

Valentin-Norbert TARUS

## CODE OF BUSINESS CONDUCT AND ETHICS

### CONTENTS

#### Goals

Chapter 1. Fundamental Values of Farmaceutica REMEDIA S.A.

Chapter 2. Compliance with the Law

Chapter 3. General Business Principles

Chapter 4. Principles of Staff Policy

Chapter 5. Whistleblowing Policy

Chapter 6. Conduct for business partners

#### Goals

The business conduct and ethics code of the company Farmaceutica REMEDIA S.A. sets the policies and practices related to law abidance and business ethics.

In business relations, the code of conduct serves as a guide by means of the principles that reflect the values of Farmaceutica REMEDIA S.A.

The principles of this code are designed to help each employee clearly understand their responsibilities and role within the company. At the same time, they are meant to raise awareness of ethical issues that we may encounter in our activity at any time.

The code of conduct of Farmaceutica REMEDIA S.A. applies to all employees and persons working for the company, managers and administrators.

The customers and suppliers shall act according to the provisions of the code of the company Farmaceutica REMEDIA S.A.

Each employee is responsible for the reputation of the company Farmaceutica REMEDIA S.A. and it is very important that each employee prove his/her integrity and ability to made decisions, in compliance with the Code of Business Conduct and Ethics, the company policies and the legislation in force. Correct actions are first of all based on honesty and integrity.

We are driven by the ambition to achieve added value for all our customers and attractive profitability for our shareholders, to be the employer of choice for our employees.

All these require the highest level of integrity and professionalism.

Our business success depends on the confidence of our customers, shareholders, employees, suppliers, service providers, authorities, competitors, but also the trust of the company as a whole.

Therefore, it is essential that both the management and the employees keep in mind the great importance of observing legal obligations and internal policies and respect the fundamental values promoted by the company. The employees of Farmaceutica REMEDIA S.A. shall carry out the duties they have towards the customers with competence, efficiency, responsibility and professionalism.

This code helps us to ensure and promote a common system of values.

## **Chapter 1. - Fundamental Values of Farmaceutica REMEDIA S.A.**

- **Professionalism**

We are proud to work for a healthcare company whose products and services make a difference in people's lives. Our greatest sense of accomplishment comes when we do the right thing. We take personal responsibility. We treat the company's reputation as our own aiming to make wise use of our time and the company's resources.

- **Integrity**

We care about people as individuals and promote an inclusive work environment that values, appreciates and promotes diversity. We respect, collaborate, challenge and care about each other. We apply professional and ethical standards at international levels.

- **Innovation**

We continuously innovate and improve our operating systems. We are responsible in seeking innovative solutions to the challenges of the pharmaceutical market and aim to be better every single time, to progress and learn from others and ourselves how to do things more efficiently and effectively.

- **Agility**

We anticipate and address customer challenges and act proactively. We identify innovative solutions in our partnerships, create sustainable competitive advantages and continuously adapt to the demands and expectations of our clients and beneficiaries.

- **Quality**

Our goal is to achieve our objectives without any quality compromise, which is why we have implemented a quality management system aligned with the requirements of SR EN ISO: 9001-2015 and 14001:2015.

- **Transparency**

We are happy to share with all stakeholders information about our developments and the journey towards innovation. Our shareholders and investors are continuously informed through the reporting system in accordance with capital market regulations and international financial reporting standards.

## **Chapter 2. - Compliance with the Law**

Each employee has the obligation to comply with all the laws, rules and regulations applicable to company operations.

This includes, without limitation, laws on bribery and kickbacks, copyrights, trademarks and trade secrets, confidentiality of information, illegal political contributions, copyrights, anticorruption practices, granting or

receiving gratuities, environmental hazards, discrimination or harassment at the workplace, occupational health and safety, false or misleading financial information, or misuse of corporate assets.

Each employee must understand and comply with all laws, rules and regulations applicable to their job, being aware of the possible consequences of his/her actions or inactions.

All the employees of the company are trained according to the provisions of the Regulation regarding the Protection of Personal Data adopted within the Farmaceutica REMEDIA S.A., in full accordance with the provisions of the EU Regulation 2016/679, the protection of personal data being a purpose of the company within the operations carried out in the current activity.

### **Chapter 3. - General Business Principles**

Our goal is to have a profitable, attractive business for the shareholders and the investors, and to offer transparency, by observance of behavioural standards and laws in force.

#### **3.1 - Responsibility towards:**

- **Customers:** Our services aim at meeting the demands and expectations of the customers. We are concerned with constant diversification of the quality services that we provide, by being close to the customers, as well as understanding and meeting their needs with professionalism.
- **Employees:** In achieving the company goals, we rely on the work capacity and competence of our employees. We promote staff development through personal and professional training courses, and we provide appropriate information and suitable working conditions. Each employee has received individual goals in line with the team and company goals.
- **Shareholders:** We use our shareholder's money responsibly, we aim at sustainable profitability and effectiveness, above the average, and we rely on transparent information policy, as well as efficient and responsible management of the company.
- **Suppliers:** For quality and profitability of our services, we also rely on the experience and ability of our carefully selected suppliers.
- **State authorities:** We strictly comply with the applicable legislation and the quality standards in the field of pharmaceutical and personal hygiene product distribution and trade.
- **Business partners:** Our company convinces by the quality of products and services provided. All our business partners are treated with professionalism and respect. All employees are required to use honesty and transparency in the relation with the business partners.
- **Company:** We respect the human rights and promote public wellbeing through corporate responsibility activities, and we comply with the legislation in force and competition regulations.

#### **3.2 - Confidentiality**

Business secrets must remain confidential.

This also applies to other information that Farmaceutica REMEDIA S.A. and its suppliers, business partners and customers have an interest to keep secret.

Breach of confidentiality obligations can create particularly serious consequences, which can be harmful to the company, its business partners and customers.

Such information shall not be transmitted to unauthorised persons without the consent of the person authorised to remove the confidential nature of the information.

Employees of the company must strictly respect the confidentiality of information, being aware that breach of confidentiality is a serious disciplinary misconduct sanctioned as such by the company.

This obligation is still applicable after cessation of the work relation or any other contractual relations.

### **3.3 - IT Resources**

The IT resources of the company Farmaceutica REMEDIA S.A. must be used responsibly and in compliance with the legal regulations and the company procedures, including those related to specific information technology, data protection, confidential and private information of the company, as well as intellectual property rights.

The IT resources of the company Farmaceutica REMEDIA S.A. include all computer equipment owned, rented or leased, regardless of the physical location thereof, including but not limited to: personal computers, notebook computers, network servers, internet access, access to the intranet of the company Farmaceutica REMEDIA S.A. and e-mail access devices.

These also include voice mail and other voice messaging systems, faxes, telephones, digital assistants (e.g. Blackberry), instant messaging or information obtained or downloaded from the internet and/or distributed on the internet or the intranet of Farmaceutica REMEDIA S.A., respectively.

IT resources also include access to the network of Farmaceutica REMEDIA S.A. and the e-mail system on a computer that the company Farmaceutica REMEDIA S.A. does not own, rent or lease (e.g. employee home computers).

All IT resources of the company Farmaceutica REMEDIA S.A. are the property of the company Farmaceutica REMEDIA S.A., including all information created, stored or transmitted via the IT resources of the company Farmaceutica REMEDIA S.A.

The only information that is not considered company property is the information obtained during limited use for personal purposes of the IT resources of Farmaceutica REMEDIA S.A. or information that is not considered company property under the laws and regulations in force.

The IT resources of the company Farmaceutica REMEDIA S.A. shall be used in carrying out the company activity.

It is prohibited to use such resources for the following purposes:

- Harassing, discriminatory, libellous, fraudulent or threat messages, including offensive messages about race, gender, age, sexual orientation, religion, political beliefs, national origin, disability, ethnical origin, veteran status, sexual identity or any other particularity protected by law.
- Transmitting, accessing or storing any materials or communications of offensive or obscene nature.
- Unauthorised distribution of private or confidential information or trade secrets of the company Farmaceutica REMEDIA S.A.
- Causing or facilitating security breaches or communication breakdown in the network and/or inappropriate disclosure of password or giving permission to other people to use your password.
- Violation of the rights of any person or company protected by copyrights, trade secrecy, patents or any intellectual property rights or any similar laws or regulations.
- Violation of the confidentiality rights of any person protected by the laws in force.
- Requests on behalf of an organisation, company or external causes, totally unrelated to Farmaceutica REMEDIA

S.A. including, for instance, any commercial, religious or political organisation, company or cause.

### **3.4. - Policy on electronic mail**

Business records may include e-mail and even individual notes, personal calendars and agendas. The e-mail service provided by the company shall be primarily used for business purposes. All communications and the e-mail address provided to the employees is and shall remain the exclusive property of the company Farmaceutica REMEDIA S.A. and shall only be used in carrying out the duties related to the person's job within the company.

Any private correspondence is prohibited, regardless whether it is addressed to other employees of Farmaceutica REMEDIA S.A. or to persons outside the company, or received from such third parties, including any attachment accompanying the correspondence. Such message, regardless of format, is and shall remain the exclusive property of Farmaceutica REMEDIA S.A. The employee can claim no rights to the mailing address or to the content of the messages sent from or received on this address.

In this respect, the employee understands and agrees that Farmaceutica REMEDIA S.A. is entitled, by means of its qualified employees and collaborators and at any time, to supervise, censor or block messages received or sent from that address, without prior notification of the employee and without the need for consent thereof.

Employees cannot use their e-mail to obtain personal profit, for advertising, requesting funds, sending chain letters or any other messages that may harm the reputation of the company Farmaceutica REMEDIA S.A.

The e-mail service shall be used with discretion when sending confidential or proprietary information, since e-mail communications are not secure, being in fact an electronic postcard.

Internet shall be used in compliance with company policies so as not to disclose confidential information or to obtain unauthorised information. It is strictly prohibited to access and distribute pornographic or offensive materials via internet or e-mail.

### **3.5 - Social commitment**

Farmaceutica REMEDIA S.A. is constantly involved in humanitarian, social responsibility, public utility, professional training or cultural actions.

### **3.6 - Company management as good example**

Company management sets an example. The lives of the members and of the management must be a model of impeccable ethical behaviour. Impeccable ethical behaviour at the workplace mainly signifies honesty, respect and fairness in the relation with the employees, as well as the customers, suppliers, other collaborators and representatives of state institutions.

The integrity and good reputation of the company Farmaceutica REMEDIA S.A are of major importance.

## **Chapter 4. - Principles of Staff Policy**

### **4.1. Competence of employees**

In order to achieve these goals, we rely on the competence and efficiency of our employees. For this reason, we promote personal and professional development of our employees and we provide them with appropriate information and adequate working conditions.

For us, the safety, health and wellbeing of our employees are a priority.

#### **4.2. Prohibition of child labour and forced labour**

Farmaceutica REMEDIA S.A. respects the legal provisions applicable to labour relations and does not tolerate child labour or forced labour, encouraging the protection and stimulation of young employees. All employments must be voluntary and in accordance with national laws and procedures. Farmaceutica REMEDIA S.A. will respect the termination rights of its employees.

#### **4.3. Disciplinary practices**

These are done in accordance with laws and human rights, with respect for labour legislation. All disciplinary sanctions will be applied in compliance with the rules of national law, regarding employees' rights.

No person shall be subjected to harsh or inhuman treatment. This includes, in particular, sexual harassment, corporal punishment, mental and physical coercion, insults and abuse of employees. Employees must also not be threatened with such behaviour.

Disciplinary practices involving any form of corporal punishment, as well as non-physical forms of punishment that may be cruel or degrading, are absolutely prohibited.

#### **4.4. Employee remuneration**

Within Farmaceutica REMEDIA S.A. we want to grant motivating salaries and maintain a competitive work environment, and we do not accept a salary that contravenes the legal provisions, i.e. we will respect the minimum salary imposed by law in all cases. Wages will be updated in line with the EU minimum wage. Employees are fairly remunerated, taking into account their seniority in the company and their level of professional training.

The salaries awarded must provide employees with acceptable living conditions.

The remuneration structure will be communicated to employees regularly and in a clear form.

Obligations arising from the employment relationship must be recorded in writing and communicated to the employee in the form of an employment contract.

#### **4.5. Freedom of association and the right to collective negotiation**

At company level there is no representative trade union, but employees have the right to collective negotiations through employee representatives, who represent them in the negotiation process. This right is ensured without fear of harassment, influence or reprisals and employees are encouraged to express their views to ensure a pleasant working environment.

#### **4.6. Maximum working time**

The maximum legal working time cannot exceed 48 hours per week, including overtime.

By exception, working time, including overtime, may be extended beyond 48 hours per week, provided that the average working hours, calculated over a reference period of 4 calendar months, do not exceed 48 hours per week.

Overtime will be compensated by paid time off within 60 calendar days after the overtime is worked.

Employees will not work longer than the legally permitted work schedule and will take rest breaks as required by law. Legal rest days will be observed.

#### **4.7. Respect and honesty towards superiors, colleagues and employees**

The quality of the collaboration between the management, the executive and the assisting staff, the colleagues and

the employees is essential for the success of the company.

An impeccable behavioural approach of mutual relations, marked by respect and openness towards the other person and avoiding incorrect behaviour, not only ensures communication and quality of company culture, but also decisively influences the image of the company in terms of its effect outside the company.

#### **4.8. Equal work opportunities and non-discrimination**

Farmaceutica REMEDIA S.A. does not discriminate among employees or persons seeking employment, based on race, skin colour, ethnical or national origin, gender, sexual orientation, age.

This rule applies to recruitment, employment, training courses, promotion and other employment terms and conditions.

Discrimination against any employee or applicant for employment is a serious violation of the law on equal work opportunities and company policies.

It is the responsibility of all employees and management of Farmaceutica REMEDIA S.A. to maintain a work environment without discriminations.

Farmaceutica REMEDIA S.A. takes action to make sure that competent candidates have equal opportunities for employment and promotion.

#### **4.9. Conflicts of interest**

There is a conflict of interest when an employee's personal interest comes in conflict with company interest.

A situation of conflict arises when an employee takes actions or has interests that make it difficult for him/her to perform work within the company objectively and effectively.

A conflict of interest may also arise when a manager/head of department, an employee or member of his/her family receives unjustified benefits as a result of the position s/he holds in the company.

Loans, loan guarantees or other obligations of employees and family members may create conflicts of interest.

A conflict of interest may also arise when an employee of the company Farmaceutica REMEDIA S.A. works at the same time for a client, supplier or competitor, or has a financial interest related thereto.

Conflicts of interest must be notified, as soon as they arise, by the person in question, in a written statement submitted with the Board of Directors of Farmaceutica REMEDIA S.A.

#### **4.10. Bribery and corruption**

In connection with commercial activities of any kind, no company employee or delegate may offer or claim advantages, offer illegal direct or indirect benefits (e.g. offering or presenting money or other personal benefits) to business partners or various authorities, employees or delegates thereof or other third parties, or allow promises or accept such.

This provision applies in particular to services that may unjustifiably influence the behaviour or decision of the abovementioned persons.

Any gift, expression of hospitality or invitation must be within the limits accepted by law and the company.

Infringement of these provisions shall be punished according to legal regulations - termination of work relations or contract, and may lead to prosecution, payment of fines or registration of additional tax receivables and civil compensation for damages.

#### **4.11. Compliance with legal competition regulations**

Farmaceutica REMEDIA S.A. practises fair and open competition in strict compliance with the legislation in force.

Our company, its employees or delegates are not allowed to accept anti-competitive practices, such as conventions with other companies aiming at or causing hindrance, limitation or distortion of competition.

### **Chapter 5. - Whistleblowing Policy**

#### **5.1. The purpose**

The current policy sets out the principles and framework by which Farmaceutica REMEDIA S.A. receives, evaluates and investigates anonymous and non-anonymous reports of irregularities, omissions or wrongdoing that have come to the attention of its staff, customers or suppliers. Farmaceutica REMEDIA S.A. is committed to maintaining the highest level of ethics and professional conduct, having zero tolerance for illegal acts and serious offences that could affect its prestige and credibility.

The policy is a way of ensuring the integrity, prestige and reputation of Farmaceutica REMEDIA S.A. It contributes to the identification of risks and the adoption of appropriate corrective measures. By providing an environment of trust and safety for its employees, customers and suppliers, the company encourages legitimate alerts about illegal acts or serious offences of which they become aware.

#### **5.2. General principles**

The policy is a way of ensuring the integrity, prestige and reputation of Farmaceutica REMEDIA S.A. It contributes to the identification of risks and the adoption of appropriate corrective measures. By providing an environment of trust and safety for its employees, customers and suppliers, the company encourages legitimate alerts about illegal acts or serious offences of which they become aware.

A major principle of the Policy is to protect the anonymity and confidentiality of the personal data of persons submitting such reports and to protect their current position or future professional development. There is no reward promised to the person who alerts and submits the relevant reports.

The whistleblowing policy aims to enhance transparency by encouraging the disclosure of incidents that represent potential serious violations of company procedures and policies as well as incidents of fraud, corruption, coercion or other irregularities.

#### **5.3. Purpose of the alerts**



Alerts should be considered to the extent that they are legitimate and relevant to offences or misconduct that have been or may be committed. Employees, customers or suppliers of the company are encouraged to communicate concerns about wrongdoing, misconduct, mismanagement or irregularities with respect to regulations, policies and procedures, as well as the preparation and reporting of the company's financial results.

For example, concerns about:

- Gross negligence, potential fraud or corruption;
- Acts / facts that damage the purpose and reputation of the company;
- Acts/acts of conflict of interest;
- Flagrant violation of policies and procedures, which may result in financial loss;
- Acts/facts that endanger the safety of an employee;
- Sexual harassment and racial or other discrimination;
- Giving or accepting bribes;
- Acts/acts harmful to the environment.

Conflicts of a labour relations nature must be managed in accordance with the provisions of the Rules of Internal Order.

#### **5.4. Anonymity**

Anonymous alerts can be sent in writing by e-mail. In any case, acting in good faith, i.e. trusting the legitimacy of the alert, is an essential condition.

These alerts are protected against repressive or punitive actions, i.e. the alerts are communicated only to certain persons deemed necessary for the investigation of the case and who, according to their responsibilities, are entitled to act within the limits of discretion and confidentiality. In this way, persons who may be the subject of an alert are protected until the investigation of the actual incident is completed.

At the same time, even if the investigation leads to a proven violation and action is taken against persons for whom an alert has been issued, the protection of persons is ensured against unintended negative effects that exceed the measures that have been taken by the competent committees.

It is worth mentioning that the identity of the person sending the alert may be requested by a judicial or legal procedure, in the context of the subsequent investigation of the case.

Alerts may be transmitted through the communication channels made available to the company:

- telephone: +40 744 622 391;
- written notification to the Human Resources office

#### **Chapter 6 - Conduct for business partners**

The business partner shall ensure that it addresses the regulations of this Code of Conduct in a proportionate manner and applies them, including to its own contractual partners through appropriate contractual regulations.

The Business Partner shall comply with national laws and regulations and other relevant regulations applicable in the countries in which it does business, as well as with the principles included in this Code of Conduct.

Of all applicable regulations, it is always the one most relevant to achieving the purpose of protection.

The Business Partner shall also comply with all professional standards relevant to its industry.

\*  
\*       \*

The code of conduct shall not be a component of any employment agreement for any employee of Farmaceutica REMEDIA S.A., but is part of the company's vision.

This code is reviewed periodically, along with our conduct, and we evaluate our gathered experience for continuous improvement of principles and values.

Review 5  
Review date: 31.07.2024

Legal Dept.