

Code of Ethics



Message from the President

We are committed to develop our operations in line with our ethical and professional integrity principles across all countries in which we operate.

Our Code of Ethics is a compilation of policies and rules of conduct applicable to relations between INNOTHERA and its employees, and between INNOTHERA and its external partners.

Applying these policies and complying with these rules work towards a stronger trust and mutual assistance culture, which is in the heart of INNOTHERA's ways of working.

All employees of INNOTHERA must read and comply with this Code of Ethics.

I am confident that everyone's commitment to the policies and rules of this Code of Ethics will drive the future success and sustainable development at INNOTHERA.

Arnaud Gobet

President of INNOTHERA Group

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Introduction

Goals of the Code of Ethics

This Code of Ethics outlines INNOTHERA's policy on business ethics and personal conduct of its employees. The Code describes the integrity culture at INNOTHERA based on the rules of conduct and examples for every employee to act in good faith and follow the principles of ethics as part of our operations and functions.

Since every situation is unique, this Code cannot provide accurate and exhausting answers with regard to all ethics-related situations and potential issues – the Code is a hands-on guide on conduct based on key moral and legal principles to drive the decisions and actions of employees at INNOTHERA.

Scope of the Code of Ethics

The Code of Ethics is an integral part of the Employee Handbook. It is applicable to every employee of INNOTHERA Group across all countries in which we operate. Every employee must comply with this Code of Ethics and behave to the highest standards of ethics in performing his or her duties.

We at INNOTHERA also expect that our subcontractors, partners, and any other counterparties will operate in compliance with the principles and standards outlined in the Code of Ethics.

In this Code, "INNOTHERA Group" or "INNOTHERA" refers to all entities of INNOTHERA Group.





Role of employees

Ethical behaviour and compliance is mandatory for everyone! Each employee must read the Code of Ethics and commit to comply with its provisions.

Since complying with business ethics is a common obligation, every employee must follow the principles of respect, integrity, and transparency in the performance of his or her duties.

Non-ethical conduct can lead to serious adverse implications. In case of doubt or any questions, every employee can report these issues to his or her supervisor, Head of Legal, Head of HR, or to the Compliance Officer.

An employee who is in breach of the Code of Ethics will be personally liable and, depending on the severity of his or her actions and the applicable laws, will be subject to disciplinary action, including warnings, suspension, downgrading, or even dismissal.



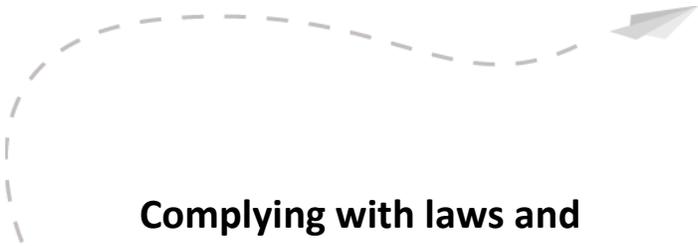
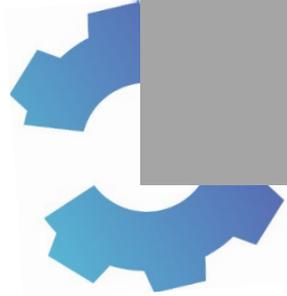
Role of managers

Every manager must ensure correct and efficient application of the rules detailed in the Code of Ethics. Therefore, managers need to be attentive to questions from their associates at all times and make sure that every employee in their teams complies with this Code.

In particular, every manager should provide a role model in his or her behaviour while complying with the rules of this Code to instil and encourage the integrity culture in conducting business across all organisational levels at INNOTHERA.



Our INTEGRITY PRINCIPLES



Respecting values

Our deeply humanistic values are central to INNOTHERA Group's identity. Their universal nature helped us address many challenges both in France and internationally.

In keeping with these values, *"we work over the long term with patience, determination and common sense to the continuous improvement of the treatment of common illnesses around the world"* (A. GOBET)

INNOTHERA's employees must observe the moral values in their everyday lives, which are also their own values (these values are described in the Annex to this Code).



Complying with laws and regulations

Strict compliance with legal requirements regarding corruption, competition, or conflicts of interest are paramount and fundamental to maintaining INNOTHERA's reputation and ensuring its sustainable operations. The same is true for meeting the requirements on fundamental human rights and freedoms, protection of personal data, and environmental protection.

INNOTHERA Group operates across all countries of the world and, accordingly, is committed to fully comply with the laws and regulations applicable in all of its operating countries and with respect to all types of operations it conducts.

Therefore, each employee must acquire and build up sufficient knowledge of legal requirements applicable to his or her duties, and where necessary consult the Head of Legal of INNOTHERA.

Obligations to ensure ethical conduct and transparency

INNOTHERA is committed to develop the principles of conduct based on the standards of ethics and transparency within the integrity culture. Integrity must be central to all decision-making and operations across INNOTHERA. Integrity drives the Group's authority and business standing, which are fundamental for our operations.

In this respect, INNOTHERA commits to maintain honest and unbiased relationships with all its employees and external partners, on the one hand, and honour its contractual obligations in its operations to maintain its reputation of a reliable partner, on the other hand.







People AND THE ENVIRONMENT

Confidentiality and protection of personal data

Privacy is a fundamental human right of everyone. It is ensured, among other things, by protecting personal data.

“Personal data” means information that directly or indirectly identifies an individual (for example, name, birth date, user account, photo, etc.).

As part of its operations, INNOTHERA agrees to process personal data of its employees and third parties in compliance with applicable laws including the General Data Protection Regulation (GDPR).

Access to personal data of current, former, or potential employees, including biographical data, salary, pensions, and benefits, is only provided to authorised persons listed in a respective register.

Additionally, INNOTHERA has an obligation to protect confidentiality of information provided by its suppliers, customers, and other counterparties exercising a level of care that it would apply to its own information.

We apply the principles of transparency, legality, and proportionality when collecting, processing, and storing personal data. We take all necessary measures to ensure safety and confidentiality of personal data collected.

All employees of the Group are issued an information notice and an explanatory brochure on processing personal data.



WHAT WE SHOULD DO

Keep confidential personal data of our colleagues and third parties whose data we collect.

Allow persons whose personal data has been collected to exercise their rights to correct, object or delete their data.



WHAT WE SHOULD NOT DO

Collect more personal data than is strictly necessary for a specific purpose.

Disclose personal data to third parties without permission by the data subject.



SAMPLE CASE

A friend, who is not an employee of the Group, asks me to give him the e-mail address of my colleague for business purposes. Can I give him the address?

No, you cannot do this without permission by your colleague. Any disclosure of personal data, including an e-mail address, must be preliminarily agreed with the person it is related to.



Care about people

As a global player in the healthcare industry, INNOTHERA prioritises human rights and human dignity in line with the Universal Declaration of Human Rights of 10 December 1948, in particular the freedom of association and the right to collective bargaining, prohibition of child labour and any form of forced labour or slave trade.

In its operations, slavery and forced labour INNOTHERA promotes the principles of equal opportunities, diversity, and integration of its employees. Diverse origins and cultures of INNOTHERA’s employees are our strengths and wealth that we need to retain.

We at INNOTHERA strictly prohibit any form of discrimination, including related to age, gender, ethnic origin, religion, membership in trade unions or political views, while having zero tolerance of any form of sexual or moral harassment. INNOTHERA has two officers responsible for dealing with all issues or reports related to sexual harassment and sexist actions.

INNOTHERA is committed to provide all its employees with a healthy working environment where people of different origins and backgrounds will be able to share their experiences, collaborate, fulfil themselves, and thrive.



WHAT WE SHOULD DO

Behave with respect and friendly towards our colleagues, other employees, and business partners.

Promote equal opportunities for every existing or potential employee.



WHAT WE SHOULD NOT DO

Tolerate any forms of harassment and hush up any similar cases.

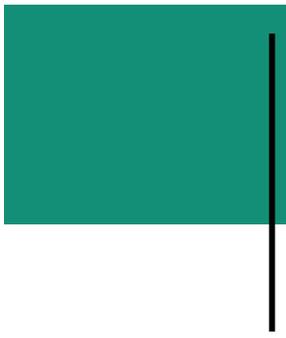
Make discriminatory remarks about age, gender, ethnic origin, religion, etc.



SAMPLE CASE

One of my colleagues has a habit to tell gender jokes that downgrade women in a professional environment, which I feel unhappy about. What should I do?

We want every employee to work in a positive and respectful working environment. In case of a frightening or insulting situation, we advise you to report this situation to your colleague or via one of the communications channels listed in the Whistleblowing section below.



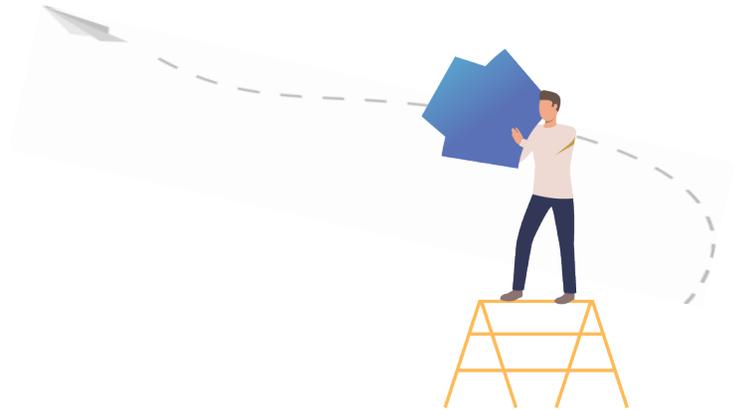
Employee Health and Safety

INNOTHERA's activities evidence the Group's willingness to ensure working conditions that promote professional development for all its employees. Health, improved working experience, and a balance between personal and professional lives, – all these objectives are central to INNOTHERA's focus.

INNOTHERA undertakes to apply all necessary measures to prevent any risks of damage to physical or mental health and safety of its employees in performance of their duties, as well as to assess and manage physical risks related to the activities and duties of its personnel.

We firmly believe that a safe, adapted, and comfortable working environment is beneficial to everyone and increases efficiency and performance across INNOTHERA Group.

In this respect, we call on all employees of INNOTHERA to inform about potential areas for improvement or report irregularities that may be dangerous to health or safety of employees.



WHAT WE SHOULD DO

Make sure that our activities are not dangerous either to ourselves, or to our colleagues.

Report any working conditions that are dangerous or entail risks for health or safety of employees.



WHAT WE SHOULD NOT DO

Perform a task that represents a potential risk without proper training.

Ignore the safety rules applicable at the organisation.



SAMPLE CASE

I often drive to business meetings as part of my job. My business meeting has been delayed and it would be difficult to reach the place of the next meeting without exceeding admissible speed limits. What should I do?

You should drive in accordance with the traffic rules. Our decisions must also prioritise safety. For our employees, punctuality can never be an excuse for running danger.

Protection of the environment

Protection of the environment is a key goal of the 21st century, which is central to INNOTHERA's industrial operations.

Protection of the environment, biodiversity, and ecosystems, waste and toxic substance management and depletion of natural resources, – all these issues raise concerns among all employees of INNOTHERA.



In this connection, INNOTHERA is committed to apply the highest standards of conduct in its production operations while also regularly appraising efficiency in these areas and drafting road maps to continuously improve its performance.

To benefit INNOTHERA's business standing, every employee should act in the public interests of conserving the environment.



WHAT WE SHOULD DO

Warn and immediately report any, even minor, incidents to the director of the respective industrial facility, as well as report any events that can be dangerous for human health or for the environment.

Comply with the highest standards of conduct in our production operations.



WHAT WE SHOULD NOT DO

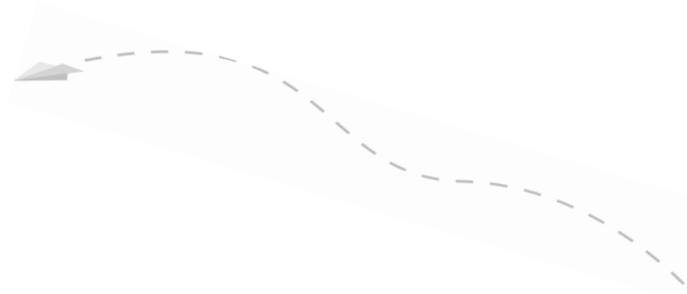
Run risks in performing our functions, for example, hush up an incident because we believe that the risk for the environment to be too insignificant or even non-existent.



SAMPLE CASE

A resident of a village located near one of our industrial facilities complains about nauseating odours blaming our plant for it. How should I react?

In this situation, you should report this complaint to the director of the plant, who will run a check that he deems necessary and will contact the villager to inform him of all follow-up measures taken after his complaint.



Supporting

INNOTHERA sometimes provides support to various communities, including through charitable campaigns. As a rule, such support is allowed when it serves the public interests and promotes civil initiatives determined by INNOTHERA.

Similar campaigns need a special authorisation and should be properly accounted for in line with applicable laws and regulations.



WHAT WE SHOULD DO

Ask your supervisor to provide donations for charitable purposes.



WHAT WE SHOULD NOT DO

Commit on behalf of INNOTHERA beforehand and inform your interlocutor that you will be able to engage in his or her charitable activities without consulting your supervisor beforehand.



SAMPLE CASE

During a visit to one country in which I represent INNOTHERA, one of the healthcare specialists told me about his work in a non-governmental organisation (NGO). He suggests that INNOTHERA should contribute to the work of this NGO by financing one of its projects. Can I give him an in-principle consent?

In this situation, you should explain to your interlocutor that you can only deliver his request to your supervisor, who will attentively examine it and will give him a response within a reasonable time.





Protecting ASSETS AND CORPORATE IMAGE OF THE GROUP

Protecting the Group's Assets and Confidentiality

INNOTHERA Group's assets are designed to be used by employees to collectively achieve economic goals set for different units of the Group.

Assets include not only movable property, real estate, or intangible assets, identified and determined by law. They also include property rights to trademarks, copyright, titles, patents, and know-hows developed by the Group's employees. Additionally, the Group's assets and know-hows include data about customers or suppliers, market knowledge, commercial policies, and in general any information available to employees in performance of their duties.

Any misuse of these assets will adversely affect our operational and financial performance. We must keep them strictly confidential.



WHAT WE SHOULD DO

Apply the IT charter of INNOTHERA's users and guarantee the confidentiality and safety of our data.

Avoid using or appropriating the Group's assets for personal gain.

Generally, avoid any personal use of the Group's resources, which can negatively affect our professional activities.



WHAT WE SHOULD NOT DO

Appropriate information, files, and other elements for personal gain.

Discuss and work in public places covered by our operations and endanger the safety of our information.

Risk disclosing our know-hows and fail to comply with our confidentiality commitments.

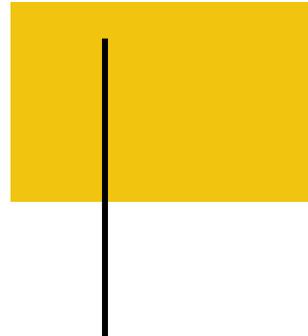


SAMPLE CASE

Some friends, who are interested in new products of INNOTHERA Group, ask me about the planned releases of our new compression products in the new season as they highly value the quality of our products. Can I share available information with them?

No, disclosing information that is not yet in public domain is inadmissible, even if disclosed to trusted people, and can damage the interests of our Group.





Maintaining the Group's image

INNOTHERA Group has been serving the cause of maintaining people's health for more than 100 years, and our image is one of our most valuable assets. As such, INNOTHERA is committed to maintain its good standing and position in the healthcare industry.

As media are increasingly becoming an integral part of our operations, every employee needs to specifically focus on proper and responsible use of information technologies and social networks.

Any communications, statements, or online publications must be made in a private capacity while understanding that they can damage the image of INNOTHERA as a company or its employees. As a result, every employee must use a responsible and weighted approach to any communication,

Finally, only duly authorised employees have the right to make statements on behalf of INNOTHERA about the company's operations and products.



WHAT WE SHOULD DO

Remember that any content published online can have implications for the company's image and reputation.

Report undesirable, inappropriate, or inaccurate information found on the internet or in social media to the Compliance and Pharmaceutical Regulation departments.



WHAT WE SHOULD NOT DO

Publicly denigrate INNOTHERA or its products even after leaving the company.

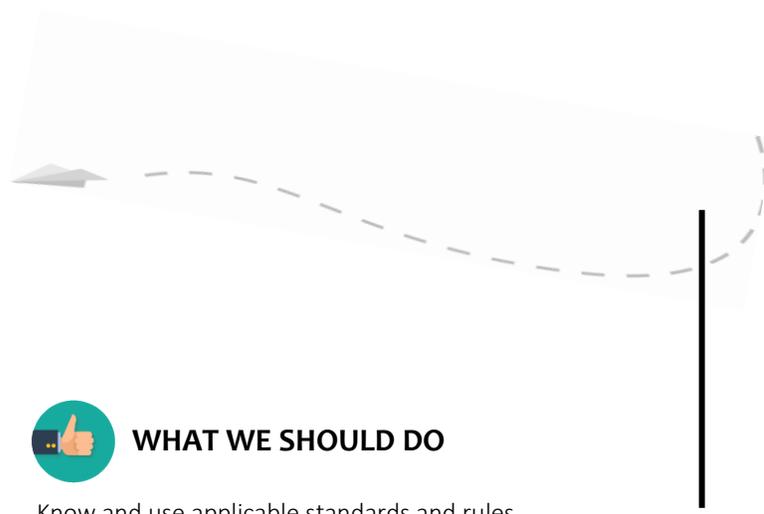
Publish materials on INNOTHERA's products in social media without authorisation.



SAMPLE CASE

One of my girlfriends uses a product of INNOTHERA Group and is quite satisfied with it. She has published a very positive post on Twitter praising the quality of the product. Proud of my work at INNOTHERA Group, I want to share her post. Can I do it?

No, because a similar publication can constitute advertising. Communications related to our products are strictly regulated and may require preliminary authorisation from healthcare authorities. You should consult beforehand with the Compliance and Pharmaceutical Regulation departments whether a similar publication is an unlawful advertisement or not.



Commitments towards our patients

INNOTHERA sees health, well-being and satisfaction of patients who use our products as its priority.

We commit to meet all applicable international and national laws, regulations, and standards at each stage of development, production, distribution, or marketing.

The quality, safety, and efficiency of our products are fundamental. We apply every effort to make the data about our products accurate, unbiased, and fact-based, and we disclose them on a fully transparent basis.



WHAT WE SHOULD DO

Know and use applicable standards and rules.

Continuously assess the safety of our products.

Ensure the safety and protect the rights of persons participating in our clinical trials.

Provide patients with product instructions containing reliable clearly legible information that helps use the product correctly.



WHAT WE SHOULD NOT DO

Use inaccurate data.

Underreport any information on adverse impact of any of our products to the pharmaceutical supervision authorities that can be known to us.



SAMPLE CASE

A friend tells me about a side effect after using one of INNOTHERA's products. Since this effect is already mentioned in the product instruction there is no need to report this information to my company. Am I right?

No. You should immediately report any unknown or known side effects related to the use of one of our products to the pharmaceutical supervision authorities. This information is extremely important for continuous assessment of the product's safety.

I am a production line operator, and I see that the temperature in the feedstock storage premises is above the admissible level. What should I do?

If there is a temperature limit, it means that it has been set for a purpose. Accordingly, you should immediately warn your supervisor, who will take the necessary measures together with the quality assurance service to address this issue.



Engagements with healthcare professionals

INNOTHERA develops and maintains confidential and close relations with healthcare professionals. We are committed to act ethically and professionally in our engagements with them at all times while respecting the interests of everyone. Honesty and integrity lie in the heart of these engagements.



WHAT WE SHOULD DO

Be attentive and listen to our customers and healthcare professionals, take into account their comments, and answer their questions.

Provide and update high quality information.

Comply with legal obligations regarding the transparency of engagements with healthcare professionals.



WHAT WE SHOULD NOT DO

Conceal information that can be harmful to our products or our business relations.

Provide false or misleading information.

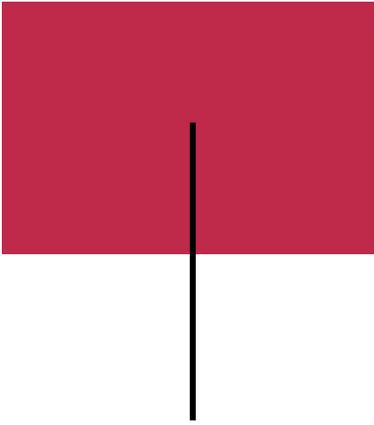
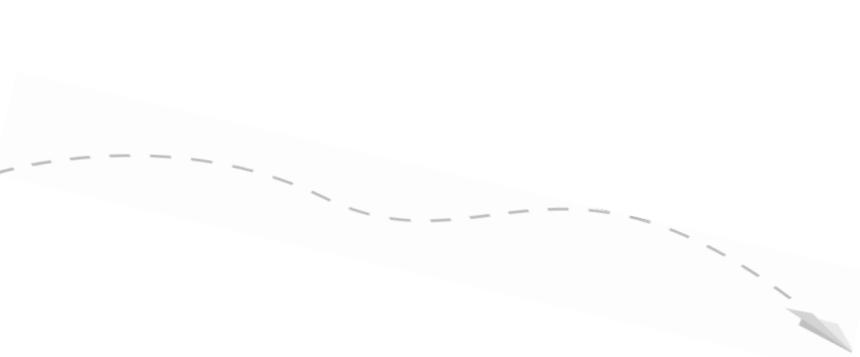
Leave questions unanswered.



SAMPLE CASE

I have come to a hospital to present a new medical device to an employee of the hospital, who is extremely critical about the quality of our products, stressing that he had to return several products due to their non-compliance. What should I do?

I have calmed him down by explaining that we analyse all cases of non-compliance with quality requirements and take corrective measures. Additionally, I report this case to the quality manager, who will run an investigation, contact this healthcare professional, and will provide him with a detailed answer.



Engagements with the company's business

INNOTHERA's engagements with business partners are driven by equality, efficiency, trust, and transparency.

We focus on selecting suppliers, subcontractors, and distributors who share our ethics based on objective criteria and transparent procedures. INNOTHERA expects that its business partners will comply with the laws in force in their respective countries and will have zero tolerance to any form of corruption. We include a special provision to this effect in contracts signed with our business partners.

We should conduct our engagements with business partners in a transparent way, refusing any gifts (except for presents that have a symbolic value or form part of a cultural tradition or custom), invitations, or any benefits given with an aim of a reciprocal service.

Moreover, INNOTHERA prohibits and waives any activities that are of fictitious nature or purport to provide illegal services. The reality and efficiency of services should always be verified based on a duly drafted and documented report.



WHAT WE SHOULD DO

Pay remuneration to our suppliers, subcontractors, and consultants for services actually provided in line with applicable contractual conditions and rules.

Deny any requirements for payment that go beyond the contract or standard practices.

Comply with contractual obligations to our business partners.



WHAT WE SHOULD NOT DO

Propose our partners to pay for simplifying formalities to accelerate administrative procedures.

Grant disproportionate and/or unjustified commercial advantages (discounts, benefits) to business partners.



SAMPLE CASE

I am looking for a service provider to register one of our products abroad. The company I am negotiating with offers me a price considerably above the market for incomparably shorter registration time and explains that some registration-related services cannot be included in the contract because "this will be a high risk for them in case of an audit". What should I do?

I should explain to my partner that INNOTHERA never pays for services that are not reflected in a contract and cares about paying for them at a fair market price. We will not be able to work with him, unless he agrees to honour our policies.





Government Relations

As part of its operations, INNOTHERA Group regularly interacts, directly or indirectly, with governmental authorities and regulatory agencies across all of its operating countries.

INNOTHERA is committed to transparent and independent engagements with the authorities and strictly follows its decisions in accordance with applicable national or international regulations.

We use public and open databases to publish information related to delivery of valuables to healthcare specialists and organisations, clinical trials, and representation of interests.

In case of a request for information, inspection, or investigation by governmental authorities, INNOTHERA undertakes to cooperate in good faith and submit full, accurate, and reliable information.

We commit to respect decisions of governmental authorities.



WHAT WE SHOULD DO

Provide information requested by governmental authorities in full, efficiently and reliably.

Execute decisions of governmental authorities on time.



WHAT WE SHOULD NOT DO

Conceal or deliberately change certain information that can negatively affect product sales.

Ignore decisions of governmental authorities.



SAMPLE CASE

A regulatory audit requires me to provide documents that may harm the company in my opinion. Can I conceal them?

No, you should act transparently and ethically with respect to governmental authorities. Neither information, nor documents should be deliberately concealed.



Fair competition

INNOTHERA is committed to fair and honest competition against its competitors. INNOTHERA’s policy is against negotiating prices, allocating customers or sales areas, or sharing competition-sensitive confidential information with our competitors, such as margin information, customer discounts, etc.

We seek to differentiate from competition through impeccable customer service driven by the high quality of our products, services, and customer experience. We embrace the fundamental principle of healthy and fair competition based on such drivers as growth, innovation, and continuous improvement in the interests of our patients.



WHAT WE SHOULD DO

Operate in compliance with the principles of free, open, and fair competition.

Meet the anti-trust requirements applicable in the EU and other countries in which we operate.



WHAT WE SHOULD NOT DO

Share information on financial and commercial terms (prices, discounts, margin, payment timelines, etc.) with our competitors.

Discuss our projects and marketing strategies.

Negotiate the distribution of market coverage.



SAMPLE CASE

Representatives of various pharmaceutical labs discuss product prices, the level of discounts, etc. at a workshop. This discussion puts me in an awkward position. How should I react?

The employee should explain that he does not want to participate in these discussions and should refuse to discuss these matters and leave the meeting making sure that his leaving is recorded in written form. Disclosure of confidential information (e.g. terms of sale, existing discounts, etc.) can result in a breach of anti-trust law.

Counteracting corruption and fraud

INNOTHERA makes a firm commitment to follow the principles of business ethics across all countries in which we operate.

International anti-corruption laws are applicable to all transactions performed worldwide, and none of INNOTHERA's employees has the right to participate in public or private corruption activities, active or passive, or in influence peddling, regardless of their nature.

For example, it is also illegal to attempt to offer, give, promise, authorise (active corruption), receive, extort, or accept (passive corruption), directly or indirectly, any advantages, facilitation payments, or hidden commission in any form, to a public official or private person in order to obtain or retain an undue benefit or contract. Therefore, this prohibition also applies to third parties acting on behalf of INNOTHERA such as agents, suppliers, lobbyists, service providers, and other third parties who are obliged to comply with anti-corruption requirements.

INNOTHERA commits to embrace a policy of zero tolerance towards corruption and seeks to ensure that all its employees proactively apply the Anti-Corruption Policy of INNOTHERA appended to the Employee Handbook.



WHAT WE SHOULD DO

Report any unusual or non-contractual payment requirements to your supervisor or compliance officer.

Report any requests or offers of benefits to you in your personal capacity to your supervisor or compliance officer.



SAMPLE CASE

A public official has informed me that the customs clearance of products exported by us may take a week due to the new customs formalities. However, he offers me to expedite the customs clearance in return for a commission. How should I react?

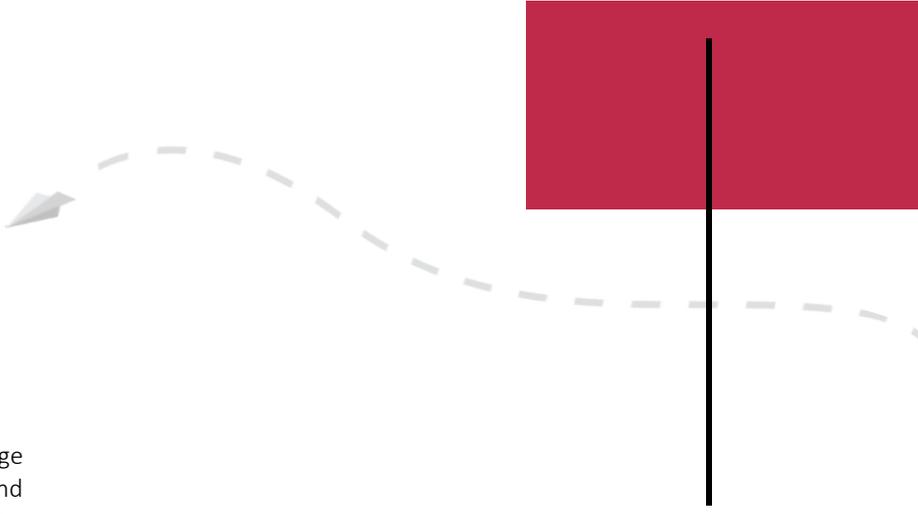
Refuse to pay for the facilitation services. Although facilitation services are not illegal in some countries, such practices are prohibited by INNOTHERA's anti-corruption policy.



WHAT WE SHOULD NOT DO

Offer or make donations, gifts, benefits, or money to private or public persons in return for any services as part of their functions.

Agree to receive, including indirectly, any donations, gifts, benefits, or money from anyone in relation to our duties.



Anti-money laundering

INNOTHERA declares its continuous readiness to engage in efforts related to anti-money laundering and combating the financing of terrorism in cooperation with governmental authorities.

We have in place relevant internal procedures that we apply all over the world, including in cases when their requirements are more stringent than local legal requirements.

We exercise maximum prudence towards our customers and suppliers. In case of inappropriate conduct of our partners, we can terminate any contractual relations with them.



WHAT WE SHOULD DO

Obtain all necessary information on our counterparties to guarantee their integrity, reliability, and ethical conduct.

Report any requirements of payments that seem suspicious to us to our supervisors.



WHAT WE SHOULD NOT DO

Facilitate clandestine illegal practices of our counterparties.

Make payments to accounts that raise suspicions.



SAMPLE CASE

I suspect that one of our distributors I was planning to engage is involved in the financing of an organisation qualified by European and US authorities as a terrorist organisation. What should I do?

Immediately report the fact to the compliance officer, who will take necessary measures to prevent any risk for INNOTHERA.



Accounting and financial transparency

Operations and transactions performed by INNOTHERA Group are reliably and accurately recorded in the financial accounts of each company of the Group in line with the regulations and internal procedures applicable in their countries.

Accounting records must be accurate and reliable. Money payments require special care to be exercised, especially with respect to the identity of the payee and the reason for the transfer and must strictly comply with our legal obligations. The Group's financial statements are published within the statutory timelines and are available for reading in line with the applicable laws.

Every employee should assist in conducting internal inspections and audits to ensure transparency and integrity to identify and remedy all flaws or weaknesses. Any obstruction to the proper conduct of inspections and audits and concealment of information during such inspections and audits are strictly prohibited.



WHAT WE SHOULD DO

Make sure that our transactions are transparent and our accounts are accurate.

Cooperate with internal auditors and inspectors.

Support all our transactions with authentic accounting documentations.



WHAT WE SHOULD NOT DO

Avoid recording financial transactions in our accounts to improve our performance.

Falsify accounting records to our benefit.



SAMPLE CASE

My manager asked me to check the receipts for one employee's expenses over a period of one year. I notice an error in one of the months and the receipt provided does not seem to me to be validly established, its amount is also questionable. Should I talk to the person who issued the receipt, as I am afraid of his or her reaction?

You should inform your manager about the error and about your doubts. The discussion with the manager will help you make a right decision to correct the accounting record. Don't hush it up, and nothing can be blamed on you.



Promotion and marketing rules

INNOTHERA is committed to communicate with healthcare professionals and patients in line with existing regulations and ethical standards.

We always attempt to provide up-to-date, accurate, fair, reliable, research-based and sufficiently complete information to ensure correct assessment of the quality and correct use of our health products.

INNOTHERA prohibits misleading and dishonest advertising practices that denigrate our competitors or conveys false messages.



WHAT WE SHOULD DO

Use advertising materials approved in line with internal and corporate procedures and authorised, if necessary, by local healthcare authorities.

Know and apply communication and product promotion codes and rules applicable in respective countries.



WHAT WE SHOULD NOT DO

Use outdated, misleading or false advertising materials.

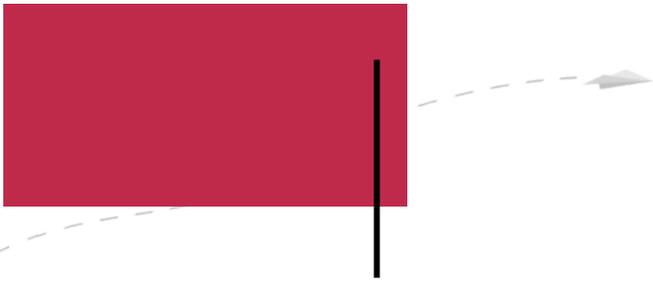
Promote properties of a product that are not based on scientific evidence or contradict the Summary of Product Parameters (RCP) recognised by competent authorities.



SAMPLE CASE

As part of an advertising campaign for a new product, I propose to my colleagues to publish a slogan on an advertising media: "100% efficient!" Can we do this?

No, advertisements cannot contain elements that would indicate that the effect from the product is guaranteed. In a more general sense, any advertisements must be objective, based on verified scientific data, and be free from any misleading messages.



Preventing and managing conflicts of interest

A conflict of interest arises when the personal interest of an employee intervenes or can be interpreted as intervention in the interests of INNOTHERA. In other words the conflict of interests exists when an employee finds himself in a situation that can cast doubt on the motives of his or her decisions.



Therefore, it is extremely important that every employee avoids any relations or actions that can affect his or her ability to make fair and unbiased decisions in performing his or her duties at INNOTHERA.

If an employee is unable to avoid relations or activities that can result in a conflict of interest, he or she must immediately notify his or her manager and the compliance officer. In this case, the manager can decide whether the employee should continue performing the relevant task under his or her supervision or not and whether he or she should be replaced by another employee.

It is important that every employee at INNOTHERA reports any personal interests that can be considered to be capable of affecting his or her performance of professional duties.



WHAT WE SHOULD DO

Know how to identify situations that can lead to a conflict of interest.

Avoid getting into situations where our objective judgement can be compromised.

Immediately inform our manager when we are unable to avoid a situation leading to a conflict of interest.



WHAT WE SHOULD NOT DO

Engage in a situation where we would be in debt to anyone or which could affect our ability to make objective judgements.

Abuse your position at INNOTHERA to gain advantages or benefits for yourself or for your close relatives.



SAMPLE CASE

I am responsible for procurement for INNOTHERA from a company owned by one of my relatives. This equipment supplier has recently supplied equipment that proved to be defective, with the defect found only after installation. How should I react?

In this situation, you should inform your manager and the compliance officer about your relations with this company unless already informed.

Besides, the claim settlement should be analysed in all respects to identify possibilities to procure aftersale services independent of your relations with the supplier.

Donations and sponsorship

INNOTHERA can participate in donations or sponsorship activities to support private or governmental organisations.

This approach means that donation and sponsorship activities represent a risk zone for our integrity and can result in a conflict of interest. Therefore, they should never be used as a means to bribe a person who can influence a transaction decision.

The person responsible for an event must make sure that the initiative cannot be used to facilitate illegal activities. Donations and sponsorship activities should be reflected in our accounting statements in a transparent way.



WHAT WE SHOULD DO

Carefully verify the identity of the recipient of the donation or sponsor aid before proceeding.

Demand that the organisation provide evidence that the funds were not used for purposes other than those determined in advance.

After the sponsorship aid is provided, obtain items that prove that the operations have been actually performed.



WHAT WE SHOULD NOT DO

Use donations or sponsor aid to prioritise any individual or organisation authorised to make decisions or exert influence that would benefit our operations.

Accept donations or sponsor aid in a personal capacity if they can affect our choice or attitude in the Group.

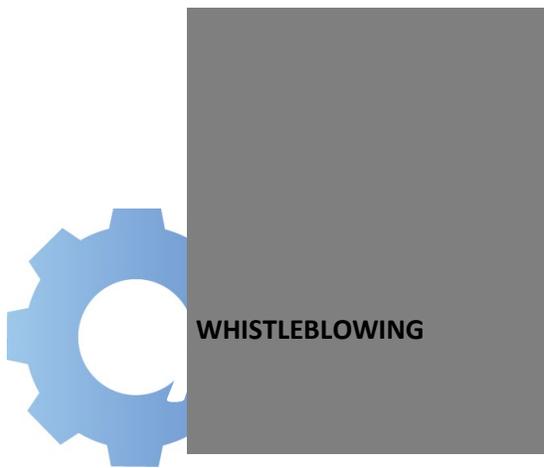


SAMPLE CASE

An employee suggests to me that INNOTHERA should donate to finance the football team of a son of a high-ranking healthcare official, who in his turn would help "move our case to the front of the line". What should I do?

Strictly avoid similar practices as they are not in line with our ethical principles.





Do you have doubts? Questions? Let's talk about it!

Every situation is unique, while matters related to ethics are often complicated. Since it is not always evident how to find the right answer and find a justified solution, every employee should remain careful at all times and ask himself or herself:

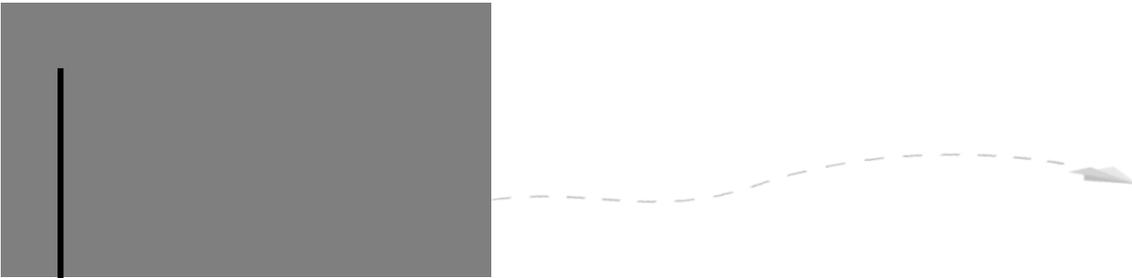
- Is it legal?
- Is it ethical?
- Does it comply with the Code of Ethics?
- Do I provide a good example?
- Will other people perceive me correctly? (image)

In case of doubt, every employee is advised to seek answers to his questions using standard points of contact: his supervisor, Head of HR, Head of Legal, or the Compliance Officer.

Are you concerned? Report your concern via our whistleblowing channels!!!

Any employee facing a situation or behaviour that is or can be in breach of the rules and principles of this Code of Ethics must report this via one of the following whistleblowing channels:

- By e-mail: ethics@innothera.com
- By mail: INNOTHERA Services
attn. Compliance Officer
22 avenue Aristide Briand
94110 ARCUEIL
With the envelope to be marked **STRICTLY CONFIDENTIAL**
- By phone: +33 (0) 1 46 15 17 39



Reports can be sent in French, English, or Russian in the format annexed to this Code.

Anonymous reports are allowed. However, if the identify of the whistleblower is known (subject to confidentiality requirements), this can facilitate the taking of measures required for an investigation.

INNOTHERA Group and an officer of the Internal Control Service will ensure that the identities of persons who send such reports, persons mentioned in the report, and the information collected remain confidential. Moreover, any investigation will be conducted in line with the legal requirements, including the adversarial principle.

On receipt of a report, the officer of the Internal Control Service will acknowledge its receipt and conduct the necessary investigations with respect to reports that lie within his or her competence. Reports that are outside his or her competence will be escalated to the relevant service.

Additionally, the officer of the Internal Control Service may authorise any internal or external competent third party to assist him or her in conducting the investigation. Once the investigation is completed, the officer of the Internal Control Service will send the reply to the whistleblower's address.

During an investigation, every employee must provide all necessary assistance and, if requested, provide any information and documents available.

No sanctions, disciplinary or discriminatory measures can be taken against employees who have expressed their concerns and/or assisted in investigation of alleged violations in good faith (i.e. without malicious intents or desire for personal gain). Slandorous or dishonest reports can result in punishment.

If an investigation confirms the report, INNOTHERA will take disciplinary measures and/or corrective action to remedy the situation and will also issue all necessary proceedings.

If the report is unconfirmed, the officer of the Internal Control Service will destroy the materials related to the report or archive them subject to confidentiality requirements and will notify the whistleblower of the result.

APPENDIX 1 INNOTHERA'S VALUES

10 values of our everyday life

OUR MISSION

We are working on continuous improvement of treatment of common illnesses worldwide: we are extremely ambitious and modest at a time. We listen to the rhythms of the Nature since our Universe is health with all its complexities and mysteries. As all inhabitants of the Earth, we are patient and determined in working towards our long-term goals based on a common sense approach.

ENERGY

To achieve this, we primarily rely on our energy, our engagement shared by all women and men who take on this challenge and live this adventure. We must do everything we can to encourage and maintain this energy and this engagement.

COOPERATION

Many of our employees work worldwide to understand and convince people. They are supported by many other employees who work on providing them with everything that is necessary to achieve success. We seek to ensure that the former always efficiently support the latter in maintaining their relentless engagement.

SPIRIT OF DISCOVERY

To this end, we need to assimilate multiple cultures and master multiple skills. We all can achieve this only through constant effort by challenging our habits with an open mind to constantly learn and develop. We need to facilitate this approach by creating an environment at the company that encourages the thirst for knowledge and contributing the personal development of each employee.

TRUST

Our relations with people are based on trust, which is gained by applying a certain code of conduct:

- show interest in other people, be friendly, accept differences;
- ensure transparency and keep promises;
- don't gossip, denigrate, or slander;
- don't take credit for the achievements of other employees.
- don't shift responsibility for your mistakes on others.
- exclude lies, the use of formal officialise expressions and wordings, wordings with hidden meaning.

Trust is a very important, but fragile thing. Once gained, it can be lost because of a single breach of these mandatory rules.

FREE EXCHANGE OF IDEAS

Free exchange of ideas is central to our success. We must do everything to encourage it. Implementing the best ideas is essential, whatever their source and despite the imminent alteration of successes and failures.

ALWAYS BETTER

We all need to be driven by a constant focus on performance: how to perform better than now?

ALWAYS THE BEST

We cannot guarantee employment, but we must guarantee professional development. Therefore, we must apply all efforts to develop the skills of men and women who trust us.

TIME MANAGEMENT

We rarely regret being too fast; we always regret being too slow. Risking and making a mistake is better than to be right, but late. Our strength consists in being always ahead of others. The ability to make decisions, set and meet ambitious timelines is an absolute must.

LET'S LIVE TO OUR VALUES

These values are intangible. They need to be understood, accepted and felt by all our employees at all positions and in all countries with different cultures. The management must role model these values.

APPENDIX 2 – CONTACTS

COMPLIANCE OFFICER

Tel.: +33 (0) 1 46 15 17 39

E-mail: ethics@innothera.com

ADVISERS ON ISSUES RELATED TO SEXUAL HARASSMENT AND GENDER-BASED VIOLATIONS

Bruno GALLAIS

Tel.: +33 (0) 1 46 15 17 40

E-mail: bruno.gallais@innothera.com

Pascaline LONGUET

Tel.: +33 (0) 1 46 15 29 16

E-mail: pascaline.longuet@innothera.com

APPENDIX 3 – WHISTLEBLOWING FORM

WHISTLEBLOWING FORM – WHISTLEBLOWER

Do not use this form to report events or incidents that represent immediate danger for human lives or for tangible property. If you need urgent help, approach directly the compliance officer.

I have read the procedure for using the whistleblowing form. I understand that my report will remain confidential and the compliance officer will answer my report within three months of its receipt.

As part of this procedure, I am assigned the status of a reporting party (whistleblower) under Article 6 of Law No. 2016-1691 known as Sapin 2.

Do you want to remain anonymous?

Yes No

Remember that we will protect your identification data if you wish to remain anonymous. However, waiving the opportunity to be contacted by us will limit our ability to investigate issues raised by you.

If you agree to disclose your identity, please specify your contact information below:

Employee Former employee Supplier Consultant Trainee Temporary employee
 Other:

Last name: First name:

Tel.: E-mail:

Address:

The whistleblower is informed that these data are collected for the purposes of investigation on the whistleblowing report. They will not be processed but can be disclosed to judicial authorities if necessary. The access and storage procedure, timelines, and terms are available in the report collection procedure - Whistleblower - in the electronic document management system (G. E. D.) and on information boards.

Choose a category from the list below that fits your report the most.

- Violation of human rights
- Discrimination and harassment at workplace
- Health, hygiene, safety and quality of life at workplace
- Environmental impact
- Privacy and protection of personal data - GDPR
- Infringement on assets or image of the company
- Corruption or influence peddling
- Facilitation payments
- Fraud
- Money laundering
- Conflict of interest
- Anti-competitive practices
- Nepotism

Have you ever received threats to make you silence an incident? Did anyone else know about the incident and concealed it?

Please specify the identities of persons involved where possible. This information will remain confidential.

How can we contact you?

- Work phone (specify:)
- Home phone (specify:)
- Business e-mail (specify:)
- Personal e-mail (specify:)
- Mail (home address) (specify:)

Transferred to the Compliance Officer:

Signature of the notifying person:

Signature of the Compliance Officer:

A copy of this notice card will be returned to you with a signature of the Compliance Officer acknowledging its receipt.

Form for contacting the Compliance Officer:

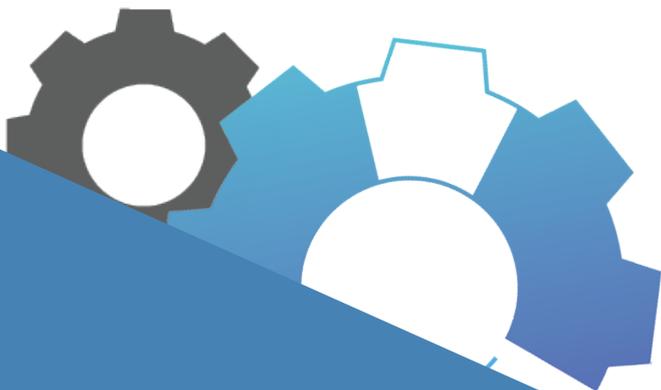
INNOTHERA CORPORATE SERVICES
Attn: Compliance Officer
22 Avenue Aristide Briand - 94110 ARCUEIL
FRANCE
Tel. (direct call): +33 (0) 1 46 15 17 39
E-mail: ethics@innothera.com



Code of Ethics



ANTI-CORRUPTION POLICY



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INTRODUCTION

INNOTHERA Group has decided to conduct its operations in an ethical, fair and transparent manner, in accordance with applicable laws and regulations, in particular anti-corruption laws, across all countries in which we operate.

In its Code of Ethics, INNOTHERA commits to conducting a zero-tolerance policy against corruption.

Countries around the world are developing legislative mechanisms to fight corruption while applying increasingly stringent sanctions against companies, but also against their employees.

Today, anti-corruption initiatives are not only a matter of law, but also a real competitive and reputational tool. Therefore, strict compliance with legal requirements regarding corruption, competition, or conflicts of interest are paramount and fundamental to maintaining INNOTHERA's reputation and ensuring its sustainable operations.

Every employee may be exposed to the risk of corruption in performing his or her work and duties and may even be held personally liable unless he or she abides by anti-corruption laws.

Goals of the Anti-Corruption Policy

INNOTHERA opposes any form of corruption in all its operations and across all countries in which we operate. Fighting corruption requires irreproachable conduct that strengthens the image and reputation of the company, as well as the trust of business partners, employees, and authorities.

This Anti-Corruption Policy covers various situations in which corruption issues may arise.

The Policy aims to:

- prevent corruption
- raise employee awareness about corruption risks
- design rules and guidelines on anti-corruption behaviour
- ensure that all employees know and understand anti-corruption rules
- ensure involvement of employees in compliance with anti-corruption laws
- set up a whistleblowing and corruption report management system

Scope of the Anti-Corruption Policy

This anti-corruption policy is applied:

- across all units of the Group, wherever they are located
- to all employees regardless of their position within the company
- to all third parties and business partners we work with

This Policy is an appendix to the Employee Handbook of INNOTHERA Group and, as such, is to be communicated to all employees who are required to comply with the rules set out in this Policy in performing their duties.

In this Anti-Corruption Policy, "INNOTHERA Group" or "INNOTHERA" means all INNOTHERA Group entities.

Applicable law

Various international conventions and national laws prohibit corruption in any form.

France has reinforced its legislative system with the adoption of the Sapin 2 law of 9 December 2016 aiming to ensure transparency, fight corruption and modernise the economic life.

The rules described in this Anti-Corruption Policy are based on the requirements of French and international law. INNOTHERA Group may be subject to anti-corruption laws in other jurisdictions, such as the United Kingdom Bribery Act or the United States Foreign Corrupt Practices Act (FCPA). In some countries, local laws and regulations may be stricter than those set out in this Policy. In this case, the most stringent rules will apply.

MEASURES TO PREVENT AND FIGHT CORRUPTION

Gifts and hospitality

Definitions:

- Gifts are benefits provided in kind or in cash, in any form, directly or indirectly to a third party.
- Hospitality usually includes refreshments, meals, accommodation and transportation.
- Entertainment usually includes attending shows, performances, concerts, sports or other entertainment events.

Gifts and invitations (hospitality, entertainment) may be similar to or perceived in certain circumstances as acts of active or passive corruption. Therefore, INNOTHERA employees are prohibited from giving, promising or offering a gift or invitation to any person in order to induce him or her to provide a benefit or take any unlawful action or decision, including in the context of their relationship with healthcare professionals or public officials.

Gifts or invitations may only be offered or accepted if their value is symbolic or if they form part of a cultural tradition or custom, if they are exceptional and rare and if they do not raise doubts about the giver's integrity or the recipient's impartiality. More generally, any gifts or hospitality offered must be made in strict accordance with applicable national and international rules and regulations.

Any gift presented or received must not exceed the limits set by the giver's and/or recipient's organisation. Such restrictions may vary by country of INNOTHERA's operation and by entity.



Be vigilant!

Only gifts/invitations of symbolic value or forming part of cultural traditions are allowed.

The gift/invitation should normally only be intended to express respect or gratitude.

It should not be perceived as a reward for concealing a corrupt act.

In case of doubt, please contact the Head of Legal or the Compliance Officer.

Corruption and influence peddling

The criminal offence of corruption is defined as promising, offering, or giving (active corruption), receiving, extorting, or accepting (passive corruption), directly or indirectly, an undue advantage (money, gift, service) to a public official or private person to perform or refrain from performing any act within the scope of his or her functions, tasks or powers.

The criminal offence of influence peddling is defined as offering, giving or providing (active influence peddling), receiving, extorting, or accepting (passive influence peddling), directly or indirectly, an undue advantage (money, gift, service), for abusing one's real or supposed influence in order to obtain preferences, jobs, sales markets, or other favourable decision from a governmental agency or administration.

In this Anti-Corruption policy, "corruption" refers to both an act of corruption in the strict sense of the word and to influence peddling.



It should be noted that:

Corruption also exists:

- If the person offering the advantage is acting through a third party (intermediary, sales representative, subcontractor, supplier, partner, etc.);
- If the fraudulent activity and the granting of an undue advantage do not occur simultaneously (the undue advantage may be granted sooner or later);
- If the undue advantage takes other forms than the transfer of money (e.g., providing valuables, services, or benefits, etc.);
- If the beneficiary is a public or private sector employee.

Therefore, at least two persons are involved in corruption, and two forms of corruption should be distinguished:

- The "**corruptor**" who has offered or provided a sum of money or other remuneration or advantage in exchange for a service is committing active corruption
- The "**corruptee**" who demands or accepts money or any other advantage in exchange for a service, is committing passive corruption.

Corruption can arise when you are providing "something valuable". This broad term covers multiple aspects: extravagant or too frequent gifts or invitations (e.g. performances, shows, trips, or hotel accommodation in the absence of any clear professional reasons), medical or training expenses, job offers, even contracts or business opportunities.



Example

During the preparation of a training session with medical professionals, one of them, a very famous one, informs me that he will take part in this event only if he is accommodated in a luxurious hotel. In this case, I need to clearly identify the request of the healthcare professional as entertainment. Granting his or her request may be perceived as providing an undue advantage to obtain certain services from that person, and I must explain to him or her that it is not possible. If he insists, I will warn him that he will not participate in the event.

Facilitation payments

Facilitation payments (more commonly known as "bribes") are advantages that are provided in order to expedite, secure or facilitate the performance of an ordinary, non-discretionary task, which the applicant would otherwise be able to claim legitimately.



Examples of goals that are pursued through facilitation payments:

- expedite the licensing process,
- facilitate the customs clearance of goods,
- secure a visa.

Although facilitation services are not illegal in some countries, such practices are prohibited by the Group's Anti-Corruption Policy.

In exceptional circumstances, which are reviewed on a case-by-case basis by the Compliance Officer, facilitation payments may be permitted as an exception (e.g. to ensure physical health or freedom of movement of employees).

Engagements with business partners

INNOTHERA conducts ethical due diligence of its key business partners.



Negotiation and execution of contracts must never lead to conduct or acts that may amount to acts of corruption, involvement in influence peddling or nepotism.

Any arrangement with a business partner must be subject to a contract:

- indicating the nature of the goods or services provided
- with legal and transparent terms of payment against relevant invoices
- containing a reservation on anti-corruption obligations

Let's be vigilant:



We refuse to condone illegal practices that may be carried out by our partners, suppliers, distributors or other contractors, of which we are aware.

As part of our services, we check:

- legitimacy of approaching the supplier: the expected services should correspond to the actual needs of the company
- price appropriateness: excessive remuneration may raise suspicions of a hidden commission
- efficiency of services provided: we need to provide results to support the services provided

Anti-corruption rules in HR

When INNOTHERA selects candidates who may be exposed to the risks of corruption or fraud (e.g., a subsidiary or representative manager, a sales director, etc.), the company checks in advance whether the candidate is in a situation of conflict of interest or has committed an ethical violation.

Every employee is obliged to read and comply with the Employee Handbook of the entity in which he works, including the Code of Ethics and the Anti-Corruption Policy of INNOTHERA annexed to it.

No employee of INNOTHERA may be punished in any way for refusing to pay bribes or to engage in any form of corruption.

Mergers and acquisitions

Mergers and acquisitions are exposed to risks because the Group may inherit criminal liability for corrupt acts committed by the acquired company, even though these acts preceded the acquisition or merger.

Before each major merger, acquisition or investment, a company must conduct special legal due diligence. Therefore, the Group should assess the status of the target company's anti-corruption policy and programme and its requirements in this area against the Group's own standards. These legal due diligences must be documented and archived in accordance with our internal rules.

Political contributions

Political contribution means any direct or indirect contribution in support of a political party, candidate or elected person.

They can include payments, but also granting an advantage, which can take many forms, such as a simple gift, a service or actions to support a political party.

Political contributions can also be used to conceal an undue advantage in order to obtain or maintain a transaction or business relationships.

Generally, political contributions can be considered or interpreted as direct or indirect corruption. Therefore, INNOTHERA does not make any donations or contributions of any kind, directly or indirectly, to political parties, organizations or individuals involved in political activities at the local, regional or national level.

However, every employee of INNOTHERA remains free to participate in a personal capacity in political activities during his or her spare time, outside the workplace, using his or her own financial resources and without any reference to his or her employment by INNOTHERA.



Sponsorship and philanthropy

INNOTHERA works for the benefit of civil society by making donations and providing sponsorship or patronage assistance, particularly to charitable organizations or healthcare associations.

If the purpose of such donations is to obtain an undue advantage, such donations and actions may be qualified as corruption.

To protect itself from any suspicion of corruption in its work for the benefit of civil society, INNOTHERA guarantees that donations, philanthropy and sponsor aid are provided

- (i) in strict compliance with applicable laws and regulations,
- (ii) without bringing any benefit to one or more individuals, and
- (iii) is not carried out to obtain an advantage or improperly influence a decision.

Compliance with these three cumulative conditions is a guarantee that INNOTHERA is acting legally in its sponsorship and philanthropy activities.

Accounting statements

INNOTHERA acts in a socially responsible manner worldwide, through all its enterprises, applying a responsible and transparent approach to its tax obligations

This requires strict compliance with tax and social legislation and the payment of all mandatory local and national taxes and fees.

We are committed to complying with laws and regulations in all countries in which we operate. We make sure that we do not voluntarily evade our legal obligations and fulfil all our obligations to maintain accurate and complete accounting records and documents.

All our accounting records must comply with these principles. They are prepared in accordance with the consolidated accounting standards and procedures applicable in France.



We undertake to: ensure fair and accurate reporting across our companies in France, and our foreign subsidiaries and representative offices.



We refuse to: devise mechanisms to reduce our fiscal and social commitments.

INTERNAL ORGANISATION TO FIGHT CORRUPTION

Risk mapping

The Anti-Corruption Policy of INNOTHERA has been developed and implemented based on the assessment of corruption risks to which we are exposed. Risk mapping provides a clear picture of the risks specific to the company and helps identify priorities for action. The risk mapping takes into account the risks associated with the industry, geographical area of operations, nature of contracts, organisation of the enterprise, etc.

The risk mapping is updated every two to three years by the Compliance Officer based on a qualitative and quantitative analysis of the measures taken and, if necessary, the situations and incidents addressed.

Anti-corruption officer

The Anti-Corruption Officer (Compliance Officer), who reports to the Group's Legal Director, is responsible for implementing the anti-corruption policy at INNOTHERA.

The responsibilities of the Compliance Officer include, *inter alia*:

- Drawing the attention of employees to anti-corruption compliance issues
- Answering questions from employees about general rules or specific situations
- Making every effort to verify the admissibility of alerts within a reasonable time
- Acknowledging receipt of the alert to the whistleblower
- Conducting investigations upon receipt of an alert
- Informing the whistleblower about the measures taken in connection with his report

More generally, the Compliance Officer informs the President of INNOTHERA about the implementation of this Policy and annually updates the Board of Directors of the parent company of INNOTHERA.

Evaluation of business partners

INNOTHERA evaluates its principal business partners compliance with the ethical standards. This ethical evaluation ("due diligence") is carried out prior to making any contractual commitments with respect to a third party.

The due diligence is carried out using a form filled out by the partners and is supplemented, if necessary, by an information search on the internet, in compliance databases, media or Chambers of

Commerce, professional organisations, business partners of INNOTHERA, as well as through interviews with the partner or its representatives.

The results of this assessment are kept for 5 years (or during longer retention periods if required by applicable local laws) and may result for INNOTHERA in:

- entering into a contract with a potential partner,
- entering into a contract on certain conditions, or
- refusing to enter into a contract.

Training and communication

It is essential that the Anti-Corruption Policy of INNOTHERA is known to everyone and implemented everywhere.

It is therefore paramount to ensure that the information is both well disseminated and well understood through training activities.

The Anti-Corruption Policy of INNOTHERA is an appendix to the INNOTHERA's Employee Handbook, which allows every new employee to read the policy during onboarding.

Therefore, directors, heads of subsidiaries and representative offices should ensure that all their employees, especially those exposed to the highest risk of corruption, are trained with regards to INNOTHERA's anti-corruption rules.

INNOTHERA provides all its employees with customised training tools, in particular through the compliance officer.



Each employee of INNOTHERA is expected to:

- read the Code of Ethics and the Anti-Corruption Policy;
- participate in anti-corruption training sessions organised within the Group or unit to which he or she belongs

Control and internal audit

Internal control is a set of measures contributing to the control over the organisation of operations and associated risks. The objectives of internal control and audit are to ensure compliance with applicable laws and regulations, the quality and reliability of financial reporting, and compliance with existing internal guidelines and procedures.

In addition, the company should be able to conduct special audits of its subsidiaries and representative offices.

The Group should have in place a procedure to address violations, including the functions to be involved if an issue arises.

These violations should be covered by a consolidated report to be submitted at least once a year to the Board of Directors.

Reporting

Every January, each director of the subsidiary and head of the representative office should send a report on the implementation of INNOTHERA's Anti-Corruption Policy for the past year to the Compliance Officer.

With this report, the Compliance Officer can monitor and evaluate the implementation of the measures set out in this Anti-Corruption Policy within INNOTHERA Group.

The Compliance Officer is responsible for ensuring the proper implementation of the Anti-Corruption Policy and promoting any improvements that he or she deems necessary.

Disciplinary measures

This Anti-Corruption Policy is an integral part of the Employee Handbook applicable within INNOTHERA Group's entities.

Therefore, any employee of INNOTHERA, regardless of his or her position, who is in any way involved in a corrupt act may be subject to disciplinary action, depending on the seriousness of the action and in accordance with applicable law, up to dismissal.

WHISTLEBLOWING SYSTEM

If in doubt, each employee should use the standard channels of communication and report their concerns to their supervisor, HR, Legal, or Compliance Officer.

Any employee facing a situation or behaviour that is or can be in breach of the rules and principles of this Anti-Corruption Policy must report this via one of the following whistleblowing channels:



- By e-mail: ethics@innothera.com
- By mail: INNOTHERA Services
attn. Compliance Officer
22 avenue Aristide Briand
94110 ARCUEIL - FRANCE
With the envelope to be marked STRICTLY CONFIDENTIAL
- By phone: +33 (0) 1 46 15 17 39

Alerts can be sent in French, English, or Russian using the form annexed to INNOTHERA's Code of Ethics.

Anonymous alerts are allowed. However, knowing the identity of the whistleblower (which will remain confidential) can facilitate all necessary investigative measures.

INNOTHERA and the Compliance Officer will ensure that the identities of persons who send such alerts, persons mentioned in the alert, and the information collected remain confidential. Moreover, any investigation will be conducted in line with the legal requirements, including the adversarial principle.

Upon receipt of an alert concerning any action contrary to this Policy, the Compliance Officer will acknowledge receipt and conduct the necessary investigations into the allegations. He or she may commission any competent third party, internal or external to the company, to assist him or her or to investigate. After the investigation, the Compliance Officer will reply to the whistleblower.

During an investigation, every employee must provide all necessary assistance and, if requested, provide any information and documents available.

No sanctions, disciplinary or discriminatory measures can be taken against employees who have expressed their concerns and/or assisted in investigation of alleged violations in good faith (i.e. without malicious intents or desire for personal gain). Slandorous or dishonest alerts can result in punishment.

If an investigation confirms the alert, INNOTHERA will take disciplinary measures and/or corrective action to remedy the situation, and will also issue all necessary proceedings.

If the alert is unconfirmed, the Compliance Officer will destroy the materials related to the alert or archive them subject to confidentiality requirements and will notify the whistleblower of the result.