding interests, incompatibilities and impediments apply to all Collaborators who may hold potentially conflicting interests. Where necessary, the elimination of such conflicts is achieved through abstention from intervention in the specific situation, ensuring that any potential breaches of the principles of equality and impartiality are mitigated from the outset, thereby protecting the public interest, probity and the Entity's transparency.

Concrete prevention and mitigation measures include:

- Abstention: removal of the Collaborator from the process, project or investigation in which the conflict exists;
- Substitution: appointment of another person to perform the function or participate in the affected process, depending on the scope and nature of the conflict of interest, such decision to be assessed on a case-by-case basis by the Legal Department;
- Mitigation: implementation of additional controls, such as dual review, whenever it is necessary to reinforce the transparency and objectivity of decisions.

In the case of members of the governing bodies, abstention from participating in votes where a conflict exists must be ensured, with mandatory recording in the minutes. In the case of researchers or Collaborators assigned to specific projects, removal from the project or reassignment may be determined.

GIMM will maintain detailed records of interests and potential conflicts, ensuring that they are not used to conceal acts of bribery or other unlawful conduct. Individual circumstances

and identified risks will be regularly monitored and reassessed, ensuring the appropriate allocation of compliance resources and the proper functioning of internal controls.

Final provisions

Final provisions

Confidentiality and information handling

All information received and processed under this Policy, or in the course of its implementation, monitoring and review, must be retained and kept confidential, in accordance with the Entity's internal regulations and applicable legislation.

Publication and disclosure

This Policy will be made available on GIMM's intranet and on its official website: <https://gimm.pt/pt-pt/>. It will also be disseminated through institutional communications and may be integrated into annual training programmes or specific awareness-raising actions addressed to GIMM Collaborators.

Entry into force and review

This Policy shall enter into force on the day following its publication through the Entity's official channels. It will be reviewed every two years or whenever any relevant change occurs that justifies its update.

Anexo I – Acknowledgement and agreement with the conflict of interest management policy and initial declaration of recognition of the (non-) existence of conflicts of interest¹

Acknowledgement and agreement with the Conflict of Interest Management Policy

_____, performing functions in the capacity of _____, hereby declare, on my honor and of my own free will, that I have taken full knowledge of the Conflict of Interest Management Policy in force at Fundação GIMM. I undertake to respect and comply, in its entirety, with the principles and procedures established therein, as well as the provisions set out in the Code of Conduct.

I declare that I understand that compliance with this Policy is an integral part of my responsibilities as a collaborator of the Foundation, and I undertake to adopt conduct consistent with the Foundation's principles and values, as well as to report any situation that may constitute a potential conflict of interest.

Initial declaration of recognition of the (non-)existence of conflicts of interest

_____, performing functions in the capacity of _____, hereby declare, on my honor and of my own free will:

Financial Relationships

not to have relevant financial relationships that may affect the perception of impartiality or integrity in the performance of my functions.

¹ This declaration must be completed at the start of the collaboration with Fundação GIMM. Its purpose is to confirm awareness of and agreement with the Conflict of Interest Management Policy, as well as to declare the existence or absence of conflicts of interest as of the date of signature.

to have financial relationships with companies or entities (indicate which) that may, directly or indirectly, impact the functions performed:

Intellectual Property

not to hold any patents, equity interests in start-ups, or other intellectual property rights that may affect impartiality or integrity in the performance of my functions.

to hold the following patents, equity interests in start-ups, or other intellectual property rights that may impact the functions performed:

Consulting / External Activities

not to perform external consulting functions or provide services to third parties that may affect impartiality or integrity in the performance of my functions.

to perform consulting functions or provide external services to the following entities, which may impact the functions performed:

Personal/Professional Relationships

not to have family or professional relationships that may give rise to situations likely to influence the perception of impartiality in the performance of my functions.

to have the following personal or professional relationships, which may impact the functions performed:

I declare that the information provided in this document is true and I undertake to update this declaration whenever relevant changes arise that may affect the normal performance of my functions.

[Signature]

Anexo II – Declaration of absence of conflict of interest [Projects]²

_____, performing functions in the capacity of _____, as a Collaborator/ Researcher in the project _____, hereby declare, on my honor, that as of this date I am not subject to any conflicts of interest related to participants in the above-mentioned project.

I further declare that, if during the execution of the project I become aware of the participation of individuals in relation to whom I may be, or may reasonably foresee becoming, in a conflict-of-interest situation, I will immediately inform my hierarchical superior or the entity that may, in the meantime, hold responsibilities in this matter, in accordance with the procedures approved by Fundação GIMM's Conflict of Interest Management Policy.

[Signature]

² This declaration must be completed at the start of each project in which the collaborator participates, with the purpose of confirming that there are no project-specific conflicts of interest related to the project in question. If the collaborator identifies any conflict situation, they must complete and submit Annex III – Declaration of Existence of Conflict of Interest.

Anexo III – Declaration of existence of conflict of interest³

_____, performing functions in the capacity of _____, hereby declare the existence of a situation likely to generate an incompatibility or ethical constraint, within the scope of the project _____.

Financial Relationships

I declare that I do not have relevant financial relationships that may affect the perception of impartiality or integrity in the performance of my functions.

I declare that I have financial relationships with companies or entities (indicate which) that may, directly or indirectly, impact the functions performed:

Intellectual Property

I declare that I do not hold any patents, equity interests in start-ups, or other intellectual property rights that may affect impartiality or integrity in the performance of my functions.

I declare that I hold the following patents, equity interests in start-ups, or other intellectual property rights that may impact the functions performed:

Consulting / External Activities

³ This declaration should only be completed if, during the collaboration with Fundação GIMM, a new situation arises that may constitute a conflict of interest (actual, potential, or apparent), or if there is a relevant change in the previously declared circumstances. In the absence of such changes, no new submission is required.

I declare that I do not perform external consulting functions or provide services to third parties that may affect impartiality or integrity in the performance of my functions.

I declare that I perform consulting functions or provide external services to the following entities, which may impact the functions performed:

Personal/Professional Relationships

I declare that I do not have family or professional relationships that may give rise to situations likely to influence the perception of impartiality in the performance of my functions.

I declare that I have the following personal or professional relationships, which may impact the functions performed:

I declare that the information provided in this document is true and I undertake to update this declaration whenever relevant changes arise that may affect the normal performance of my functions.

[Signature]