

**Code of business
conduct of
counterparty of PrJSC
“Pharmaceutical firm
“Darnitsa”**



WHAT THIS CODE IS



Darnitsa strives to establish partnership relations primarily inside the Company. All Darnitsa employees strive to achieve the best results and understand that the success of the business depends on everyone's contribution at their workplace.

Darnitsa supports such principles of cooperation as fair competition, commitment to fair commercial practices, respect for laws and rules of conduct, commitment to the highest standards. Darnitsa expects the same conduct from every person it cooperates with, and especially from our Counterparties.

This Code of Business Conduct of Counterparty of Darnitsa (hereinafter – the Code) is publicly available on the Company's website. The Code set forth the minimum standards that Counterparties of Darnitsa are expected to meet. However, Darnitsa does not restrict Counterparties from meeting higher standards than those set forth in this Code.

The Code is a publicly available document that can be found on the official website of Darnitsa at <https://www.darnitsa.ua/>.

Whom this Code applies to

Darnitsa expects that the Counterparty will also ensure that its management, employees, contractors, intermediaries, agents, suppliers, healthcare professionals and other persons engaged, either directly or indirectly, in the performance of its obligations to Darnitsa comply with this Code.

The provisions of the Code apply to all Counterparties of Darnitsa, as well as to any third parties engaged by the Counterparty to act on behalf and/or for the benefit of Darnitsa.

Whom this Code applies to?

The provisions of the Code apply to all Counterparties of Darnitsa



The leadership of PrJSC “Pharmaceutical Firm “Darnitsa” (hereinafter – Darnitsa or the Company) is due not only to a wide range of products, modern equipment and innovative technologies in accordance with GMP standards, but also due to the professional work of our team #it’s_Darnitsa.

By establishing business relations with Darnitsa, the Counterparty confirms that it has read this Code, accepts its provisions and acknowledges that all existing and future transactions and business relations with Darnitsa will comply with the provisions of this Code.

Amendments to the Code

The Code may be amended to take into account the provisions of applicable law, and supplemented, in particular, by certain regulations, at any time without notice to the Counterparty.

If any part of the Code is contrary to the applicable law as a result of changes in the applicable law, only those sections of the Code that comply with applicable laws and regulations shall apply.

Decision making ethics

The Code sets forth the basic principles of conduct and decision-making, but it is impossible to foresee every situation that may arise.

If you are not sure what you should do, ask yourself the following questions:

- ✓ Is it legal?
- ✓ Is it honest and fair?
- ✓ Does it meet Darnitsa's interests?
- ✓ Does it comply with Darnitsa's rules?
- ✓ Do I have the authority to do that?
- ✓ Will I feel comfortable if information about my actions becomes known?

If the answer to at least one of the questions is “No”, you should not do what you were going to do.



If you have any questions about the subjects listed in the Code, or doubt whether the situation is regulated by the Code or whether it is a violation of the Code, you should report this situation through the communication channels listed in the Code.



Darnitsa's mission: Empowering healthcare professionals and patients to improve quality of life with science, innovation and availability. Darnitsa's mission is available at <https://www.darnitsa.ua/company>

Assistance in fulfilling Darnitsa's mission Resolution of conflict of interest and other business practices

At Darnitsa, we attract the best specialists and scientists, the latest pharmaceutical technologies, and progressive discoveries every day. Adhering to the highest GMP standards, we are concerned about the availability of our products and their unconditional quality in 16 countries. 90 years of trust among patients and the medical and research community inspire us to new pharmaceutical developments, and we, in turn, inspire everyone to take care of health at the highest level together with Darnitsa.

Darnitsa expects that the actions of its Counterparties will be focused on assisting Darnitsa in fulfilling its mission. At Darnitsa, personal interests, such as personal relations with a customer, healthcare professional, supplier, competitor, business partner or other employee Darnitsa **#must_not** have an actual impact on our employees' ability to make fair and objective decisions when working in Darnitsa.

Counterparties should avoid any conflicts of interest that could adversely affect their business relations with the Company and, in cases where this is impossible, inform the Company of actual or potential conflicts of interest that may be relevant to the Company.

Counterparties can report conflicts of interest by sending information to the Single Hotline in accordance with Section 5 of the Code and/or by informing the Company's contact persons authorized to interact with specific Counterparty under an agreement, through the channels, in the forms and within the deadlines provided for in the agreement.

Darnitsa hopes that Counterparties would understand when Darnitsa employees do not have the right to accept a gift,

and guarantees that return of the gift will not affect further cooperation and will not influence managerial decisions on the selection of and interaction with the Counterparty.

Contractual relations and check of Counterparties

Any transactions concluded between Darnitsa and its Counterparties shall be executed in accordance with the law and Darnitsa's internal procedures. Darnitsa hopes that all Counterparties are interested in full, timely and high-quality performance of terms and conditions of agreement/contract/supplementary agreement/order.

Darnitsa expects the following from its Counterparties: preservation of the validity of offer after approval of the Counterparty as the winner of the procurement procedure; timely execution of agreement/contract/supplementary agreement/order.

Darnitsa sets requirements for the trustworthiness of persons who are both potential and existing Counterparties of Darnitsa. Counterparties shall be checked before an agreement is concluded. Darnitsa expects its Counterparties to assist in passing the check and, if necessary, providing reliable information at Darnitsa's request at any stage of cooperation.

Fair commercial practices

Darnitsa adheres to the principles of business ethics, and those principles are one of the main links in its corporate culture. The Company has Darnitsa Code of Business

Gifts and business hospitality, including invitations to events, **#can** be provided and accepted at Darnitsa if they meet the following criteria: they have a lawful business purpose and comply with business customs, are not aimed at providing illegal benefits and preferences; irregular and unreasonable in terms of value; are not extravagant (luxurious)

Contractors **#must_not** offer gifts, business hospitality, directly or indirectly, to employees or representatives of the Company in order to influence them, or in the process of negotiations, procurement procedures, conclusion of an agreement, business decision-making

RESPONSIBLE BUSINESS





Darnitsa protects its intellectual property and respects the intellectual property of other market players. The Company does not use any intellectual property of third parties without their permission, and expects its Counterparties to respect copyrights and comply with intellectual property laws and regulations.

Conduct and Ethics, publicly available on Darnitsa's website, which sets out the basic principles, rules of interaction with colleagues, customers, partners, healthcare professionals and external audiences. Darnitsa expects that Counterparties' actions will not contradict the Code of Business Conduct and Ethics.

According to Darnitsa's requirements, interaction with its employees shall be carried out only within the scope of their official duties and only for Darnitsa's benefit. Darnitsa has zero tolerance to any undue influence on its employees in order to force them to act for the benefit of any Counterparty and to the detriment of Darnitsa's interests or for any other purpose, by offering employees monetary (or other material) compensation, threats or other illegal actions. Darnitsa expects to receive information from its Counterparties about possible dangers, risks or possible lost benefits of the Company.

Protection of assets of Darnitsa and third parties

Counterparties that have been granted access to Darnitsa's confidential information in the course of business relations shall not share this information with any persons unless they have obtained respective permission from Darnitsa.

If the Counterparty believes to have obtained access to Darnitsa's confidential information accidentally, the Counterparty shall immediately notify Darnitsa employee who is the contact person under the relevant agreement between Darnitsa and the Counterparty, and refrain from further sharing such information.

If the Counterparty becomes aware of any illegal use of

Darnitsa's intellectual property, the Counterparty shall immediately notify Darnitsa employee who is the contact person under the relevant agreement between Darnitsa and the Counterparty. Darnitsa expects the Counterparty to treat information about Darnitsa's intellectual property that has not yet been granted legal protection as confidential information and to refrain from using this information if such use could harm or be undesirable for the purpose of protection and safeguarding of Darnitsa's interests.

Pharmacovigilance and responsibility for product quality

We continuously improve our production processes and upgrade our technological capacities with the use of advanced innovative technologies, ensuring compliance with all regulatory requirements in Ukraine and international standards.

We strictly regulate all production processes by standard operating procedures (SOP), which describe in detail all the tasks and mechanisms of product safety control in accordance with the established legal requirements. This provides effective controls ensuring that any problem related to quality standards is quickly identified and eliminated.

The Company is constantly improving by making constant investments in the quality management system and improvement of production technologies:

- ✓ introduces modern GMP requirements and all necessary regulatory standards;
- ✓ develops the intellectual potential of its employees and introduces a knowledge management system;

We continuously improve our production processes and upgrade our technological capacities with the use of advanced innovative technologies

People's health and lives are our top priority



What mean Pharmacovigilance?

- ✓ introduces modern innovative technologies;
- ✓ automates and robotises production processes and control systems;
- ✓ maintains constant dialogue and cooperation with scientists, pharmacists and doctors, i.e. all those who take care of physical and spiritual health of the nation.

People's health and lives are our top priority. Therefore, we produce high-quality medicines. However, there are no completely safe medicinal products. Each medicinal product, regardless of its origin or structure of the constituent substances, can have adverse reactions. Some of them are identified at the stage of preclinical and clinical trials. This process continues when the medicinal product is registered and marketed. This process is continuous. The pharmacovigilance system in our Company is aimed at monitoring the safety of medicinal products and their efficacy throughout the product life cycle. According to the World Health Organization (WHO), pharmacovigilance is a scientific activity aimed at identifying, collecting, evaluating, studying and preventing adverse reactions and other problems related to safety and efficacy of medicinal products. Pharmacovigilance is the control of the safety of medicinal products.



COMPLIANCE



Compliance

Darnitsa's counterparties shall operate in accordance with the laws of the countries of their operation.

Prohibition of any forms of corruption and bribery

Darnitsa does not tolerate any form of bribery or corruption. Corruption means action of individual or legal entity related to offering money, any financial benefits, advantages or values in the form of giving and/or receiving bribes or commercial bribes, mediation in bribery or commercial bribery, abuse of office or other forms recognized as corrupt practices, in order to influence actions/omission of the recipient and induce improper performance of official duties and/or obtain improper commercial or other advantage or benefit and/or receive remuneration for improper performance of such duties. Darnitsa expects its Counterparties to operate, including in cooperation with state organizations, state officials and healthcare professionals, in strict compliance with anti-corruption laws and requirements of business ethics.

Counteraction to laundering proceeds from crime

The Company performs its obligations related to counteraction to legalization (laundering) of proceeds from crime and terrorist financing in the manner

Darnitsa does not tolerate any form of bribery or corruption

At Darnitsa, any documents **#must_not** be forged, true nature of any transactions must not be distorted



Darnitsa strictly adheres to applicable international trade laws and regulations, including in the area of export control and trade restrictions.

prescribed by applicable law, and expects the same from its Counterparties.

Compliance with anti-trust law

Darnitsa hopes that its Counterparties will adhere to the principles of fair competition in all areas of their cooperation. Darnitsa expects its Counterparties to prevent any anti-competitive actions (cartels, other anti-competitive agreements, prohibited "vertical" agreements, concerted actions on the market, acts of unfair competition) aimed at restricting competition and infringing Darnitsa's interests. Any agreements with Counterparties aimed at restricting or eliminating competition are prohibited by Darnitsa.

Trade restrictions

Darnitsa expects its Counterparty to support a culture that does not allow violation of international trade rules

in business relations with Darnitsa, including by acting on its behalf or for its benefit, by providing the necessary warranties and representations.

Transparent accounting and provision of reliable information

At Darnitsa, any documents **#must_not** be forged, true nature of any transactions must not be distorted. Darnitsa strives to ensure that the books, accounts, accounting records and financial statements are kept with a proper level of details, properly reflect Darnitsa's transactions in accordance with applicable law and internal control system, and expects the same from its Counterparties. Business information provided by the Counterparty, including that provided in accordance with the requirements of procurement documents and contracts, shall always be accurate, timely, complete, and clear.



Darnitsa does not tolerate the use of illegal child labour, forced labour, debt dependence, human trafficking and all forms of exploitation. Darnitsa does not cooperate with any Counterparties known to use unacceptable methods of treating employees.

Sustainable development

Darnitsa expects that its Counterparties aim to maximize their contribution to sustainable development in the course of their operation. Darnitsa approves integration of principles of sustainable development and corporate social responsibility into operation of its Counterparties, subject to interests of key stakeholders. Corporate social responsibility (CSR) of Counterparties provides for transparent and ethical conduct that contributes to sustainable development, complies with the applicable law and meets international standards of conduct. Darnitsa approves Counterparties' measures for effective management in the area of sustainable development and CSR, including self-assessment on CSR matters, preparation of non-financial reports in accordance with international GRI standards.

Environmental protection

Darnitsa approves careful treatment of the environment by its Counterparties and expects its Counterparties to comply with applicable environmental laws and regulations. Counterparties should introduce initiatives to promote environmental responsibility and promote technologies

contributing to environmental protection and use of rational methods of the product life cycle implementation.

Human rights

Darnitsa adheres to, and strives to cooperate with Counterparties adhering to the following standards:

- ✓ conscientious payment of taxes and all insurance payments;
- ✓ provision of equal opportunities for employees at all levels, regardless of colour, race, sex, gender identity, age, ethnicity, national origin, sexual orientation, marital status, religion, disability or other characteristics not related to business qualities;
- ✓ salary that can meet at least the basic needs of employees;
- ✓ provision of employees with opportunities for professional development;
- ✓ observance of the statutory working hours;
- ✓ development, implementation and maintenance of labour protection policy, analysis and control of risks related to labour protection and caused by operation of the organization.

Darnitsa expects that its Counterparties aim to maximize their contribution to sustainable development in the course of their operation

Darnitsa approves careful treatment of the environment by its Counterparties

RESPONSIBLE LEADERSHIP FOR SUSTAINABLE DEVELOPMENT



VIOLATION REPORTING



Counterparties may submit violation reports

Darnitsa ensures an independent and comprehensive consideration of all reports regarding violations of requirements of this Code



Darnitsa prohibits any form of persecution (retaliation) against counterparties who have honestly reported violations, facilitated investigations, or refused to engage in activities contrary to the principles or requirements of this Code.

Darnitsa hopes that its Counterparties will report their suspicions regarding violations of ethics or physical safety of employees, standards of this Code, applicable law, financial, accounting, audit regulations, and any suspicions regarding corruption or fraud at Darnitsa, as well as other situations of significant interest.

Counterparties may submit violation reports by e-mail to Hotline address:

✓ compliance.officer@darnitsa.ua

Darnitsa ensures an independent and comprehensive consideration of all reports regarding violations of requirements of this Code.



Where you can report your suspicions regarding violations of ethics or physical safety of employees, standards of this Code, applicable law, financial, accounting, audit regulations, and any suspicions regarding corruption or fraud at Darnitsa, as well as other situations of significant interest.