

**PREVENTION PLAN FOR CORRUPTION RISKS AND
RELATED OFFENCES (PPR)**

TABLE OF CONTENTS

PREAMBLE	3
1. SCOPE OF APPLICATION	4
2. ENTRY INTO FORCE	4
3. LEXICON.....	5
4. DESCRIPTION OF THE COMPANY, ORGANISATION CHART, RESPONSIBILITIES	13
4.1. Description of the Company.....	13
4.2. Organisation Chart.....	14
4.3. Identification of responsibilities under the PPR.....	14
5. PPR OBJECTIVES	17
6. IDENTIFICATION AND CLASSIFICATION OF RISKS.....	18
6.1. Definition of the Degree of Risk.....	18
6.2. Identification and Classification of Risks	19
6.2.1. Crime of Active Corruption of Political Office Holder – Article 18 of Law No. 34/87, of 16 July	20
6.2.2. Crime of Active Corruption of Employee – Art. 374 of the Criminal Code....	21
6.2.3. Active corruption with loss in international trade – Article 7 of Law No. 20/2008	25
6.2.4. Active corruption in the private sector – Art. 9 of Law No. 20/2008	26
6.2.5. Passive corruption in the private sector – Art. 8 of Law No. 20/2008	28
6.2.6. Money Laundering – Article 368 A of the Penal Code.....	30
6.2.7. Improper receipt or offer of advantage – Art. 16 of Law No. 34/87	32

6.2.8. Influence peddling – Art. 335 of the Penal Code	34
6.2.9. Fraud in obtaining a subsidy or grant – Art. 36 of Law No.28/84	35
6.2.10. Deviation of subsidy, grant or subsidised credit – Art. 37 of Law No. 28/84	37
6.2.11. Fraud in obtaining credit – Art. 38 of Law No. 28/84	39
7. PREVENTIVE MEASURES.....	40
8. PERSON IN CHARGE OF THE EXECUTION AND CONTROL OF THE PPR.....	44
9. PPR REVIEW	44
10. AUDITS AND EVALUATION REPORTS	44
11. NON-COMPLIANCE WITH PPR.....	45
12. QUESTIONS.....	45
ANNEX - 46 CRIMINAL RISK PREVENTION MANUAL.....	46

PREAMBLE

The entry into force of the General Regime for the Prevention of Corruption (RGPC), established by Decree-Law No. 109-E/2021, of 9 December, requires all entities to adopt and implement a regulatory compliance programme that includes, at least, a plan to prevent risks of corruption and related offences (PPR), a code of conduct, a training programme and a whistleblowing channel, to prevent, detect and sanction acts of corruption and related offences, carried out against or through the entity.

A. MENARINI PORTUGAL – FARMACÊUTICA, S.A. hereby approves this document, which, in compliance with this legal obligation, establishes the general principles of action, organisation and control mechanisms aimed at preventing, detecting, deterring and investigating any suspicions of corruption and related offences, covering its entire organisation and activity, including administration, management, operational or support areas.

However, as expressly stated in the RGPC, the instruments provided for therein are mandatory compliance requirements but not a closed and exhaustive list of instruments, so companies may adopt other documents that they consider appropriate to implement their regulatory compliance programme.

Aware of its responsibilities as a company in the pharmaceutical industry, the practices of the Group's business in terms of corporate compliance and the purpose of being at the forefront of corporate responsibility, taking the necessary steps to position itself, at all times, in the highest standards of integrity and professionalism in conducting its activity, the Board of Directors of A. MENARINI PORTUGAL - FARMACÊUTICA, S.A. considers it essential to adopt a criminal risk prevention plan, the scope of which is not limited to the risks of corruption and related offences (the scope imposed by current legislation), but which includes other crimes that may be imputed to legal persons or similar entities. This broad document also exists in other companies of the Menarini Group operating in different countries.

In addition, the adoption of this document is recommended, in particular, according to paragraph 2 of Article 11 of the Criminal Code, insofar as it may constitute evidence of compliance with the duties of surveillance and control incumbent upon MENARINI and referred to in item b) of that legal provision.

This document entitled CRIMINAL RISK PREVENTION MANUAL will appear as an Annex to this PPR.

1. SCOPE OF APPLICATION

The PPR applies to the entire organisation and employees of A. MENARINI PORTUGAL – FARMACÊUTICA, S.A. and to the other companies of the Menarini Group incorporated in Portugal, namely GUIDOTTI – FARMACÊUTICA, Lda., MALESCI – FARMACÊUTICA, LDA. and LUBEFAR – PRODUTOS FARMACÊUTICOS, LDA. (together, "MENARINI"), among others, to its employees, administrators and managers, suppliers, service providers, namely those acting on its behalf, and subcontractors.

The PPR applies to all MENARINI activities, or activities carried out on its behalf, namely regarding the negotiation, execution and performance of any contracts or other transactions in which MENARINI is involved as party.

2. ENTRY INTO FORCE

This PPR enters into force on 17 May 2023 and may be reviewed and updated at any time.

The PPR will be mandatorily reviewed every 3 (three) years or whenever there is a change in the attributions or in the organic or corporate structure of MENARINI that justifies the review.

At each moment, the most recent version of the PPR approved by MENARINI's

Management and disseminated through the internal communication channels will be in force.

This version will be accessible on MENARINI's intranet as well as, where available, on its website.

3. LEXICON

In the area of corruption prevention, there is a set of terms and expressions with specific meaning, whose knowledge is relevant to those who are part of an organisation with concerns and obligations in this scope.

As such, MENARINI understands that the following expressions must be known to its employees and other persons and entities covered by this plan, depending on the degree of familiarity and mastery of the expressions of the functions and responsibilities assumed by each one within the prevention of corruption and related offences scope.

These expressions are, mainly, of a technical-legal nature and in certain circumstances and areas, depending on the legislation that regulates them, these expressions may have a different range and meaning from that presented here. For this reason, when in doubt, please seek clarification and advice from specialised company employees, namely those responsible for providing legal advice.

Money laundering: Act of conversion, transfer, aid or facilitation of any conversion operation or transfer of advantages obtained, directly or indirectly, by an agent or by a third party arising from the typical illicit facts provided for in paragraph 1 of Article 368-A of the Criminal Code, in order to conceal its illicit origin or to prevent the perpetrator or participant of these offences from being criminally persecuted or subject to criminal reaction. The definition of money laundering for preventive purposes also includes participation in such acts, association to commit them, attempting to commit them and complicity in their commission, as well as facilitating their execution or advising someone to do so.

Employee: The natural person hired by MENARINI, permanently or temporarily, under an employment contract or internship contract, including similar or equivalent situations.

Conflict of Interests: A situation in which the purposes or advantages, whether pecuniary or non-pecuniary, own or those of others, that a particular decision-maker intends to pursue or achieve by carrying out an act is likely to interfere with the fulfilment of the duties of impartiality, objectivity and compliance with the Code of Conduct to which the decision-maker is obliged in the exercise of their duties or with the interests that MENARINI must pursue.

Corruption: There are several types of corruption, the most relevant for the purposes of this PPR being the following:

- **Passive corruption (of an employee):** The unlawful act of passive corruption in the public sector is carried out by a public official who, by themselves or through an intermediary, with their consent or ratification, requests or accepts, for themselves or for a third party, a pecuniary or non-pecuniary advantage, or a promise thereof, for the performance of any act or omission contrary to the duties of the office, even if prior to such request or acceptance, or not contrary to the duties of the office, but the advantage is not due to them;

- **Active corruption (of an employee):** The illegal act of active corruption in the public sector is carried out by anyone who, by themselves or through an intermediary, with their consent or ratification, gives or promises a public official, or a third party on their recommendation or with their knowledge, a pecuniary or non-pecuniary advantage, for the performance of any act or omission contrary to the duties of the office, even if prior to that request or acceptance, or not contrary to the duties of the office, but the advantage is not due to them;

- **Passive corruption (political office holders):** The illicit act of passive corruption is carried out by the holder of a political office who, in the exercise of their duties, by themselves or through an intermediary, with their consent or ratification, requests or accepts, for themselves or for a third party, a pecuniary or non-pecuniary advantage, or a promise thereof, for the performance of any act or omission contrary or not to the duties of the office, even if prior to that request or acceptance, or not contrary to the duties of the office, but the advantage is not due to them;

- **Active corruption (political office holders):** The illicit act of active corruption

of a political office holder is carried out by anyone who, by themselves or through an intermediary, with their consent or ratification, gives or promises a public official, or a third party on their recommendation or with their knowledge, a pecuniary or non-pecuniary advantage, for the performance of any act or omission contrary to the duties of the office, even if prior to that request or acceptance, or not contrary to the duties of the office, but the advantage is not due to them;

- **Passive corruption to the detriment of international trade:** The illicit act of passive corruption to the detriment of international trade is carried out by anyone who, by themselves or through an intermediary, with their consent or ratification, requests or accepts, for themselves or for a third party, a pecuniary or non-pecuniary advantage, or the promise thereof, which is not due to them, in order to obtain or retain business, a contract or other undue advantage in international trade;

- **Active corruption to the detriment of international trade:** The illicit act of active corruption to the detriment of international trade is carried out by anyone who, by themselves or, with their consent or ratification, through an intermediary, gives or promises to give or promise to an official (national, foreign or from an international organisation) or to a political office holder (national or foreign), or to a third party with their knowledge, a pecuniary or non-pecuniary advantage, which is not due to them, in order to obtain or retain business, a contract or another undue advantage in international trade;

- **Passive corruption in the private sector:** the illicit act of passive corruption in the private sector is carried out by a private sector employee who, by themselves or, with their consent or ratification, through an intermediary, requests or accepts,

for themselves or for a third party, without being due, a pecuniary or non-pecuniary advantage, or a promise thereof, for any act or omission that constitutes a violation of their functional duties;

- **Active corruption in the private sector:** the illegal act of active corruption in the private sector is carried out by anyone who, by themselves or, with their consent or ratification, through an intermediary, gives or promises to give or promise to a private sector worker or a third party with their knowledge, a pecuniary or non-pecuniary advantage that is not due, for any act or omission that constitutes a breach of their duties.

Senior management: Managers or employees with a sufficiently high hierarchical level to make decisions that affect MENARINI's exposure to the risk of non-compliance, not necessarily being members of management bodies.

Donations: Gifts in cash or in kind, granted without consideration that constitutes an obligation of a pecuniary or other nature, to any public or private third party, namely to organisations whose activity consists predominantly of carrying out initiatives in the social, cultural, environmental, sporting or educational areas.

Family / Close family members: Spouses or unmarried partners, their relatives in the first degree, in the straight line or in the collateral line, their unmarried partners insofar as they do not benefit from the status of affinity, and also persons who, in other legal systems, have similar positions.

Terrorist financing: The act of providing, collecting or holding (directly or indirectly) funds or goods of any kind, as well as products or rights that can be transformed into funds, intended to be used or knowing that they can be used (in whole or in part) in the planning, preparation or commission of terrorist acts.

Employee: (i) The civil servant; (ii) the administrative agent; (iii) the arbitrators, jurors and experts; (iv) who, even if provisionally or temporarily, for remuneration or free of charge, voluntarily or compulsorily, has been called upon to carry out or to participate in carrying out an activity included in the administrative or jurisdictional public service, or, in the same circumstances, to carry out duties in bodies of public utility or participate in them; (v) managers, members of the supervisory bodies and workers of public,

nationalised, publicly owned or majority-owned companies and public service concessionaires; (vi) magistrates, officials, agents and the like of organisations governed by public international law, regardless of nationality and residence; (vii) national officials of other States, when the offence has been committed, in whole or in part, in Portuguese territory; (viii) all those who perform roles identical to those described in i) to iv) within the scope of any international organisation governed by public law of which Portugal is a member, when the offence has been committed, in whole or in part, in Portuguese territory; (ix) judges and officials of international courts, provided that Portugal has declared to accept the jurisdiction of these courts; (x) all those who carry out duties within the scope of extrajudicial conflict resolution procedures, regardless of nationality and residence, when the offence has been committed, in whole or in part, in Portuguese territory; (xi) jurors and arbitrators who are nationals of other States, when the offence has been committed, in whole or in part, in Portuguese territory.

Facilitation payment: Payment to a public official or private sector worker intended to encourage or expedite the practice of an act or to obtain an omission or refusal, contrary or not to the duties of the respective positions or roles, provided that the payment was not due. Therefore, the facilitation payment always presupposes the requirement of a consideration (usually pecuniary) for the practice of an act, or adoption of a conduct without such consideration being required under the applicable rules.

Designated person, entity or country: Person, entity or country subject to restrictive measures imposed by the European Union or other entities that usually apply this type of measures.

Sponsorships: Delivery in cash or in kind granted to public or private entities, in order to promote the name, brand, image, activities or products of the entity that grants it.

Politically Exposed Person (“PEP”): A natural person who performs, or has performed in the last 12 months, in any country or jurisdiction, the following public functions of a higher level: i) Heads of State, heads of Government and members of Government, namely ministers, secretaries and undersecretaries of State or equivalent; ii) Deputies or other members of parliamentary chambers; iii) Members of the Constitutional Court, the Supreme Court of Justice, the Supreme Administrative Court, the Court of Auditors, and members of supreme courts, constitutional courts, of accounts and other high-level

judicial bodies of other states and international organisations; iv) Representatives of the Republic and members of the self-government bodies of autonomous regions; v) Ombudsman, State Councillors, and members of the National Data Protection Commission, the Superior Council of the Judiciary, the Superior Council of Administrative and Tax Courts, the Attorney General's Office, the Superior Council of the Public Prosecutor's Office, the Superior Council of National Defence, the Economic and Social Council, and the Regulatory Entity for the Media; vi) Heads of diplomatic missions and consular posts; vii) General Officers of the Armed Forces and GNR on duty, as well as the Chief Superintendents of the PSP; viii) Mayors and councillors with executive functions in municipalities; ix) Members of administrative and supervisory bodies of central banks, including the European Central Bank; x) Members of administrative and supervisory bodies of public institutes, public foundations, public establishments and independent administrative entities, whatever the manner of their designation; xi) Members of administrative and supervisory bodies of entities belonging to the public business sector, including the business, regional and local sectors; xii) Members of the executive bodies of national or regional political parties; xiii) Directors, deputy directors and members of the board of directors or persons with equivalent positions in an international organisation.

Persons recognised as closely associated: i) Any natural person, known as co-owner, with a politically exposed person, of a legal entity or a centre of legal interests without legal personality; ii) Any natural person who owns share capital or voting rights of a legal entity, or the assets of a legal interest centre without legal personality, known as having as beneficial owner a politically exposed person; iii) Any natural person, known as having corporate, commercial or professional relations with a politically exposed person.

Prevarication: An unlawful act committed by a civil servant who, in the context of a procedural enquiry, judicial proceeding, administrative offence or disciplinary proceeding, knowingly and against the law, promotes or fails to promote, conducts, decides or fails to decide, or performs an act in the exercise of the powers arising from the office he or she holds; or by a political office holder who knowingly conducts or decides against the law a proceeding in which he or she intervenes in line of his or her duties, with the intention of thereby harming or benefiting someone.

Regulations Compliance Programme: set of transversal mechanisms of regulatory compliance, intended to promote and monitor compliance with the relevant regulations in all activities, businesses and geographies in which MENARINI is present.

Retaliation: reprisal, revenge or rematch.

International sanctions: Restrictive measures adopted by countries, regional governments or international organisations, in accordance with a certain international policy and, as a rule, aiming at security objectives. Sanctions may be of a commercial, economic or financial nature and may be levied on other countries, specific individuals, institutions, entities or certain goods and services.

Third party: Any person, individual or legal entity, who, not being an Employee, participates in the activities or represents MENARINI, directly or indirectly, as a service provider, supplier, or even assuming the role of MENARINI's business partner or client.

Holders of political office: a) The President of the Republic; b) The President of the Assembly of the Republic; c) The Prime Minister; d) The Deputies to the Assembly of the Republic; e) The members of the Government; f) The Representative of the Republic in the Autonomous Regions; g) Members of government bodies of the Autonomous Regions; h) Members of the European Parliament; i) Members of the executive bodies of local government; j) Members of the executive bodies of metropolitan areas and inter-municipal entities. The following are equivalent to political office holders: a) Members of the executive bodies of political parties at the national and autonomous regions levels; b) Candidates for President of the Republic; c) Members of the Council of State; d) President of the Economic and Social Council.

Holders of other political or public positions: Individuals who, not being qualified as politically exposed persons, hold or have held, in the last 12 months and in national territory, any of the following positions: a) Public managers and members of the management body of a publicly-held corporation, who exercise executive functions; b) Holders of a management body of a State-owned company, when designated by the State; c) Members of management bodies of companies that are part of the regional or local business sectors; d) Members of governing bodies of public institutes; e) Members of the board of directors of an independent administrative entity; f) Holders of positions of higher management of the 1st and 2nd degree, and equivalent, and maximum

directors of the services of municipalities and municipal services, if any; g) Members of a representative or executive body of a metropolitan area or other forms of municipal association. The following shall be treated in the same way as holders of other political offices: a) Chiefs of staff of the members of the Republic's and regional governments; b) Representatives or consultants mandated by the Republic's and regional governments in processes of concession or disposal of public assets. Includes Members of the boards of directors of Regulatory Entities, such as INFARMED.

Bribery: Convincing or attempting to convince another person, by means of a gift or promise of a pecuniary or non-pecuniary advantage, to make a false statement, testimony, expertise, etc., even if these are not committed.

Private sector worker: Person who performs functions, including management or supervision, under an individual employment contract, to provide service or in any other capacity, even if provisionally or temporarily, for remuneration or free of charge, at the service of a private sector entity.

Influence peddling: The illicit act of influence peddling is committed by anyone who, by themselves or through an intermediary, with their consent or ratification, (i) requests or accepts, for themselves or for a third party, a pecuniary or non-pecuniary advantage, or the promise thereof, in order to abuse their influence, real or supposed, with any public entity; or (ii) gives or promises a pecuniary or non-pecuniary advantage to the persons referred to in the previous paragraph in order to obtain any favourable illicit decision.

Illicit gains: Assets derived from the practice, in any form of complicity, of the typical illicit acts of pimping, sexual abuse of children or dependent minors, pornography of minors, computer and communications fraud, extortion, abuse of a guarantee or credit card, counterfeiting of currency or equivalent securities, depreciation of the value of metallic currency or equivalent securities, passing counterfeit currency in concert with the counterfeiter, or equivalent securities, passing counterfeit currency or equivalent securities, or acquiring counterfeit currency to be put into circulation or equivalent securities, computer fraud, damage to computer programs or other data, computer sabotage, unlawful access, unlawful interception or unlawful reproduction of a protected program, criminal association, terrorism, trafficking in narcotic drugs and psychotropic substances, arms trafficking, trafficking in persons, aiding illegal immigration, trafficking

in human organs or tissue, damage to nature, pollution, activities dangerous to the environment, or danger to animals or plants, tax fraud or fraud against social security, influence peddling, undue receipt of advantage, corruption, embezzlement, economic participation in a business, harmful administration in a public sector economic unit, fraud in obtaining or diverting a subsidy, grant or credit, or corruption to the detriment of international trade or in the private sector, abuse of privileged information or market manipulation, violation of the exclusivity of a patent, utility model or topography of semiconductor products, violation of exclusive rights relating to designs or models, counterfeiting, imitation and illegal use of a trade mark, sale or concealment of products or fraud involving goods, and typical illegal acts punishable by a minimum term of imprisonment of more than six months or a maximum term of imprisonment of more than five years, as well as the assets obtained from them.

4. DESCRIPTION OF THE COMPANY, ORGANISATION CHART, RESPONSIBILITIES

4.1. Description of the Company

A. MENARINI PORTUGAL – FARMACÊUTICA, S.A. is a public limited company under Portuguese law, whose activity consists essentially in the production and commercialisation of medicines for human use.

MENARINI is part of an International Group, of Italian origin, dedicated to the research, production and marketing of therapeutic and diagnostic products.

The Menarini Group is present in about 140 countries and in all of them its basic principle of action is respect for Ethics.

The performance of the Menarini Group and, consequently, MENARINI, is guided by 4 essential values:

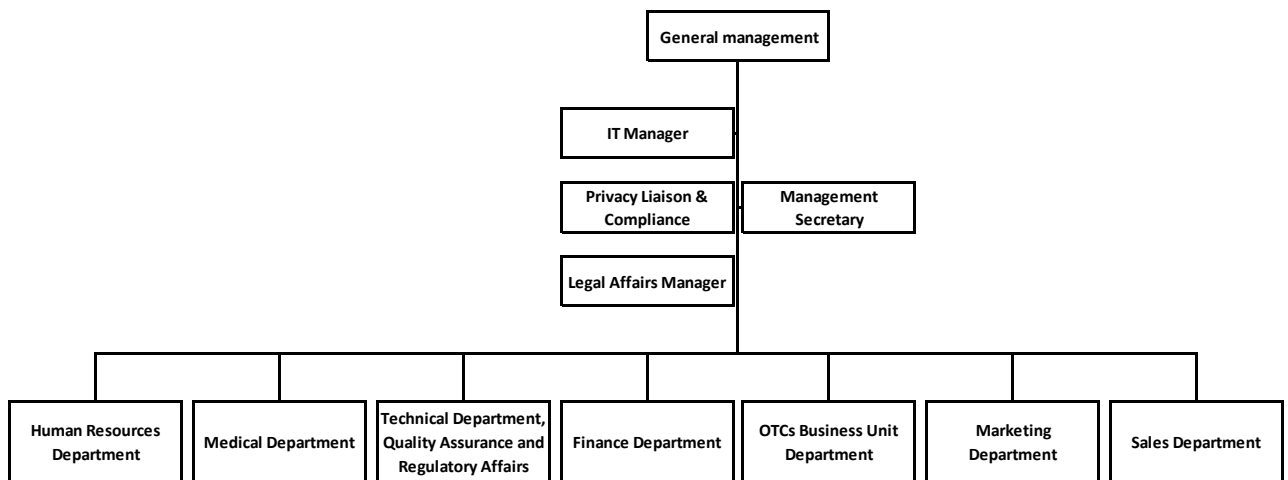
- Care of people
- Focus on the patient

- Responsibility and integrity
- Quality

These values underlie, every day, the exercise of the activity of each of MENARINI's employees and constitute a beacon that also guides their management.

In Portugal, MENARINI has around 170 employees who are functionally organised as follows:

Organisation Chart



Updated organisation chart as of 04.10.2022

4.2. Identification of responsibilities under the PPR

Within the scope of this PPR, the responsibilities of the different departments of the company are organised as follows:

General management

- Design and implementation of the PPR
- Control
- Risk assessment/monitoring

Finance Department:

- Design and implementation of the PPR

- Control
- Risk assessment/monitoring
- Reporting/whistleblowing

Human Resources:

- Risk assessment/monitoring
- Reporting/whistleblowing
- Training

Medical Department:

- Risk assessment/monitoring
- Reporting/whistleblowing

Technical Department, Quality Assurance and Regulatory Affairs:

- Risk assessment/monitoring
- Reporting/whistleblowing

OTCs Business Unit Department:

- Risk assessment/monitoring
- Reporting/whistleblowing

Marketing Department:

- Risk assessment/monitoring
- Reporting/whistleblowing

Sales Department:

- Risk assessment/monitoring
- Reporting/whistleblowing

IT:

- Risk assessment/monitoring
- Reporting/whistleblowing

Privacy Liaison & Compliance:

- Risk assessment/monitoring
- Reporting/whistleblowing
- Training
- Design and implementation of the PPR

Legal Affairs:

- Risk assessment/monitoring
- Reporting/whistleblowing
- Design and implementation of the PPR

The management of complaints received is the responsibility of the Ethics and Compliance Council in accordance with the rules established in the company for the protection of whistleblowers.

5. PPR OBJECTIVES

In addition to complying with the legal obligations of MENARINI and the corporate guidelines and rules pursuant to its implementation, this PPR responds to concrete

objectives of organisation and management of the company, which essentially consist of the following:

- Prevent or minimise the risk of corruption and related offences within the scope of MENARINI's activity;
- Detect signs or evidence of corruption or related offences perpetrated by the persons or entities covered by this PPR;
- Dissuade the practices of corruption or related offences within MENARINI or the activities in which it is involved;
- Ensure that any situation of corruption, or related infraction, ceases immediately as soon as identified;
- Ensure the punishment of those involved in corrupt practices or related offences.

To ensure compliance with these objectives, this PPR is applicable across the entire MENARINI organisation, which will also organise training on it, aimed at its employees and, where appropriate, employees of other entities covered by the PPR.

MENARINI's employees and partners must perform their professional duties based on principles of integrity and transparency, and their involvement in any situation that may constitute, or may be suspected of configuring, a situation of corruption or related infraction is strictly forbidden, as this type of behaviour can irreparably damage MENARINI's reputation and relations with its Clients, regulators and other authorities, shareholders and other stakeholders, and may imply other relevant losses and also generate criminal and civil liability.

6. IDENTIFICATION AND CLASSIFICATION OF RISKS

6.1. Definition of the Degree of Risk

The risk must be graded taking into account two variables:

- Probability of occurrence;
- The estimated impact of its effects, should it occur.

For each of these variables, the risk can be graded as follows:

- Probability of occurrence:

High – the risk arises from a current and frequent process;

Medium – the risk arises from a sporadic process;

Low – the risk arises from exceptional situations.

- Impact

High – significant financial or reputational consequences may result from the identified situation;

Medium - the situation identified may result in financial consequences or may affect the normal functioning of the company;

Low – the consequences resulting from the identified situation will not have financial impacts, nor are they likely to affect the company's reputation or operation.

By combining these two variables in a single risk matrix, the following results are possible to achieve:

RISK LEVEL	PROBABILITY		
	HIGH	MEDIUM	LOW

IMPACT	HIGH	Very High	High	Moderate
	MEDIUM	High	Moderate	Low
	LOW	Moderate	Low	Very Low

6.2. Identification and classification of Risks

This process of identifying and classifying risks is carried out with the collaboration of each department. This identification, as well as the corresponding risk classification, will be reviewed at least every three years, taking into account the roles and risks that the department presents, and whenever changes in its organisation, composition, structure or working methods justify it.

In the process of identifying and classifying risks, departments shall, for any risk factor (which will be associated with a type of crime), identify it clearly, concisely and accurately, identifying the mitigation measures deemed necessary, including any controls and actions that are appropriate for the prevention or mitigation of the risks of corruption and related offences.

The assessment will take into account two types of risk:

- Inherent risk – the risk intrinsic to the activity itself, before considering any mitigation measure and resulting from the combination of the probability of committing the crime and its impact
- Residual risk – the risk that remains after the application of the mitigation measures in force

6.2.1. Crime of Active Corruption of Political Office Holder – Article 18 of Law No. 34/87, of 16 July

Crime of Active Corruption of Political Office Holder
--

Criminal conduct	<ul style="list-style-type: none"> ✓ Giving or promising, directly or indirectly, with their consent or ratification, to a holder of political office, or to a third party on their recommendation or with their knowledge, a pecuniary or non-pecuniary advantage for the performance by the holder of the office of any act or omission contrary to the duties of the office, even if prior to that request or acceptance. 		
Departments involved	<ul style="list-style-type: none"> ✓ General Management ✓ Legal Affairs ✓ Financial Department 		
Operational controls	<ul style="list-style-type: none"> ✓ Code of Conduct ✓ Internal regulations that develop and implement the Code of Conduct ✓ Actions to raise awareness of the consequences of corruption and related offences ✓ Existence of a whistleblowing channel that ensures the confidentiality of the whistleblower's identity ✓ Participation of different decision levels ✓ Certain decisions are made collegially ✓ Existence of internal and independent audits ✓ Segregation of duties with different levels of intervention ✓ Cross-checking information 		
Probability of practice	LOW	Risk coverage	Sufficient coverage
Impact	HIGH	Residual risk	VERY LOW

<p>Possible improvement measures</p>	<p>✓ The existing measures seem adequate to prevent the practice of this type of crime and, if it occurs, to detect its practice. Hence, the residual risk is considered VERY LOW, even if the inherent risk was quantified as MODERATE, due to the combination of a low probability of practice with a high impact.</p>
<p>Principles of action</p>	<p>The Company does not admit the practice of corruption. This principle is clear and admits of no exception of any kind.</p> <p>All employees of the Company, regardless of their hierarchical level, are expected to know and apply this principle.</p>

6.2.2. Crime of Active Corruption of Employee – Art. 374 of the Criminal Code

Crime of Active Corruption of Employee	
Criminal conduct	<ul style="list-style-type: none"> ✓ Anyone who, by themselves or through an intermediary, with their consent or ratification, gives or promises an official, or a third party on their recommendation or with their knowledge, a pecuniary or non-pecuniary advantage for the performance of any act or omission contrary to the duties of office, even if prior to that request or acceptance. ✓ It is also criminal conduct to act under the terms set forth above, but for carrying out an act or omission that is not contrary to the duties of the position and the advantage granted is not due to the employee. ✓ The attempt also constitutes a crime.
Departments involved	<ul style="list-style-type: none"> ✓ General Management ✓ Legal Affairs ✓ Finance Department ✓ Human Resources Department ✓ Technical Department, Quality Assurance and Regulatory Affairs ✓ Medical Department ✓ Sales Department
Operational controls	<ul style="list-style-type: none"> ✓ Code of Conduct ✓ Internal regulations that develop and implement the Code of Conduct ✓ Actions to raise awareness of the consequences of corruption and related offences ✓ Existence of a whistleblowing channel that ensures the confidentiality of the whistleblower's identity ✓ Participation of different decision levels ✓ Certain decisions are made collegially ✓ Existence of internal, independent and Menarini Group level audits ✓ Segregation of duties with different levels of intervention

	<ul style="list-style-type: none"> ✓ Cross-checking information ✓ Existence of rules for the granting of support, sponsorship and other benefits ✓ Legal obligation to report benefits granted to health professionals and health organisations ✓ Discussion, whenever possible, of the processes, to ensure greater uniformity of analysis ✓ Multiple review of contracts, opinions and other instruments ✓ Existence of procedures for requests to create and change IBANs ✓ Existence of segregation of duties in the process of acquisition of goods and services (Requestor-Buyer- Accounting-Treasury) ✓ Inspections by the regulator of the medicine sector ✓ Existence of approval procedure for benefits granted ✓ Existence of support procedure for health professionals ✓ Existence of procedures for hiring and approving speakers ✓ Internal reporting obligations ✓ Segregation of duties between different departments regarding authorisation to hold events and invitations to attend them ✓ Existence of legal and internal rules regarding permitted promotion activities ✓ Initial and ongoing training on the legislation, regulations and internal regulations applicable to the marketing, distribution and promotion of medicines 		
Probability of practice	MEDIUM	Risk coverage	Sufficient coverage
Impact	HIGH	Residual risk	MODERATE

<p>Possible improvement measures</p>	<ul style="list-style-type: none"> ✓ The existing measures seem adequate to prevent the practice of this type of crime and, if it occurs, to detect its practice. ✓ Although these measures appear to be adequate, the possibility cannot be ruled out that, when faced with a specific case, especially one of small size or significance, some of the company's employees may try to engage in behaviour that could be mistaken for this type of crime. Hence, the probability of committing this type of crime is considered MEDIUM, which implies that its inherent risk is HIGH. ✓ As a way of signalling the importance that the Company assigns to the condemnation of this type of practices, it was decided to consider the residual risk as MODERATE, as a way of signalling the need for permanent surveillance to combat this type of practices, even if the risk coverage is satisfactory.
<p>Principles of action</p>	<p>The Company does not admit the practice of corruption. This principle is clear and admits of no exception of any kind.</p> <p>All employees of the Company, regardless of their hierarchical level, are expected to know and apply this principle.</p>

6.2.3. Active corruption with loss in international trade – Art. 7 of Law No. 20/2008

Crime of Active Corruption with Loss in International Trade			
Criminal conduct	<ul style="list-style-type: none"> ✓ Whoever, by themselves or with their consent or ratification, through an intermediary, gives or promises to a national, foreign or international organisation official, or to a national or foreign political office-holder, or to a third party with their knowledge, a pecuniary or non-pecuniary advantage which is not due to them, in order to obtain or retain business, a contract or other undue advantage in international trade. 		
Departments involved	<ul style="list-style-type: none"> ✓ General Management ✓ Legal Affairs ✓ Finance Department 		
Operational controls	<ul style="list-style-type: none"> ✓ Code of Conduct ✓ Internal regulations that develop and implement the Code of Conduct ✓ Actions to raise awareness of the consequences of corruption and related offences ✓ Existence of a whistleblowing channel that ensures the confidentiality of the whistleblower's identity ✓ Participation of different decision levels ✓ Certain decisions are made collegially ✓ Existence of internal and independent audits ✓ Segregation of duties with different levels of intervention ✓ Cross-checking information 		
Probability of practice	LOW	Risk coverage	Sufficient coverage

Impact	HIGH	Residual risk	VERY LOW
Possible improvement measures	<ul style="list-style-type: none"> ✓ The existing measures seem adequate to prevent the practice of this type of crime and, if it occurs, to detect its practice. Hence, the residual risk is considered VERY LOW, even if the inherent risk was quantified as MODERATE, due to the combination of a low probability of practice with a high impact. 		
Principles of action	<p>The Company has an intervention in limited international trade activities, which also exceptionally reduces the possibility of its involvement in this type of criminal activity.</p> <p>The Company does not admit the practice of corruption. This principle is clear and admits of no exception of any kind.</p> <p>All employees of the Company, regardless of their hierarchical level, are expected to know and apply this principle.</p>		

6.2.4. Active corruption in the private sector – Art. 9 of Law No. 20/2008

Crime of Active Corruption in the Private Sector	
Criminal conduct	<ul style="list-style-type: none"> ✓ Anyone who, by themselves or with their consent or ratification, through an intermediary, gives or promises a private sector worker, or a third party with their knowledge, a pecuniary or non-pecuniary advantage that is not due to them, for the performance of any act or omission that constitutes a breach of their functional duties. ✓ If this conduct is intended to obtain or is likely to cause a distortion of competition or an asset loss to third parties, the agent is punished with an aggravated penalty. ✓ Any incurrance shall be punishable.

Departments involved	<ul style="list-style-type: none"> ✓ General Management ✓ Finance Department ✓ Legal Affairs ✓ Marketing Department ✓ Sales Department 		
Operational controls	<ul style="list-style-type: none"> ✓ Code of Conduct ✓ Internal regulations that develop and implement the Code of Conduct ✓ Actions to raise awareness of the consequences of corruption and related offences ✓ Existence of a whistleblowing channel that ensures the confidentiality of the whistleblower's identity ✓ Participation of different decision levels ✓ Certain decisions are made collegially ✓ Existence of internal and independent audits ✓ Segregation of duties with different levels of intervention ✓ Cross-checking information ✓ Existence of procedures for requests to create and change IBANs ✓ Existence of payment procedures to suppliers 		
Probability of practice	LOW	Risk coverage	Sufficient coverage
Impact	HIGH	Residual risk	MODERATE
Possible improvement measures	<ul style="list-style-type: none"> ✓ The existing measures seem adequate to prevent the practice of this type of crime and, if it occurs, to detect its practice. ✓ As a way of signalling the importance that the Company assigns to the condemnation of this type of practices, it was decided to consider the residual risk as MODERATE, as a way of signalling the need for permanent surveillance to combat this type of practices, not least because awareness of the criminalisation of corruption in the private sector is not as widespread as awareness of its criminalisation in the public sector. 		

Principles of action	<p>The Company does not admit the practice of corruption. This principle is clear and does not admit any kind of exception.</p> <p>It is expected that all employees of the Company, regardless of their hierarchical level, know and apply this principle.</p>
-----------------------------	---

6.2.5. Passive corruption in the private sector – Art. 8 of Law No. 20/2008

Passive Corruption Crime in the Private Sector	
Criminal conduct	<ul style="list-style-type: none"> ✓ A private sector worker who, by themselves or, with their consent or ratification, through an intermediary, requests or accepts, for themselves or for a third party, without being due, a pecuniary or non-pecuniary advantage, or the promise thereof, for any act or omission that constitutes a breach of their functional duties, shall be punished. ✓ If the act, or omission, indicated above is suitable to cause a distortion of competition or an asset loss to third parties, is punished with an aggravated penalty.
Departments involved	<ul style="list-style-type: none"> ✓ General Management ✓ Finance Department ✓ Legal Affairs ✓ Human Resources Department ✓ IT ✓ Medical Department ✓ Technical Department, Quality Assurance and Regulatory Affairs ✓ Marketing Department ✓ Sales Department

Operational controls	<ul style="list-style-type: none"> ✓ Code of Conduct ✓ Internal regulations that develop and implement the Code of Conduct ✓ Actions to raise awareness of the consequences of corruption and related offences ✓ Existence of a whistleblowing channel that ensures the confidentiality of the whistleblower's identity ✓ Participation of different decision levels ✓ Certain decisions are made collegially ✓ Existence of internal, independent and Menarini Group level audits ✓ Segregation of duties with different levels of intervention ✓ Cross-checking information ✓ Discussion, whenever possible, of the processes, to ensure greater uniformity of analysis ✓ Multiple review of contracts, opinions and other instruments ✓ Existence of segregation of duties in the process of acquisition of goods and services (Requestor-Buyer- Accounting-Treasury) ✓ Existence of approval procedure for benefits granted ✓ Existence of procedures for hiring and approving speakers ✓ Internal reporting obligations ✓ Segregation of duties between different departments regarding authorisation to hold events and invitations to attend them ✓ Rigorous and objective elaboration of recruitment criteria and reinforcement of the rationale for hiring decisions ✓ Intervention of several employees in the recruitment process
-----------------------------	--

Probability of practice	LOW	Risk coverage	Sufficient coverage
Impact	HIGH	Residual risk	MODERATE

<p>Possible improvement measures</p>	<ul style="list-style-type: none"> ✓ The existing measures seem adequate to prevent the practice of this type of crime and, if it occurs, to detect its practice. ✓ As a way of signalling the importance the Company assigns to condemning this type of practice, it was decided to consider the residual risk as MODERATE, in order to point out the need for permanent surveillance and the fight against this type of practice, not least because awareness of the criminalisation of corruption in the private sector is not as widespread as awareness of its criminalisation in the public sector.
<p>Principles of action</p>	<p>The Company does not admit the practice of corruption. This principle is clear and admits of no exception of any kind.</p> <p>All employees of the Company, regardless of their hierarchical level, are expected to know and apply this principle.</p>

6.2.6. Money Laundering – Art. 368 A of the Criminal Code

<p>Money laundering</p>	
<p>Criminal conduct</p>	<ul style="list-style-type: none"> ✓ Converting, transferring, assisting or facilitating any operation of conversion or transfer of advantages obtained by oneself or by a third party, directly or indirectly, with the aim of concealing their illicit origin, or of preventing the perpetrator or participant in such offences from being criminally prosecuted or subjected to a criminal reaction. ✓ Conceal or disguise the true nature, origin, location, disposition, movement or ownership of the advantages, or the rights related thereto.

	<ul style="list-style-type: none"> ✓ Not being the author of the typical illicit act from which the advantages originate, acquiring, holding or using them, with knowledge, at the time of acquisition or at the initial moment of holding or use, of this capacity.
Departments involved	<ul style="list-style-type: none"> ✓ General Management ✓ Finance Department ✓ Legal Affairs
Operational controls	<ul style="list-style-type: none"> ✓ Code of Conduct ✓ Internal regulations that develop and implement the Code of Conduct ✓ Actions to raise awareness of the consequences of corruption and related offences ✓ Existence of a whistleblowing channel that ensures the confidentiality of the whistleblower's identity ✓ Participation of different decision levels ✓ Certain decisions are made collegially ✓ Existence of internal, independent and Menarini Group level audits ✓ Segregation of duties with different levels of intervention ✓ Cross-checking information ✓ Multiple review of contracts, opinions and other instruments ✓ Existence of segregation of duties in the process of acquisition of goods and services (Requestor-Buyer- Accounting-Treasury) ✓ Existence of procedures for requests to create and change IBANs ✓ Existence of procedures for control and registration of operations ✓ Existence of audit and reconciliation procedures

Probability of practice	LOW	Risk coverage	Sufficient coverage
Impact	HIGH	Residual risk	VERY LOW
Possible improvement measures	<ul style="list-style-type: none"> ✓ The existing measures seem adequate to prevent the practice of this type of crime and, if it occurs, to detect its practice. ✓ Although the inherent risk can be considered MODERATE, the measures in force in the company allows to classify the residual risk as VERY LOW, so it does not seem necessary to suggest improvement measures. 		
Principles of action	<p>The Company does not admit cash receipts in amounts greater than those legally admitted.</p> <p>All employees of the Company, regardless of their hierarchical level, are expected to know and apply this principle.</p> <p>The Company does not admit to criminal practices of any kind, including money laundering. This principle is clear and admits of no exception of any kind.</p>		

6.2.7. Improper receipt or offer of advantage – Art. 16 of Law No. 34/87

Improper receipt or offer of advantage	
Criminal conduct	<p>Anyone who, by themselves or through an intermediary, with their consent or ratification, gives or promises to a political office holder, or to a third party on their recommendation or knowledge, a pecuniary or non-pecuniary advantage that is not due to them, in the exercise of their functions or because of them.</p> <ul style="list-style-type: none"> ✓ Excluded from the previous paragraphs are behaviours that are socially appropriate and conform to custom.

Departments involved	<ul style="list-style-type: none"> ✓ General Management ✓ Legal Affairs ✓ Finance Department 		
Operational controls	<ul style="list-style-type: none"> ✓ Code of Conduct ✓ Internal regulations that develop and implement the Code of Conduct ✓ Actions to raise awareness of the consequences of corruption and related offences ✓ Existence of a whistleblowing channel that ensures the confidentiality of the whistleblower's identity ✓ Participation of different decision levels ✓ Certain decisions are made collegially ✓ Existence of internal and independent audits ✓ Segregation of duties with different levels of intervention ✓ Cross-checking information ✓ Existence of rules on gifts and hospitality 		
Probability of practice	LOW	Risk coverage	Sufficient coverage
Impact	HIGH	Residual risk	LOW
Possible improvement measures	<ul style="list-style-type: none"> ✓ The existing measures seem adequate to prevent the practice of this type of crime and, if it occurs, to detect its practice. ✓ The inherent risk can be considered LOW, such as the residual risk. 		
Principles of action	All employees of the Company must know how to apply the procedures related to offers by and on behalf of the Company.		

6.2.8. Influence peddling – Art. 335 of the Criminal Code

Influence peddling	
Criminal conduct	<ul style="list-style-type: none"> ✓ Anyone who, by themselves or through an intermediary, with their consent or ratification, gives or promises a pecuniary or non-pecuniary advantage to anyone who can abuse their influence, real or supposed, with any national or foreign public entity.
Departments involved	<ul style="list-style-type: none"> ✓ General Management ✓ Finance Department ✓ Legal Affairs ✓ Technical Department, Quality Assurance and Regulatory Affairs ✓ Sales Department
Operational controls	<ul style="list-style-type: none"> ✓ Code of Conduct ✓ Internal regulations that develop and implement the Code of Conduct ✓ Actions to raise awareness of the consequences of corruption and related offences ✓ Existence of a whistleblowing channel that ensures the confidentiality of the whistleblower's identity ✓ Participation of different decision levels ✓ Certain decisions are made collegially ✓ Existence of internal and independent audits ✓ Segregation of duties with different levels of intervention ✓ Cross-checking information ✓ Existence of rules on gifts and hospitality ✓ Inspections by the regulator of the medicine sector ✓ Internal reporting obligations

Probability of practice	LOW	Risk coverage	Sufficient coverage
Impact	HIGH	Residual risk	VERY LOW
Possible improvement measures	<ul style="list-style-type: none"> ✓ The existing measures seem adequate to prevent the practice of this type of crime and, if it occurs, to detect its practice. ✓ The inherent risk can be considered MODERATE. Depending on the existing control measures, it is understood to classify the residual risk as VERY LOW, considering that the possibility that this type of practice occurs is practically non-existent. 		
Principles of action	<p>The Company does not allow this type of practice. This principle is clear and admits of no exception of any kind.</p> <p>All employees of the Company, regardless of their hierarchical level, are expected to know and apply this principle.</p>		

6.2.9. Fraud in obtaining a subsidy or grant – Art. 36 of Law No.28/84

Fraud in obtaining a subsidy or grant	
Criminal conduct	<ul style="list-style-type: none"> ✓ Whoever obtains a subsidy or grant: <ul style="list-style-type: none"> a) Providing the competent authorities or entities with inaccurate or incomplete information about themselves or third parties and concerning facts relevant to the granting of the subsidy or grant; b) Omitting, contrary to the provisions of the legal regime of the grant or subsidy, information on facts important to its concession; c) Using a document justifying entitlement to the subsidy or grant or important facts for the granting, obtained through inaccurate or incomplete information.

Departments involved	<ul style="list-style-type: none"> ✓ General Management ✓ Finance Department 		
Operational controls	<ul style="list-style-type: none"> ✓ Code of Conduct ✓ Internal regulations that develop and implement the Code of Conduct ✓ Actions to raise awareness of the consequences of corruption and related offences ✓ Existence of a whistleblowing channel that ensures the confidentiality of the whistleblower's identity ✓ Participation of different decision levels ✓ Certain decisions are made collegially ✓ Existence of internal and independent audits ✓ Segregation of duties with different levels of intervention ✓ Cross-checking information ✓ Existence of procedures for control and registration of operations ✓ Multiple review of contracts, opinions and other instruments, so that there is greater control in the documentation that is approved and signed 		
Probability of practice	LOW	Risk coverage	Sufficient coverage
Impact	HIGH	Residual risk	VERY LOW
Possible improvement measures	<ul style="list-style-type: none"> ✓ The existing measures seem adequate to prevent the practice of this type of crime and, if it occurs, to detect its practice. ✓ The inherent risk can be considered MODERATE. Depending on the existing control measures, it is understood that the classification of the residual risk should be VERY LOW, considering that the possibility of this type of practice occurring is practically non-existent. 		

Principles of action	<p>The Company does not allow this type of practice. This principle is clear and does not admit any kind of exception.</p> <p>It is expected that all employees of the Company, regardless of their hierarchical level, know and apply this principle.</p>
-----------------------------	--

6.2.10. Deviation of subsidy, grant or subsidised credit – Art. 37 of Law No. 28/84

Deviation of subsidy, grant or subsidised credit	
Criminal conduct	<ul style="list-style-type: none"> ✓ Use benefits obtained as a grant or subsidy for purposes other than those for which they are legally intended. ✓ Using a subsidised credit instalment for a purpose other than that provided for in the credit line determined by the legally competent authority.
Departments involved	<ul style="list-style-type: none"> ✓ General Management ✓ Finance Department
Operational controls	<ul style="list-style-type: none"> ✓ Code of Conduct ✓ Internal regulations that develop and implement the Code of Conduct ✓ Actions to raise awareness of the consequences of corruption and related offences ✓ Existence of a whistleblowing channel that ensures the confidentiality of the whistleblower's identity ✓ Participation of different decision levels ✓ Certain decisions are made collegially ✓ Existence of internal and independent audits ✓ Segregation of duties with different levels of intervention ✓ Cross-checking information

	<ul style="list-style-type: none"> ✓ Existence of procedures for control and registration of operations ✓ Multiple review of contracts, opinions and other instruments, so that there is greater control in the documentation that is approved and signed 		
Probability of practice	LOW	Risk coverage	Sufficient coverage
Impact	HIGH	Residual risk	VERY LOW
Possible improvement measures	<ul style="list-style-type: none"> ✓ The existing measures seem adequate to prevent the practice of this type of crime and, if it occurs, to detect its practice. ✓ The inherent risk can be considered MODERATE. Depending on the existing control measures, it is understood to classify the residual risk as VERY LOW, considering that the possibility that this type of practice occurs is practically non-existent. 		
Principles of action	<p>The Company does not allow this type of practice. This principle is clear and admits of no exception of any kind.</p> <p>All employees of the Company, regardless of their hierarchical level, are expected to know and apply this principle.</p>		

6.2.11. Fraud in obtaining credit – Art. 38 of Law No. 28/84

Fraud in obtaining credit	
Criminal conduct	<ul style="list-style-type: none"> ✓ Submit a proposal to grant, maintain or modify the conditions of a credit intended for an establishment or company: <ul style="list-style-type: none"> a) Providing inaccurate or incomplete written information intended to accredit you or important to the decision on the application; b) Using inaccurate or incomplete documents related to the economic situation, namely balance sheets, profit and loss accounts, general descriptions of assets or expertise; c) Hiding the deteriorations of the economic situation in the meantime verified in relation to the situation described at the time of the credit application and which are important for the decision on the request.
Departments involved	<ul style="list-style-type: none"> ✓ General Management ✓ Finance Department
Operational controls	<ul style="list-style-type: none"> ✓ Code of Conduct ✓ Internal regulations that develop and implement the Code of Conduct ✓ Actions to raise awareness of the consequences of corruption and related offences ✓ Existence of a whistleblowing channel that ensures the confidentiality of the whistleblower's identity ✓ Participation of different decision levels ✓ Certain decisions are made collegially ✓ Existence of internal and independent audits ✓ Segregation of duties with different levels of intervention ✓ Cross-checking information ✓ Existence of procedures for control and registration of operations ✓ Multiple review of contracts, opinions and other instruments, so that there is greater control in the documentation that is approved and signed

Probability of practice	LOW	Risk coverage	Sufficient coverage
Impact	HIGH	Residual risk	VERY LOW
Possible improvement measures	<ul style="list-style-type: none"> ✓ The existing measures seem adequate to prevent the practice of this type of crime and, if it occurs, to detect its practice. ✓ The inherent risk can be considered MODERATE. Depending on the existing control measures, it is understood to classify the residual risk as VERY LOW, considering that the possibility that this type of practice occurs is practically non-existent. 		
Principles of action	<p>The Company does not allow this type of practice. This principle is clear and admits of no exception of any kind.</p> <p>All employees of the Company, regardless of their hierarchical level, are expected to know and apply this principle.</p>		

7. PREVENTIVE MEASURES

The company has identified a set of preventive measures, already in place, aimed at reducing the risk of the practice and the possible consequences of corruption crimes, or related practices, of its employees within the scope of their respective professional activities.

Some of these measures are transversal to the whole company and others are more specifically related to certain departments or sectors of activity.

Without prejudice to these measures, as a whole, having already been weighted in the analysis carried out in the previous point of this plan, even so, for a better identification and with a systematisation purpose, they are listed in this point.

Crosscutting measures:

- Code of Conduct and other internal regulations that develop and implement it in force
- Training provided to all employees
- Actions to raise awareness of the consequences of corruption and related offences
- Rules for the granting of support, sponsorship and other benefits in force
- Legal obligation to report benefits granted to health professionals and health organisations
- Computer system for access control and logs in operation
- Whistle blowing channel that ensures the confidentiality of the whistleblower's identity in operation
- Joint discussion, whenever possible, of the processes, in order to ensure greater uniformity of the analysis

GENERAL MANAGEMENT:

- Participation of different decision levels
- Certain decisions are made collegially
- Internal and independent audits in operation

LEGAL:

- Multiple review of contracts, opinions and other instruments, so that there is greater control in the documentation that is approved and signed
- Information management procedure with the legal department in force
- Internal audits in operation

FINANCE DEPARTMENT

- Internal audits in operation
- Segregation of duties with different levels of intervention

- Procedures for control and registration of operations in force
- Cross-checking information
- Procedures for requests to create and change IBANs in force

PROCUREMENT AND LOGISTICS

- Purchasing procedure in force
- Payment procedures to suppliers in force
- Use of an integrated computer system to aggregate information from the requisition and purchase order, payment authorisation, invoice payment
- Segregation of duties in the process of acquisition of goods and services in operation (Requestor – Buyer – Accounting – Treasury)
- Supplier qualification and approval procedure in force

ACCOUNTS DEPARTMENT

- Use of computerised accounting system
- Audit and reconciliation procedures in force
- Segregation of duties in the process of acquisition of goods and services in operation (Requestor – Buyer – Accounting – Treasury)
- Information security policy and traceability of access to equipment in force
- Procedures for requests to create and change IBANs in force

HUMAN RESOURCES DEPARTMENT

- Rigorous and objective elaboration of recruitment criteria and reinforcement of the rationale for hiring decisions
- Intervention of different employees in the recruitment process
- Segregation of duties in the processing and payment of remuneration
- Performance evaluation procedures in force

TECHNICAL DEPARTMENT AND REGULATORY AFFAIRS

- Scrupulous compliance with current legal obligations
- Group level audits
- Inspections by the regulator of the medicine sector

MEDICAL DEPARTMENT

- Approval procedure for benefits granted in force
- Procedure for sponsoring health professionals in force
- Internal audits in operation
- Training on data protection and procedures related to data security

PHARMACOVIGILANCE DEPARTMENT

- Strict compliance with pharmacovigilance regulations
- Internal audits in operation
- Security information management procedure in force

MARKETING DEPARTMENT

- Procurement approval procedures with segregation of duties between departments in force
- Procedures for hiring and approving speakers in force

SALES DEPARTMENT

- Internal reporting obligations
- Segregation of duties between different departments regarding authorisation to hold events and invitations to attend them

- Internal procedures and demanding legal standards regarding permitted promotion activities in force
- Scrupulous compliance with the rules on the promotion and marketing of medicinal products
- Initial and ongoing training on the legislation, regulations and internal regulations applicable to the marketing, distribution and promotion of medicines

8. PERSON IN CHARGE OF THE PPR EXECUTION AND CONTROL

Responsibility for the PPT execution and control will lie with whoever is designated as the Regulations Compliance Officer at any given time.

9. PPR REVIEW

The review of the PPR is the responsibility of Menarini's Ethics and Compliance Board.

10. EVALUATION AUDITS AND REPORTS

In October of each calendar year, an audit and an **interim evaluation report** will be prepared that will cover the identified risk situations, with special emphasis on high or very high-risk situations.

In April of each calendar year, an audit and an **annual evaluation report** will be prepared, which will include, in particular, the quantification of the degree of implementation of the preventive and corrective measures identified, as well as the forecast of their full implementation.

Both said audits and respective reports are the responsibility of the Ethics and Compliance Council.

11. NON-COMPLIANCE WITH THE PPR

Without prejudice to applicable legal sanctions, non-compliance with the PPR is subject to disciplinary proceedings.

MENARINI's possible liability for administrative offences does not exclude the individual liability of the natural persons who are actually responsible for the non-compliance.

In addition to other legally or contractually foreseen consequences, non-compliance with the PPR by third parties with whom MENARINI has a relationship (suppliers, service providers, clients, beneficiaries of sponsorships and donations, business partners or others) may result in the suspension or termination of the existing contractual or other relationship.

12. QUESTIONS

If you have any questions about this document or any aspect of the prevention of corruption or related offences, you should contact the person designated as Regulations Compliance Officer at any given time

Regulations Compliance Officer

ANNEX

CRIMINAL RISK PREVENTION MANUAL