

POLICY TO PREVENT FRAUD and CORRUPTION

Anti-fraud policies apply to all employees of Farmaceutica REMEDIA, as well as to third parties representing or acting on behalf of the company Farmaceutica REMEDIA, regardless of identity: subcontractors, agents, intermediaries, as well as business partners.

All types of unlawful deeds or treatments and frauds as defined by the Penal Code are forbidden.

- **Corruption**, i.e., misuse of power or position within the organization for personal benefit or for the benefit of a third party. An action may have a corruptive purpose when an advantage is promised or given with the intention of encouraging or rewarding a violation of appropriate behavior or when an advantage is accepted as a payment of the appropriate behavior.

- **Fraud** is an unethical and / or unlawful act intended to gain an unlawful or unfair advantage, causing damage to Farmaceutica REMEDIA or to the third parties, such as deception, misappropriation of funds, falsification of documents, breach of trust, manipulation or falsification of financial information, sales reports, inventory or other documents to conceal illegal activities or to create the appearance of better performance. Fraud is committed if individuals employed in the company or individual companies act intentionally to obtain a material advantage, mainly in the form of cash and/or property, or to achieve their unlawful interests, thus affecting Farmaceutica REMEDIA or its partners.

- **Bribery**, i.e., requesting, accepting, promising, offering or requesting acceptance of an advantage in the sense of stimulating an illegal and unethical activity or a breach of trust. Bribery can be the giving or receiving of something from a person (usually money, a gift, a loan, a reward, a favor, a commission, or a diversion) as an improper inducement or reward for obtaining a contract, a job, or any other benefit. Bribes may therefore include, but are not limited to:

- gifts and excessive or inappropriate entertainment, hospitality, or travel expenses;
- payments, made by employees or business partners, such as recruiters, service providers, labor or consultants;
- giving commissions to company executives to obtain business contracts or favorable terms
- other 'favors' offered, such as advances, payments or unwanted promises

- **Facilitation payment** is a financial payment that may constitute a bribe and is made with the intention of speeding up a routine or administrative process. Facilitation payments are considered a form of bribery and are a form of corruption that undermines fair competition and good governance

- **Conflict of interests**, i.e. engaging in activities or making decisions that favor personal interests over company interests. In a conflict of interest, a person is usually confronted with a choice between the duties and requirements of their working position and personal interests.

The employees of Farmaceutica REMEDIA shall carry out their activity according to the usage of trade in a normal and fair competitive environment, including by promoting fair and non-deceptive forms of advertising, according to legal competition provisions in force.

Any act of corruption, blackmail and embezzlement is prohibited.

It is prohibited to knowingly offer, promise or knowingly give any undue pecuniary or other advantage, directly or indirectly, to a public official to act or refrain from acting in connection with the performance of official duties, in order to obtain improper pecuniary or other

advantage, directly or indirectly, for that person to act or refrain from acting in connection with the performance of official duties, in order to obtain improper advantage. Whenever an agent or consultant is engaged to assist in a procurement procedure, ensure that he or she has agreed to with the anti-bribery guidelines referred to in this document, taking appropriate and effective measures to monitor and ensure the agent's or agent's compliance.

Farmaceutica REMEDIA applies sanctioning and disciplinary procedures for violation of anti-corruption rules either by employees, representatives or contractual partners, promotes transparency and ensures disclosure of relevant information in relation to public procurement procedures.

Farmaceutica REMEDIA assumes the obligation to identify situations that may generate conflicts of interest, to manage and minimize conflicts of interest. This commitment ensures: public trust and organizational integrity, fairness, and impartiality.

In order to effectively manage conflicts of interest, prevent fraud and corruption, Farmaceutica REMEDIA has implemented the following measures:

1. In fact, any person working on behalf of or for Farmaceutica REMEDIA shall not give or accept bribe, shall not engage in illegal activities to stimulate business partners or public authorities.
2. Whenever Farmaceutica REMEDIA works with sub-contracting companies, Farmaceutica REMEDIA shall check that they have good anti-fraud references.
3. Farmaceutica REMEDIA shall post its anti-fraud policy on the company website, as well as inside company premises.
4. Farmaceutica REMEDIA does not claim, accept or agree to receive, promise or give bribe. This interdiction applies to: all transactions with partners or external or internal government officials or any employee of any private company, when payment is made directly or through third parties, such as a sales agent, legal entity, customer, supplier. Risks are assessed and monitored on an ongoing basis through effective due diligence assessments carried out, application of appropriate rules to avoid potential negative exposure linked to a business relationship, including supply chains.
5. It is prohibited to conceal bribe for commercial or charitable purposes.
6. The HR Department of Farmaceutica REMEDIA organises periodical trainings with all company employees, who are informed that there is NO difference between bribery and facilitation of payment to suppliers, customers or business partners.
7. Actions have been taken to ensure that the agents, suppliers and subcontractors do not offer bribe on behalf of the company.
8. All employees have been warned that the term of bribe includes a benefit given or received in any form, such as (without limitation to):
 - cash;
 - favours;
 - disloyal advantages to family or friends, in terms of professional training opportunities: job relocations, trainings, temporary or permanent jobs;
 - offering services, gifts, unjustified protocol expenses;
 - facilitation payments.

9. All company employees have an obligation to inform third parties hired to work on behalf of Farmaceutica REMEDIA of the anti-fraud policy, in particular in the case of partners involved in business development and elaboration of pre-contractual proposals.

Types of practices defined as corruption offences

Taking bribes (Article 289 of the Criminal Code) is the act of an official who, either directly or indirectly for himself or for another, claims or receives money or other benefits that do not imply or accept the promise of such benefits in connection with the fulfilment, failure to perform, expedite or delay the performance of an act falling within his / her duties or in connection with the performance of an act contrary to these duties.

Bribing (Article 290 of the Criminal Code) is the promise, offering or giving of money or other benefits to an official by a person under the same conditions as the bribery offense.

Trafficking (Article 291 of the Criminal Code) consists in claiming, accepting or accepting the promise of money or other benefits, directly or indirectly, for oneself or for another, committed by a person who has influence or who gives the impression of having influence over a public functionary, and who promises that he will persuade him to perform, refrain from performing, hasten or delay the performance of an act which is part of his official duties or to perform an act contrary to those duties.

The purchase of influence (Article 292 of the Criminal Code) is the promise, offering or giving of money or other benefits for itself or for another, directly or indirectly, to a person who has an influence or gives the impression that it has an influence on a public functionary to cause him to perform, not to perform, to urge or to delay the performance of an act falling within his / her duties or to perform an act contrary to these duties.

Guidelines for acceptable behaviour when dealing with conflicts of interest.

While it is advisable to avoid conflicts of interest completely, there are situations where they may arise despite best efforts.

Certain **behaviours may be considered acceptable** to reduce potential harm:

- *Transparency*: open disclosure of any potential or actual conflict of interest, clear communication of the nature of the conflict to the relevant parties, provision of detailed information about the personal interest involved.
- *Impartiality*: making decisions based on merit and objective criteria rather than personal gain.
- *Avoidance*: where possible, recusal, removal from situations where a conflict of interest may arise. removal from decision-making processes where the conflict could influence judgment
- *Mitigation*: applying measures to minimize the impact of unavoidable conflicts, assigning the decision to an impartial party.

Unacceptable behaviours:

- *Hiding Conflict*: Deliberately concealing or minimizing the existence of a conflict.
- *Insider trading*: Using privileged information for personal gain.
- *Taking advantage*: Exploiting the conflict to improperly benefit oneself or others.
- *Ignoring potential consequences*: Failure to consider the impact of the conflict on the organization or stakeholders.

The internal auditor together with the company management

- must be prepared to use their best efforts to respond in a timely manner to messages coming from the employees of Farmaceutica REMEDIA concerning possible violations of the anti-fraud and anti-corruption policy.
- Respect the principle of zero tolerance of any form of fraud.

Managing conflicts of interest, fraud and corruption

The internal auditor will represent the interface between any employee and the Board of Administrators or Auditing Committee of Farmaceutica REMEDIA.

For this purpose, the following roles and responsibilities have been defined:

- The Audit Committee of Farmaceutica REMEDIA shall review the reports received and shall determine further actions.
- The internal auditor shall investigate each type of notification/alert, as well as the source thereof.

At the same time, a clear communication process has been set up, so as to be well established beforehand who is informed and about what, how progress or investigation results are communicated and what types of reports must be handed to the management.

The HR Department of Farmaceutica REMEDIA shall conduct anonymous surveys among the employees, as well as interviews upon leaving of employees.

The internal auditor will focus mainly on areas with higher risk potential, will analyze whether there are any fraud risks associated with Farmaceutica REMEDIA, by the case, in relation with:

- review of the third-party agreements and related payments,
- analysis of account records for high risk accounts,
- cancellation invoices and void invoices issued to high risk customers,
- payments for gifts, travels and protocol to partners and government officials,
- payments to professional service providers,
- transactions that seem unsubstantiated,
- employee expenses (such as advance payments for travel expenses left unsettled for more than 1 year),
- contributions to charity or political organisations,
- direct payments or reimbursements of expenses to natural or legal persons.

Farmaceutica REMEDIA complies with all legal regulations in force, including those related to sustainable development of the socio-economic environment and social responsibility, such as regulations on prohibition of child labour, prohibition of bribery or granting undue advantages, which are punishable by law.

Should the legislation in force on preventing, discovering and punishing acts of corruption or these measures be violated by any representative of Farmaceutica REMEDIA, the company can terminate the agency, collaboration/ service provision agreements of those involved, automatically and with immediate effect, without any further formality and no court intervention being required.

Breach of this measure by any employee of Farmaceutica REMEDIA is a serious act of misconduct and shall be punished according to the law in force.

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