

CODE OF CONDUCT



PRISUM
HEALTHCARE

Dedicated to Life. Naturally.



Relativity applies to physics, not ethics.

Albert Einstein

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Ionela
Nicolau
CEO

Alexandru
Cocan
CFO

Viorel
Bărbuță
Export Director

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Business Development Director

"We successfully operate in a market with high standards of ethics and conduct.

Thus, we have high expectations from both our employees and business partners in this regard.

The Prisma Code of Conduct expresses a simple and correct way of thinking and acting."

"At Prisma we are dedicated to Life with great products for our consumers while having strong financial figures and controls.

We follow high ethical standards and always maintain correct and legal business practices.

Great financials and right practices lead us to healthy growth."

"We build relationships based on respect, trust and honesty both with our national and international business partners, our clients and employees.

The Prisma Code of Conduct defines the values and principles we believe in and the way we build relationships with our partners, authorities and company employees."

"We are committed to high standards of human, patient and consumer rights and the right to work.

We are responsible for the environment and we follow the observance of anti-corruption practices in all our activities. We expect the same way of working from our partners."



Introduction

Founded in 1994, Prisum Healthcare has dedicated its activity to the improvement of health. We have respect for all forms of Life: nature, human beings, animals. We are committed to the idea of doing well to those around us.

Our values are:

- Courage
- Passion
- Inspiration

We believe that our passion in pursuing our goals, the inspiration we hope to have with the choices we make and the courage that defines us in taking on the responsibilities of each and every one of us - are the necessary ingredients for a healthy development that would comply with high standards of integrity with a positive impact on the employees, company and on the environment.

Prisum’s conduct handbook cannot offer the slightest details of the steps

to be followed in every situation that may occur but, in most cases, complying with the legislation and with the company’s policies and procedures will protect the company’s reputation and that of its collaborators.

Therefore, the company’s conduct handbook reflects the company’s policies, practices and values. Each employee has a responsibility to read and understand this handbook and to operate on behalf of the company, in accordance with the values and practices contained therein. As a result, this document applies to all employees of Prisum Healthcare (hereinafter referred to as “company”).

The principles of this Handbook are intended to help each employee understand their responsibilities and contribute to adopting the right actions and decisions. The right actions and decisions are based on complying with the current legislation, accountability and integrity.

Compliance with the provisions in the Handbook

This Handbook is the standard of conduct that must be complied with by all of the company’s employees in order to prevent situations that may adversely affect the day-to-day business and/or the company’s image, but also so as our business partners and company members may be certain that Prisum Healthcare complies with the highest standards of business conduct.

Prisum Healthcare has high expectations from all its business partners (suppliers, customers, etc.). We are committed to comply with

high standards with regard to human, patient and consumer rights as well as the right to work. We are responsible for the environment and we aim at complying with anti-corruption practices in all our activities. We expect the same from our business partners.

The Company shall ensure that both the employees and the business partners comply with the provisions of this conduct Handbook. To that end, each individual case concerning the infringement of the provisions set in this Code will be assessed by the Company Management as soon as possible after its reporting.

Roles & responsibilities:

Prisum Board (the Company Management)	Approves the conduct Handbook and plans the periods of time for its revision.	Complies with the provisions in the conduct Handbook
Department & team managers	Bring the provisions of this Handbook to the attention of their subordinates. Report the violation of the provisions in the Handbook to the company’s Board as well as to the HR Department.	
Regulatory & HR Department (Compliance Officer – Mirela Boncu-Râșnoveanu)	Ensures the transparency of this Handbook & that its provisions comply with the applicable law. Notifies the Board about any infringements of the provisions in the Handbook when they become aware of such infringements.	
The employees’ representatives	Make sure that the employees have full access to the document containing the provisions in this Handbook; take (where appropriate) the employees’ questions or suggestions about these provisions (they act as facilitators).	
The employees	Make concrete suggestions & proposals to improve this Handbook.	

A close-up photograph of a pink rose, showing the intricate layers of its petals. The rose is the central focus, with its petals spiraling inwards. The background is a solid light blue.

1. Respect for people

1.1

General standards and practices

The company treats all its employees with respect, fairness, honesty and dignity.

We appreciate that each employee is different and thinks differently, thus contributing to the diversity of opinions towards finding solutions to each problem. We try to create and provide a pleasant working environment in which every employee has the opportunity to be listened to and appreciated for the value they can bring to the company.

The company undertakes to comply in all its actions with the Romanian laws.

No one is above the law.

Thus, the company's employees must avoid activities that would involve or lead to the involvement of the company or of its personnel in any kind of illegal action.

To that end, all of the company's employees are required to comply with the applicable laws, procedures, policies and company rules.

If the employees have any doubts about the company's rules, procedures, policies, etc., they are encouraged to contact the management and seek support in clarifying the issues. The employees may also actively participate in the improvement of this material with concrete proposals whenever they deem it necessary, sending their proposals to office@prisum.ro.

All employees and/or partners of the company can find and download the contents of this Handbook by visiting www.Prisum.eu/ro.

The Company's employees are expected to behave responsibly, honestly, transparently and with integrity both at their workplace and in their private lives, so as not to discredit the company in any way.

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When collaborating with various partners, the employees must behave respectfully, fairly, in a professional manner.

The company does not tolerate child exploitation, forced labour, discrimination, harassment or abuse and is committed to ensuring a legal work schedule and according to the efforts and the results obtained

1.1.1 Employee safety

The company is concerned with creating and maintaining safe working standards for its employees. However, the employee safety, is the result of everyone's commitment to contribute to a healthy and safe working environment.

Always follow the safety instructions at work.

Consider that there are risks to health, safety and well-being in the field of activity in which you operate and suggest how the working conditions may be improved.

The Company's employees must report, without delay, any incident that may result in the injury/harm or unsafe working conditions for the health of the employees so that the company can take timely preventive or corrective action regarding the situation created.

The company strives to reduce or eliminate any workplace accidents and occupational diseases. The

management of the company is directly responsible for reducing any potentially negative factors that may affect the employees.

The company's efforts in the field of human rights relate to labour rights and working conditions. The rights of our employees and those who work for our suppliers or business partners are always observed, and for our employees we meet high standards regarding working conditions.

1.1.2 Internal communication

The company is constantly concerned to transparently inform its employees and collaborators about various aspects of business, organizational culture, industry-specific regulations, changes implemented within the company, product portfolio, results, etc.

1.1.3 Performance management

The company ensures that employees fully understand how they can contribute to the organization's success. Thus, the company, through its management teams, aims at:

- making its employees understand the employer's performance standards and expectations related to their work; the employees are also encouraged to ask questions whenever they want to clarify certain issues with regard to these standards and expectations.



Managers are expected to act as role models

Additional responsibilities of managers

In addition to the responsibilities mentioned in the job description, the manager has a responsibility to create and maintain a pleasant and professional working environment – characterized by integrity, ethics and mutual respect.

All managers are expected to lead their subordinates primarily by means of personal example.

The managers are required to inform their subordinates of the procedures, policies, rules, regulations, decisions of the company (including making the content of this Handbook available in hard copies or electronically).

Also, they must provide support in understanding all the aspects and requirements contained in these documents.

Each manager has a responsibility to respect all employees and to maintain open, fair and constructive professional relationships, promoting an open communication that encourages questions, suggestions, feedback or recommendations on professional topics.

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- making the individual quantitative and qualitative objectives of each employee tangible, achievable and measurable.
- Encouraging a collaborative, proactive attitude and teamwork.

1.1.4 Professional & personal growth

The company constantly strives for the growth of its employees by trying to identify and select dedicated training programmes. At the same time, the “daily learning process” is considered one of the most powerful tools for the employees’ growth.

Therefore, the company aims at increasing the professional and personal growth of its employees, but to an equal measure has high standards and high expectations from them in the sense of a continuous improvement both professionally and personally. Specifically, the company wants and strives that its employees constantly demonstrate their desire to do things better, in close connection with their professional and personal skills.

1.1.5 Work-personal life balance

We acknowledge the importance of a balance between work and personal life work balance and we believe that when the personal and professional life are in harmony, the employee’s efficiency increases.

As a result, the company has adopted

a flexible work schedule, which means that daily work may start at any time between 8:30 and 9:30 and it may end between 17:00 and 18:00 (with 30’ dedicated to lunch break).

In July and August of each year, the company’s employees benefit from a short program (6 hours) on Fridays, which starting from 8:30 a.m. to 9:30 a.m. and the activity ends between 14:45 to 15:45 (with 15’ dedicated to lunch break), except for the employees who work in two shifts in the warehouse, who have a different work schedule in terms of starting and ending the daily activity, complying, nonetheless, with the above rule for Fridays (for the months of July and August of every year).

The company’s employees also have the opportunity to operate from a location outside the premises, when possible.

Last but not least, the company provides all its employees with private health care services.

1.1.6 Freedom of expression

The company is concerned and wants its employees to carry out their activities with passion and pleasure. We believe that it is important for employees to feel comfortable when sharing opinions, identifying problems and, above all, when looking for and proposing solutions.

1.1.7 Exerting authority

When managing contractual employment relationships involving hierarchical connections, the company undertakes to ensure that authority is exerted in a fair manner, without any kind of abuse. The company guarantees that authority will not be manifested by exerting power at the expense of the employees’ dignity and independence and that they will be treated with respect at work.

1.2

Nondiscrimination and equal opportunities for all employees

Discrimination means any distinction, exclusion, restriction or preference on the basis of race, nationality, ethnicity, language, religion, caste, social category, beliefs, gender, sexual orientation, political opinions, age, handicap/disability, chronic non-contagious disease, HIV infection, pregnancy, membership of a disadvantaged category, as well as any other criterion which has the purpose or effect of restricting, removing recognition, use or exercise on an equal basis, human rights and fundamental freedoms or rights recognised by the law, in the political, economic, social and cultural field or in any other area of public life.

The principle of equal treatment and opportunities in work relations operates for all employees. Any direct or indirect discrimination against an employee based on the above criteria shall be prohibited. In this respect, the company undertakes to provide its employees with a pleasant working climate, free of any form of abuse, harassment or discrimination.

These principles apply in all company decisions regarding recruitment, employment, work schedule, professional development, promotion, training or benefits as well as in the company’s day-to-day activities.

Thus, the company ensures a fair selection and recruitment process (based on value, skills, justice, truth, impartiality, integrity and fairness). The company also encourages the professional and personal development of its employees, considering them to be one of its most valuable resources.

Each employee’s career development within the organisation is also encouraged. We offer fair opportunities of promotion to those employees who achieve good results and we value those with real potential defined by: initiative, ability to find motivation in themselves, identification of solutions, proactivity, courage, passion for everyday work, collaboration, accountability and integrity.

Discrimination against any employee or job applicant is a serious violation of the

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company's policy. It is the responsibility of every employee to ensure that any kind of verbal, physical, emotional, humiliation, insult, ironic comments, innuendo, insults are excluded.

We want a diverse and inclusive work place with zero tolerance for any kind of harassment and intimidation of the employees and we treat these situations

with the utmost responsibility. We believe that all employees should be treated and should treat their colleagues with respect, dignity and politeness.

The company managers must give equal opportunities to all employees in the coordinated team covering the following issues here: distribution

of resources and tasks, professional evaluation, promotion, professional development, distribution of rewards, benefits, training.

The employees who believe that they are discriminated in any way, are encouraged to discuss this issue openly, addressing it first to their direct Manager. If the employee considers that the matter is not dealt with properly, they may approach the Manager of the Department the employee is part of and/or the Department of Human Resources (i.e., the person authorised for this purpose within the company). Any discussion of this nature will be treated responsibly, 100% confidentially and analysed, and measures will be taken, as appropriate, in compliance with the rules, internal procedures and the laws in force. The resolution of each individual case shall be communicated to the employee within a reasonable period of time by the direct manager or the person to whom they have addressed the matter.

The Company will also ensure the confidentiality of personal data relating to race, nationality, ethnicity, religion, sexual orientation or other private data that relates to employees of the company or persons seeking employment, according to the applicable legislation in force.

For the purposes of equal opportunities for all employees, the company undertakes to ensure full transparency

of general information on the policy of granting employee benefits (salary or other) in accordance with the hierarchical level and the nature of professional responsibilities (service duties).

At the same time, the company does not encourage the disclosure of information between the employees with regard to individual benefit packages granted to them. Discussions (in group or to the company management) regarding the benefits of other employees are also not encouraged.

The company's employees are free to have their own political, religious or sexual orientation beliefs and to be active in their capacity as private individuals but not in their capacity as employees of the company.

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1.3

Confidentiality of information

In general, all information belonging to the company and which is not of a public nature, such as but not limited to the following, is considered "Confidential Information": financial records, business forecasts, information and strategies regarding the launch of new products, prices or criteria to set the prices, passwords and software, salaries, plans and strategies, databases of any kind, customer information (individuals and/or legal persons), etc.

The company's employees are prohibited from disclosing confidential information to others outside the company. It is also prohibited to use databases, information, company assets for the purpose of carrying out propaganda of any kind.

The obligation to maintain the confidentiality of data and information is valid for the entire duration of the contract and thereafter, for an unlimited period of time, regardless of the reasons for which the contract terminates, unless the Employee and the Employer establish otherwise.

If a person outside the company attempts to obtain such confidential information, the employees concerned shall notify the direct supervisor immediately.

1.4

Protecting the company's ownership and confidential information

It is important for the company that its assets be protected. The assets include physical property (the company's property), intellectual property (registered trademarks, patents, etc.), and financial assets. We are all responsible for protecting the company's assets and for using them with care and efficiency.

The work equipment/tools, official documents and any other material resource and/or intellectual property belonging to the company shall be used responsibly to protect them and keep them in good working order.

The equipment and work tools will be used exclusively by the company's employees. However, they will not use the equipment and work tools in situations where they are temporarily unable to use them; ex.: advanced state of fatigue in the use of the service vehicle or in other detailed situations within the Internal Car Park Procedure

Documents and / or any materials that are the subject of the company's intellectual property will not be provided to third parties, especially if this would affect the interests of the company.

Employees must constantly monitor and report without delay any counterfeit product found on the market that may cause image or financial damage to the



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company. They must also report any possible infringement of the company's property rights, and in particular intellectual / industrial property rights (eg web domains with the company's brand name, social media pages that copy or use the company name, or its brand name, content / text copied from Prisma Healthcare web pages, etc.).

The information on the employee's computer hard drives is duplicated/stored on the server used by the company; as a result, any type of information (e.g. professional or personal correspondence) is considered to be information belonging exclusively to the company. Thus, the company's equipment can be monitored, inspected and the stored information can be deleted at any time.

Therefore, the company's intellectual property (know-how, ideas, trade secrets, patents, trademarks, domain names, design and copyrights) are considered to be valuable. This value may be lost or compromised if such non-material goods are misused or incorrectly disclosed.

Please note that the intellectual property that you have developed or contributed to during your time as an employee of the company remains owned by the company after you are no longer employed.

The Company encourages its employees to communicate to customers, partners, patients/consumers, etc.

about the company's brands, products but not to disclose or reveal confidential information.

The company's information is also considered a valuable asset. The employees may have access to various such confidential information. This could include financial, commercial, price, sales, profits, strategies and plans, contractual information, customer and vendor lists, information about new products, or any other information that is not public, about or within the company.

Confidential information must be protected, treated with care and not communicated to unauthorised third parties or the public.

The obligation to protect the confidential information continues even after the activity within the company has terminated.

The obligation to protect confidential information remains even after you have left the company. This also means that the company's new employees cannot share confidential information about their previous employers and should not be required to do so.

If it is necessary to distribute confidential information to a third party, make sure that there is a confidentiality agreement signed in advance by the parties involved.

1.5 Dress code

The company believes that a professional image of its employees reflects the values and principles of the industry in which it operates.

The company's employees pay attention to clothing and its impact on customers, collaborators and colleagues.

The recommended outfit is a decent, clean and neat one, avoiding any forms of eccentricity in terms of appearance. Formal outfits are encouraged when the company's representatives meet with customers, collaborators or representatives of the authorities. At the same time, less formal ("smart casual" outfits) are allowed on days when the company's representatives have not such meetings planned.

1.6 Drug use, alcohol

The use of narcotics and alcohol consumption within the company are regulated in the Company's Internal Rules.

1.7 Selling/promoting products directly or indirectly competing with the company's products

The employees are prohibited from promoting and selling products that are directly or indirectly competing with the company's products. The Company shall regularly inform its employees of the product portfolio and the categories to which they belong so that the directly or indirectly competing products may be easily identified. Often, this information provided to the employees contain exact details related to the competition's products or to the industry in which the company operates. Therefore, the company's employees cannot in any way be exempted with regard to the information related to these products. If they have doubts about a particular product/range of products of another manufacturer/trader on the market where the company operates, they may request for clarifications from the direct superior or management of the company. The company's employees are also prohibited from promoting and/or selling products or services belonging to a supplier or customer of the company.

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1.8

Involvement in political activities

The company is not involved in any way in political activities, especially those of sponsorship by any means of political parties or their representatives. The company's employees are also prohibited from making political propaganda during business hours. However, the company encourages the involvement of each employee, in the social or political life of the local, national community, etc. We believe the only way for the company to truly evolve is by a responsible and positive involvement of its members.

1.9

Activity related to acquisitions (goods and services) within the company

The procurement process intends to gain a competitive advantage for the company in a transparent and fair procurement process, characterised by good faith with all potential suppliers in both the pre-contractual and contractual phases.

The employees involved in the procurement activity (of goods and services), i.e. in the negotiation, initiation and conclusion of procurement

contracts with the company's suppliers are required to comply with the procurement procedures in force. They must include objective criteria for the selection of suppliers that can be proven by an appropriate documentation.

If a supplier acts in relation to the Company in a manner that does not comply with the principles of this conduct Handbook, the Company may take any necessary action, including the refusal to cooperate with that supplier in the future.


In the procurement process, the company is guided by the following principles:

- Avoiding, as much as possible, the company's dependence on a single supplier
- Avoiding to exert any pressure on a supplier so that it accepts the contractual conditions advantageous to the company
- Avoiding to exert any influence on a supplier with the promise of a possibility to conclude a contract in the future
- Avoiding the conclusion of long-term contracts implying periodic (short-term) renewals involving price revisions to the company's advantage by exerting pressure of any kind by the company's employees
- Avoiding as much as possible the dependency on suppliers that have only one main customer: the company – so as to minimize

the company's risk of postponing, cancelling or inability to purchase the requested product or service; at the same time, it is possible to avoid the risk of influencing the company's employees by illegal means of receiving benefits, advantages, etc. from a supplier

- Preserving the documents upon which the contract negotiations were based (analysis of suppliers' tenders on the basis of competitiveness principles, the cost estimates received, the criteria of contract awarding, the contracts concluded and the proof of service provision by these suppliers)





2. Correct and legal business

The infringement of the legal provisions may lead to negative reactions that the company wishes to avoid, to claims and, in some cases, to criminal investigations and penalties for both the company and the individuals (employees or collaborators of the company). These actions may affect the company's image and reputation.

2.1 Risk management

The purpose of this conduct Handbook is to carry out the company's business, to comply with the rules of fair competition in the Pharmaceutical market in Romania, as well as to minimize risks of any kind (reputational, operational, financial, competitive, etc.), both for the company and for its employees. Finally, the management of these risks means assumed responsibility.

2.2 Compliance with the law

The Company undertakes before state institutions and its suppliers and customers to comply with the laws in force that govern its activity, including the area of developing new products, the distribution, marketing and promotion of its products or through contracts with public or private institutions.

No handbook can list the full legislative framework within which the company operates, but at a macro level, each employee must follow and comply with the following rules:

- Maintaining high ethical standards, defined by:
 1. compliance with the laws and regulations in all activities carried out
 2. an exemplary conduct in contractual relations with the

2. Correct and legal business

company's partners (in the sense of complying with principles and high moral conduct);

- Ensuring the confidentiality of customer and patient and/or consumer portfolio data
- Compliance with the laws and regulations relating to obtaining the wholesale distribution and marketing permits of drugs from the competent authorities
- Compliance with the laws regarding the manufacture, packaging, distribution, export, quality and safety of the products as well as on the promotion/communication of the company's products.

Should there be any questions about the laws, regulations, policies or industry standards applicable to the employee's activity, these may contact the company's management, direct superior and/or the Human Resources Department. In addition, any of the company's employee in charge of negotiating contractual terms shall request the final approval of the company's legal advisers before the contract is introduced into the signature circuit.

The authorities, suppliers, customers or end-users of the company's products may also ask questions or request clarifications by contacting the company's representatives (at: office@prisum.ro).

The Company shall not engage in contractual or partnership relationships

with third parties suspected of unlawful actions or who have been convicted for any unlawful act.

Also, any employee on whom a criminal action is initiated regarding the activity carried out within or for the company, is obliged to inform the company (through the Human Resources Department and the direct superior) of this.

In any other situation where an employee suffers a criminal conviction that may have consequences for the activity carried out within or for the company, he is obliged to inform the company (through the Department of Human Resources and the direct superior) of this, immediately. to the extent permitted by applicable law. Any information on such matters will be treated with the utmost confidentiality.

2.3 Fair competition

Domestic and European antitrust law and competition laws are enforced to maintain conditions of competition in the market. These laws prohibit anti-competitive agreements and the abuse that may be exerted from a dominant position (e.g market share above 30%). The antitrust laws and competition laws promote fair competition and protect consumers from unfair business practices.

The company strictly complies with these laws. In this respect, any action which may impede or limit free competition in any way shall be prohibited.



The Company works hard to regularly inform and train its employees in order to identify and permanently reduce the risk of the company's employees to infringe the applicable competition rules.

The Company does not refuse, conceal, manipulate, delay or prohibit the provision of any information requested by the competition control authorities or by other regulatory authorities.

The employees may collect information on the activity of competitors using public/legitimate sources of information (internet, data/statistics published by the authorities, market research data, shelf data from pharmacy visits, etc.); also the data used will be based on the source from which it came. The company's employees will in no way attempt to obtain confidential information from former or current employees of some competing companies.

Puncte de reper pentru angajați:

- The employees shall not be involved

in any kind of cartel activity

- The employees shall not engage in direct or indirect discussions with the company's competitors for the purpose of aligning prices or establishing by mutual agreement practices to approach the market.
- The employees shall not disclose to the Company competitors or to other persons directly or indirectly interested any negotiated/obtained prices from the company's suppliers, details of the company's participation in various auctions, details of the company's stocks, production informations, arrival of shipments, etc., geographic allocation of sale force or of medical advocacy.
- The employees shall not be involved in any action to boycott competitors, consumers/patients or their suppliers or in any way make it difficult to enter, remain or expand new/potential or existing competitors in the market.
- The employees shall not be involved in any action leading to the

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imposition of restrictions of any kind on their customers limiting their sales territory, the selling price, the quantity sold, the sales channels, etc.

Employees must immediately inform the company's management of any issues that may be relevant to free competition as well as of any facts of the company's employees or representatives of its business partners or other companies in the market, including competitors, in the case of in which they carry out acts that may present a risk of anti-competitive conduct, in order to enable the company to take all necessary measures to avoid involving the company in such a situation.

Employees are encouraged to seek clarification from the company's management or legal counsel on any unclear issues regarding the application of competition law as well as any situations that may pose a risk to the company from a competitive point of view.

2.4 Conflict of interest

The conflict of interest is a situation in which the interest of an employee (personal, family, professional, etc. pecuniary) is contrary to the interests of the company.

The conflict of interest can take various forms, such as (but not limited to):

- employment outside the company or working with another pharmaceutical company, so that the interests of the new job are contrary to those of the current one
- a family member or other relative is employed or directly subordinated to you
- where the goods or services contracted by the company are purchased from a relative, friend or company controlled by any of these persons
- if you have (or a member of your family has) a financial interest that could influence your decisions in any way
- if you have a personal interest (or a member of your family has), directly or indirectly, in selecting any supplier or customer of the company

The Company undertakes not to allow any conflicts of interest that may involve employees of the Company or employees of any authority with which the company comes into contact. This obligation also extends to the first-degree members of the employees' families referred to above.

2.4.1 Contractual relations with relatives or persons close to the company's employees

The Company discourages its key position employees who may engage in contractual relationships on its behalf



from entering into collaborations with relatives (blood relatives or by alliance) and/or with persons close to them, directly or through the companies that these persons own or represent.

2.4.2 Hiring a relative in the company

Hiring or influencing in any way the company representatives responsible for the recruitment process for the employment of a relative, husband/wife or alliance relative etc.) are considered conflicts of interest and are prohibited. The applicability of this rule begins when this Handbook becomes effective and does not apply to the company's current employees. However, it is desirable that this type of conflict of interest does not exist among the company's current employees either.

The employees who, when this Handbook becomes effective, are in a situation of conflict of interest, as regulated above, shall notify the direct superior and the Human Resources Department of the nature of the alleged conflict of interest no later than 30 days after the communication of the Handbook.

2.4.3 Acquiring personal advantages and fraud

- Making use of the company's assets, information or using the position occupied within the company to acquire personal earnings is prohibited. The company's employees shall not use its name or any other resources belonging to the company to obtain or enhance their personal advantages of any kind.
- A situation in which an employee claims, receives or accepts the promise, either personally or through a third party, including through a member of their family (relative, spouse, alliance) in order to benefit* from unjustified personal benefits as a result of their position within the company, is considered to be an acquisition of personal unjustified benefits.

*Personal benefit means any kind of gift with a value of more than 100 euros, favour, service, loan, fee, compensation, discount, gratuity, amount of money, material or image benefits, etc.

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- The company considers acceptable only the modest and occasional attentions, usual in the business environment, so-called 'business courtesies' (promotional materials, protocol, etc.). If these attentions become excessive and repeated, they may create a sense of obligation on the part of the recipient. This sense of obligation may be contrary to everyone's responsibility to act in the best interests of the company and at some point, generous attention may be/ become inappropriate, interpretable and with unintended consequences.
- The situations described above provide a basis for guidance for identifying potential conflicts of interest.
- In case of any doubts on the matter, the employees may contact the direct supervisor or the Human Resources Department.
- Requests for personal favours and/ or any other form of conduct that are presented as if they were to be performed for a direct superior constitute an abuse of authority.

The Company does not tolerate any fraud actions. Fraud includes any action, as well as failure to act, with the aim of deceiving others (company, partners, public or investors), to take actions that cause economic damage to them.

Thus, theft, falsification of expense reports or timekeeping, improper use of a computer, telephone or company equipment by providing passwords or facilitating access to other employees, suppliers, customers, etc. or improper use of the employees' discounts or converting them into material/ pecuniary form (such as the sale of company products, samples, etc.) are all considered forms of fraud.

2.5 Anti-bribery and anti-corruption practices

The company operates by applying high standards of ethics and integrity. Even a simple association with corruption actions can damage the company's image and have negative effects on its activities. This association may also raise suspicions about the moral integrity of the company's employees.

The infringement of the corruption law entails civil and/or criminal sanctions (as serious as the deprivation of liberty). The employees/collaborators acting on behalf of the company are prohibited to take and give bribes or to use intermediaries (agents, consultants, distributors) for the purpose of obtaining undue advantages.

In particular, all forms of gifts given to civil servants, auditors or third parties for the purpose of influencing their decisions or obtaining any kind of

advantage shall be prohibited.

The articles offered free of charge by the company's employees have the simple purpose of promoting the image of the brands marketed by it.

Other forms that bribes can take: money, gift certificates or vouchers, commissions or improper benefits, payments to charities, travel or entertainment, favourable advertising for personal interest.

2.6 Money laundering

In order to protect the company's image and ensure its protection, the company treats the subject of money laundering with the utmost responsibility.

Thus, the company's employees must immediately notify the direct superior or management of the company if they have any suspicion related to a current or potential activity of this kind. The employees are encouraged to track possible situations that may indicate specific money laundering actions and alert the direct supervisor or the company's management:

- a) Should the company's suppliers request its representatives to:
 - Make payments to these suppliers in accounts belonging to legal entities other than those stipulated in the contract or to legal entities

operating outside the country in which they operate/carry out their business

- Agree to make payments outside the terms of the contract
 - To execute the payment stipulated in the contract to different bank accounts of these suppliers (other than those stipulated in the contract)
- b) If the company's customers:
- Make payments to the company from different bank accounts
 - Make payments to the company other than those stipulated by the contractual terms
 - Make cash payments
 - Make payments to the company on behalf of legal entities other than those stipulated in the contract
 - Make advance payments, not stipulated by the terms of the contract

The company annually submits the statement regarding the beneficial owners to the National Office of the Trade Register (within 15 days from the approval of the annual balance sheet).

2.7 Accuracy of the financial records

The company's financial records are important for the business management as well as for the

2. Correct and legal business

authorities. The company is dedicated to having accurate financial records. The employees involved in financial transactions or accounting must ensure that all transactions are fully and correctly documented, i.e. that these are recorded in accordance with the applicable law, the good accounting practice and the internal requirements. Incorrect or misleading records should be avoided or corrected, as appropriate. The company's management is particularly aware of the importance of having accurate financial records, considering that the compliance with high standards applied in this area (as well) ensures that the company's reputation is strengthened before all interested parties (auditors, suppliers, customers, consumers, etc.).

2.8 Protection of personal data

The company undertakes to respect the fundamental right of each individual to the protection of personal data. The need to protect the personal data is becoming more and more important as the importance of the online environment increases. The use of the online communication means and the use of internet-connected devices allow the collection of personal data. It is therefore important to take appropriate measures to protect personal data and to comply with privacy rules on the storage, collection and use of personal data.

The company pays particular attention to the confidentiality of this data and to the protection of the rights of the employees, consumers/patients, health professionals, customers and partners in the use and processing of these types of data.

The processing of personal data shall be carried out under and in compliance with the provisions of the legislation in force, in particular the Regulation 679/2016 on the protection of natural persons with regard to the processing of personal data and the free movement of such data (hereinafter referred to as the GDPR).

The company carries out several types of personal data processing in accordance with the internal GDPR regulations.

The processing of certain categories of data is carried out in order to protect legitimate interests such as: guarding the company's assets, ensuring access to its premises and work points, ensuring compliance with the internal security rules and with the company's organizational processes, facilitating relations with partners, protecting, respecting and exerting the rights of the company and/or of its employees. In the course of its business, the company collects and stores personal information about the employees, business partners, health professionals, patients/consumers. This data may be (but not limited to): dates of birth, contact details, financial, medical and/or other information.



The personal information must be collected exclusively for clearly defined purposes in accordance with Regulation No 679/2016 (GDPR).

For each data processing, reasonable time limits for the retention of personal data shall be set, not exceeding the period necessary to fulfil the purposes for such processing.

The company takes very seriously the rights of the employees, collaborators, partners, consumers/patients, medical professionals, etc. with whom it

maintains collaborative relationships. Thus, the company takes all necessary measures to ensure that their personal data is protected and their rights are observed.

At the same time, the company may initiate in partnership with health professionals some clinical trials for certain products in its portfolio. On these occasions, the company undertakes to comply with the specific standards of such studies, including here the consent of the participating persons, the protection of their personal data.

For further information, please contact the data protection person at gdpr@prisum.ro. The employees of Prisum may also see the GDPR Internal Regulation:

(https://prisuminternational.sharepoint.com/_layouts/15/Doc.aspx?sourcedoc=%7BBFA60DDC-D75B-4167-8ECB-6DB58B83942D%7D&file=Regulament%20intern_GDPR_20180606.docx&action=default&mobileredirect=true&CT=1589974857603&OR=ItemsView)

3.

Responsible marketing



In the modern context, the advocacy activity cannot be carried out as a “per se” activity but from a larger perspective, that of responsible Marketing.

In its broader concept, Marketing is at the heart of all activities that are initiated within the company. Starting with the employees’ outfit, continuing with the way we address our customers and collaborators and to the way we welcome the new employees within the company, all are considered actions that advocate (positively or negatively) for the company’s image. Promotional actions also extend beyond the area of practicality or everyday activities and go as far as caring for the health of those around. Whether we are talking about protecting the environment or caring for patients/consumers, all actions initiated by the company in the promotion area have as their primary

objective the health of humans, animals and of the Planet.

3.1

Relations with the media and/or representatives of state authorities

The company board designates and communicates the appropriate persons in maintaining their relations with the media.

- a. Requested relationships with the media. Any request for information from the media (the newspapers, TV, radio, online, etc.) will be requested from the company in writing at Marketing@prisum.ro. This request will be directed to the people authorised by the company to maintain the general relationship

3. Responsible marketing

with the media. General media relations means: giving interviews (upon the request of media representatives), providing data or information regarding the market where the company operates, the company's turnover or profitability, the employees' pay levels, development plans, strategies of any kind, marketing/communication plans, sales objectives, etc. The persons authorised by the company will receive the questions in writing, draw up the answers in writing and, after these are previously supervised, will be provided to the representatives of the media. Any additional ad-hoc questions asked by the representatives of the media but which were not the subject of the initial questions will be dealt with at a later date by the company's representatives.

media representatives in these exceptional circumstances. If one of the company's employees appears in public or participates in public discussions without being authorized by the company to do so, they are obliged to mention that they speak in their name and not on behalf of the company. The company designates its authorised persons to contact the representatives of the media and of the authorities, depending on the subject discussed and the existing situation. In either case, the designated person will be one of the members of the Company Board.

3.2 Participation in industry-specific associations

- b. Relations with the media initiated by the company (press releases, paid interviews, etc.) The company may initiate the relationship with media representatives if it considers it necessary to inform the general public or target about certain actions it undertakes (launches, events, points of view, etc.). Some of these may be interviews or headings financially supported by the company.
- c. Relations with the media in critical situations: The critical situations will be treated separately, and the company shall appoint only one person to keep in touch with the

The Company may cooperate with all relevant associations in the industry where it operates in order to develop the policies governing the pharmaceutical industry. Each time the company believes it can have a valid and reasoned point of view it will allocate the necessary resources and expertise at its disposal in order to protect the consumers, the patients and the industry.



3.3 Protecting the environment and the communities where we operate

Prisum's vision is to dedicate itself to Life. We have respect for all forms of Life: nature, human beings, animals. We are committed to this dream of doing good to those around us in a natural way. That's why we chose to mirror this vision in the "mantra" that guides us: "Prisum Healthcare. Dedicated to Life. Naturally."

We are committed to protecting the environment as a common resource of the company. The company is constantly working to reduce the impact its activities have on the environment

and to find innovative solutions that not only help protect the environment but also improve it (e.g. preserving secular forests and planting new forests).

We are committed to maintaining a healthy company, contributing in every way that we can, both through the products we market and through our employees. We are recognized as initiators of aid projects in the communities where we operate and at the same time as valuable contributors in crisis situations and humanitarian interventions (e.g. pandemics, nationwide serious accidents, etc.). We also encourage any voluntary actions taken by the company's employees who, based on their knowledge and expertise, can help improve the quality of life for patients, consumers or for the society as a whole.

3. Responsible marketing

3.4

Proper, clear and accurate information of consumers/ patients, authorities, business partners and the press

The Company undertakes to clearly, accurately and correctly inform consumers, authorities, business partners or media representatives with by providing clear, concise, accurate and complete information through various commercial or informational communications.

All the interactions of the company's representatives with medical professionals are primarily aimed at sharing medical or scientific information in order to improve the patients/ consumers' quality of life. Thus, collaborations/partnerships between the company's representatives and the medical professionals are subject to a clear legislation, requiring that all parties involved comply with high standards of ethics and professionalism.

For the purpose of informing patients/ consumers or medical professionals, the company participates in various events, presentations, meetings, conferences on medical topics. Promoting the company's products during these events is to be carried out in various forms:

- Sponsoring the medical events or

sponsoring the organizers of these events

- Sponsoring renowned medical representatives (opinion leaders) in such events in order to prepare supported information materials at events or on other occasions

On all these occasions, the company undertakes to comply with the principle of transparency and the existing sponsorship legislation. On no occasion shall any of the company's employees attempt to influence the opinion of medical professionals or the audience present at such events from their positions as sponsors.

The packaging of the products in the company's portfolio is considered an integral part of the communication activity to consumers/patients. The company shall make every effort to comply with the legislation in force regarding the labelling of the products in the portfolio (food supplements, cosmetics). The company's representatives are also in close contact with the suppliers/ producers of these products and with the regulatory authority, in order to ensure that consumers/patients are informed correctly, completely, clearly, accurately so as to avoid misleading them.

Each of the company's employees involved in the labelling/packaging and storage process is required to report without delay any non-compliance with the packaging and/ or product (e.g.

damaged packaging, incomplete label, traces of contamination, etc.)

3.5

Patient/consumer safety

The safety of our patients/consumers is very important.

The pharmacovigilance/nutrivigilance activity is carried out uninterruptedly throughout the life cycle of the products marketed by the company.

The Company undertakes to continuously assess the benefits and risks of the products it markets by detecting, evaluating, understanding, preventing the occurrence of adverse effects, side effects, serious side effects, unexpected side effects or any other drug problems. The process of collecting & reporting these events will preserve the confidentiality of the personal data of all those involved (patient, healthcare professional, etc.) in accordance with the legislation in force.

All of the company's employees are regularly trained with regard to reporting within 24 hours any adverse events caused by the medicines to the company's pharmacovigilance officers and to the email address roregaff@prisum.ro or to use the telephone number: 021/322.01.18.

The company also encourages its employees to report to the company's quality officers, without delay any

deficiencies signalled by them for any product marketed by the company. These notices will be forwarded to the e-mail address: calitate@prisum.ro.

The company undertakes to deliver quality products to its patients/ consumers by complying with the codes of best practice on medicines, food supplements and cosmetics (GDP, ISO 9001, ISO 22000), and with the applicable legislation specific to the marketed products. We are regularly audited by specific certification and accreditation bodies. At the same time, the company makes every effort to periodically audit all partners (sub-distributors, customers, etc.) with whom it conducts business relationships, ensuring that they meet all the conditions stipulated in commercial contracts.

3.6

Final provisions

Compliance with the provisions of this Conduct Handbook is mandatory for all the employees of the company.

This is a guide containing principles and rules but it does not cover all situations that may occur.

That is why the discernment of each employee is important.

As an employee, it is each and every person's responsibility not only to read this Handbook so as to understand the company's expectations of your conduct, but also to use it regularly as a reference in actions and in making decisions. You are also responsible for knowing any internal policy relevant to your position and activity.

If you are in a situation where you are not sure what to do, ask yourself the following questions:

Is the decision or action legal?

Is my decision or action in accordance with those specified in the Company's conduct Handbook?

If my family, friends and others outside the company found out about my decision or action, would I continue to feel comfortable? Does my decision comply with the principles of integrity? If my action or decision were taken by the media, would I still feel comfortable with my decision or action?

- Does my action contribute to achieving the company's goals?

- After implementing my decision – does the reputation of the employees, collaborators or of the company remain unchanged?

If the answer to all the above questions is "YES" – the decision may be considered to be correct. If you have answered "No" or "Maybe" to at least one of the above questions, you need to re-evaluate your decision and the actions that may result from it.

The Company provides support to each employee in making decisions and fulfilling their obligation to comply with this conduct Handbook, with the applicable laws and procedures, policies and rules and will provide the necessary resources to do so. The questions related to responsibilities, duties or principles may be addressed to both the direct manager and the company management and/or the Human Resources Department.

This company's conduct Handbook shall be supplemented by the applicable legislation as new regulations emerge, as well as by any rules, procedures, policies, regulations and the like issued by the company.

Trusting its employees (including permanent and temporary employees, consultants, contractors and all persons acting on behalf of the company) is the principle upon which the company starts its relationship with each one of them.

The employees who do not act ethically or infringe this Handbook or the company's policies may be subject to disciplinary measures. Depending on the facts and circumstances, this action could include dismissal.

In most cases, the principles in the conduct Handbook are based on the requirements of the law, which means that any non-compliance with such principles may lead to disciplinary and legal actions.

It is also expected that all employees report any information about the potential criminal activities of any of the company's employees or representatives.





Dedicated to Life. Naturally.

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