

Limited Liability Company  
Polmed

APPROVED BY  
Director of Company  
T. Bukreeva 07.09.2023

CODE

01 March 2017 No. 12  
(amended by:  
Order No. 35-OD dated 07.09.2023)

of Conduct  
of Polmed  
Limited Liability Company

## **CHAPTER 1 GENERAL PROVISIONS**

1. Polmed Limited Liability Company (hereinafter referred to as the Company) operates under the good distribution practice of medicines. This requires from all managers and employees of the Company (hereinafter referred to as the Employees) a high level of competence, corporate solidarity, cohesion and mutual understanding.
2. The Company proceeds from the fact that its Employees should build their business relations on the basis of partnership, mutual respect, common goals and objectives, working as a united team. Under any conditions and circumstances, the performance and conduct of the Company's Employees shall comply with high professional standards and generally accepted moral values.
3. The Code of Corporate Ethics of Polmed LLC (hereinafter referred to as the Code) contains a set of standards and requirements of the Company in the area of compliance with ethical and business principles and norms, and is not exhaustive. In cases where current law is applicable, legislative principles take precedence. The Code defines the rules for the relationship between the Company and the members of the Company, authorities, individuals and legal entities.

The provisions of the Code shall be observed by the Employees not only during working hours, but also during extra-working events if they affect the interests of the Company or if the Employee is perceived by third parties as a representative of the Company.

4. The Company does not deviate from its values for the sake of profit. The Company perceives them as a link in all areas of activity and expects the same in relations with its business partners.

5. Adherence to ethical standards and principles helps the Company to avoid unjustified risks, maintain long-term economic growth, helps to strengthen its positions in the Belarusian and foreign markets, and also helps to increase the value of the Company.
6. The Company acknowledges the importance of corporate ethics in the Company's activities and undertakes to follow the principles enshrined herein in its activities.

## **CHAPTER 2 DEFINITIONS**

State associated person means a) the state; (b) a public official; (c) a public authority; (d) a person who is a direct close relative of a public official or a person specified in sections (e) and (f) of this paragraph; (e) an employee, manager, ultimate beneficiary (owning 20 % or more) of a profit-making organization that is directly or indirectly controlled by the state or a Public Authority, or (f) an employee, head of a non-profit organization established by the state and/or a Public Authority and/or a Public Official and/or of which the state and/or a Public Authority and/or a Public Official is a member; (g) a profit-making organization whose ultimate beneficiary or manager (including the members of the Board of Directors or other similar governing body) is a person specified in Clauses (a), (b), (c), (d), (e) and (f) holding 20 % or more.

Public Official means a person elected to a representative body of any level, a judge, a person who performs organizational and administrative, administrative and economic functions in any Public Authority permanently, temporarily or under a special authority, as well as candidates for the position of a public official.

Organizational and administrative functions include, for example, team leadership, appointment and selection of personnel, organization of work or service of subordinates, maintaining discipline, applying incentives and imposing disciplinary sanctions.

Administrative and economic functions may include, in particular, the powers and authority to manage and dispose of property and funds on the balance sheet and bank accounts of organizations and institutions, military units and subdivisions, as well as taking other actions: making decisions on calculating wages, bonuses, control over the movement of material assets, determination of the order of their storage, etc.

Public Authorities mean (a) government bodies of the Republic of Belarus and other government bodies formed in accordance with the legislation of the Republic of Belarus, including legislative, judicial and executive bodies (including law enforcement bodies,

the Armed Forces of the Republic of Belarus, other troops, military units and bodies); (b) bodies elected directly by the population and (or) formed by the representative and/or executive body of the municipality, bodies, endowed with their own powers and authority to resolve issues of local importance; (c) government bodies of a foreign state which are formed and recognized as such in accordance with the legislation of a foreign state, including, but not limited to, legislative, executive, judicial and other bodies, as well as political parties and public organizations; (d) international public organizations; (e) political parties and public organizations f) non-profit organizations with the participation of a state associated person.

International Public Organization means an association created on the basis of joint activities to protect common interests and achieve statutory goals in the civil, political, cultural, social and economic areas, whose members are subjects from different countries.

### CHAPTER 3 CORPORATE VALUES

1. **Professional Competence.** This is high competence, professional skill, confidence in the potential of the Company and its own capabilities.
2. **Loyalty to the Company.** The employees of the Company are constantly focused on achieving its goals. They do not take part in actions that may discredit the Company, cause a conflict of interest or cause any damage to the Company, its image and reputation, do not allow inaction in the event that other persons and organizations carry out actions that pursue such negative goals.
3. **Honesty and Decency.** These qualities are the key to creating a favorable microclimate among the employees, as well as a guarantee of openness and trust on the part of external partners and customers which is one of the most important prerequisites for achieving business success.
4. **Respect.** The main principle that each Employee should be guided by is respect for the others' personality. Respect for each other, the traditions of the Company, its veterans, business partners and clients will help create an open, fair and tolerant working atmosphere.
5. **Continuous Improvement.** This is the desire for improvement in everything, always and everywhere.
6. **Initiative and Performance.** These qualities are deemed important indicators of the interest of the Employees in the Company's affairs, their ability to voluntarily and independently find forms for the manifestation of their professional and creative potential and enthusiasm.
7. **Discipline and responsibility** are mandatory and inalienable qualities of the Employees which characterize their consistency, time management skills, readiness and habit to subordinate their own actions to the interests of well-coordinated and effective work of the labor collective for the sake of the Company's success.

8. **Obedience to the Law.** This is unconditional compliance with the current legislation, as well as internal regulatory and administrative documents of the Company.
9. **Delivering as One.** This is voluntary and friendly interaction and communication with colleagues, officials and representatives of other organizations based on objectivity, fairness, honesty and mutual respect.
10. **Mutual Support and Assistance.** Mutual support and assistance among the Employees, assistance to young workers and specialists of the Company and respect for the Company's veterans are the natural norms of corporate and off-duty conduct for the employees of the Company.

## **CHAPTER 4 RELATIONSHIP IN THE COMPANY**

### **1. Corporate Principles**

The Company assumes the following obligations in relation to its Employees:

- 1.1. Employees are hired and promoted in accordance with their competence, abilities and labor achievements without any discrimination, regardless of their gender, origin, attitude to religion and other circumstances not related to the business qualities of the Employees.
- 1.2. The Company values and encourages its Employees, whose activities are the key to its success, and expects from them high business conduct standards and professional achievements.
- 1.3. The Company promotes professional development of the Employees in order to ensure high worker productivity and high-quality performance of duties.
- 1.4. The Company respects the rights of its Employees to proper remuneration.
- 1.5. The Company undertakes to respect the confidentiality of the Employees' personal data. It is allowed to collect and store only that information that is necessary for the effective work of the Company and is required in accordance with the legislation in the territory of the Company.
- 1.6. The Company ensures the priority of preserving the life and health of the employees in their labor activity through constant modernization of production, improvement of working conditions, reduction of occupational risks, prevention of industrial injuries and occupational diseases.

- 1.7. The Company fulfills its obligations to the Employees, and the Employees comply with their obligations to the Company and to each other.
- 1.8. All divisions and organizations of the Company are open to each other in order to consolidate efforts for a overall result.
- 1.9. The Company guarantees that no penalties will be applied to the employees who refuse to take an action that, in accordance with the law, can be regarded as a corrupt act, even if as a result of such a refusal the Company did not receive additional material or intangible benefits and/or incurred losses that could only be avoided in violation of the statutory requirements or hereof.
- 1.10. The Company considers it unacceptable and seeks to promptly identify and suppress illegal retaliatory measures within the Company against the employees who report an alleged fact of corruption in good faith.

## **2. General Principles and Rules of Internal Corporate Conduct of the Employees**

For efficient operations and sustainable development of the Company, the Employees adhere to the following principles and rules of internal corporate conduct:

- 2.1. To comply with the terms and conditions of the employment agreement (contract) concluded with them.
- 2.2. To perform their duties professionally (efficiently and on time) and meet the statutory requirements and the employee handbook. To consider themselves responsible for the results of common work.
- 2.3. When preparing and making decisions, to maintain impartiality and to be guided only by the Company's interests.
- 2.4. To use and manage the property and financial resources of the Company competently, efficiently and honestly, exclusively for official purposes.
- 2.5. To respect the chain of command when resolving any issues. To offer elaborated and balanced decisions to the immediate supervisor for its consideration. To strictly follow the decisions taken. At the same time, failure to comply with deliberately illegal decisions excludes any responsibility of the Employee.
- 2.6. To maintain a healthy, efficient, working environment in the Company that is open to creativity and change. To act in accordance with their job duties and this Code in the event of any conflict.
- 2.7. To respect the qualifications, views and achievements of their colleagues.
- 2.8. To monitor the state of their health, are engaged in the prevention of diseases in a timely manner, and to take leave every year in accordance with the leave schedule. The Company encourages a healthy lifestyle.

- 2.9. To strive to use all their knowledge and experience while working for the Company.
- 2.10. To respect the continuity of generations. Upon reaching the retirement age, the Employees, if they wish, continue to work for the Company and prepare a successor, transfer their experience and accumulated knowledge to young employees, while the recommended age limit for senior and middle management is 65 years.
- 2.11. Not to show prejudice and discrimination (verbally or by actions) in relation to someone on the basis of racial, religious, ethnic, gender, or political affiliation, social origin, property and official status, language of communication and other circumstances.
- 2.12. Upon dismissal, to refrain from speaking to, and criticizing the management of the Company, undertake not to use information, developments, know-how that became known to them in the course of fulfilling their job functions in the Company and related to trade secrets.
- 2.13. Off-duty activities and conduct of the Employee should not negatively affect the reputation of the Company or its work.
- 2.14. The following actions are unacceptable for the Company's Employees:
- abuse of office, giving a bribe, receiving a bribe, mediation in bribery, abuse of powers and authority, commercial bribery, illegal transfers, offers or promises of remuneration on behalf of or in the interests of the Company, or other illegal use of the official capacity by an Employee of the Company against the legitimate interests of the Company in order to obtain benefits in the form of money, valuables, services, payment for entertainment, recreation, transportation costs, other property or property-related services, other property rights for oneself or for third parties, or illegal provision of such benefits by the specified person to other individuals, as well as the commission of these acts on behalf of or in the interests of the Company;
  - actions that may discredit the Company, cause a conflict of interest and damage to the Company or its image and reputation;
  - the use of the property and financial resources of the Company contrary to their purpose;
  - deliberate damage to the Company;
  - unauthorized duplication and transmission of information constituting a trade secret in any form (a hard copy, audio, video, photo, verbal form, etc.) to third parties;
  - physical violence;

- sexual harassment;
- smoking in places which are not specially equipped and not designated for smoking;
- being in a state of alcoholic, drug and toxic intoxication while on duty;
- use of profanity.

**2.15.** Polmed LLC provides a possibility to its Employees of whistleblowing, acting in good faith or based on a reasonable suspicion, about any actual or alleged corruption offenses, professional misconduct, violations of competition laws or other offences using of feedback channels in accordance with clause 18 of the Anti-Corruption Policy.

### **3. Management Functions Implementation Principles**

**3.1.** A manager of any level shall set an example of conduct, prevents unacceptable conduct of its Employees. The manager lead the necessary introductory and explanatory discussions related to the conduct acceptable in the Company, acts as a mediator in the event of conflicts and disputable situations.

**3.2.** In addition to the principles outlined above, the managers shall also follow the following principles:

- the principles of objectivity, benevolence, attentiveness, impartiality and fairness in relations with subordinates and assessment of their performance;
- the principles of rational delegation of powers and authority, building and maintaining a stable favorable moral climate in the team aimed at ensuring an open exchange of views, contributing to the effective solution of the assigned tasks, as well as at the realization of the potential by the subordinates;
- the principles of selection and promotion of competent and promising Employees who contribute to the achievement of the strategic goals of the Company, as well as the principles of creating conditions for training and professional development of the Employees.

### **4. Appearance and Business Style of the Company's Employees**

**4.1.** The introduction of rules and recommendations for the Employee's appearance is an important stage in creating a business-friendly atmosphere in the team and maintaining the image of the Company. Decent appearance, polite attitude and professional competence arouse the partners' respect to, and interest in the Company.

**4.2.** Business dress is recommended for managers and specialists of the Company. Business dress is a strict and restrained style. Classic models of clothing with restrained color combinations are preferred.

Women's business dress primarily includes skirt and trouser suits combined with blouses and vests. A strict and closed-fitting dress which can be complemented with a jacket is also recommended. A mid-length skirt or dress (the length of which above the knee should not exceed the length of the palm) is suitable for office work. Clothes made of transparent fabrics, sundresses, as well as blouses and dresses with deep cuts and thin straps are inappropriate in the office.

The key elements of the clothing of male office workers are trousers and shirts. It is allowed to wear shirts with short sleeves in hot weather.

The main thing in a business style is moderation in details, a harmonious combination of accessories, clothes and shoes, as well as decorative cosmetics.

Casual dress is allowed only on non-working days and on pre-holiday days (dress-down Friday).

- 4.3. In case of using overalls, the Company's Employees shall monitor the cleanliness and neat appearance thereof.
- 4.4. All Employees are not allowed to wear sportswear, beachwear, home clothes and shoes (shorts, T-shirts, undershirts, tops, leggings, slates, etc.).
- 4.5. The Employees' appearance must comply with the requirements hereof. The manager shall direct its subordinates to unconditional compliance with the requirements of the Code.

## **5. Participation in Corporate Events**

An invitation to a corporate event is a moral encouragement for the Employee. If you do not plan to attend corporate events, anniversary evenings, you need to notify the organizers in advance.

## **CHAPTER 5 RELATIONSHIP OF THE COMPANY WITH MEMBERS OF THE COMPANY, EXTERNAL PARTNERS, INDIVIDUALS AND LEGAL ENTITIES**

All Employees, especially managers, are aware that they represent the Company, and their conduct towards external partners of the Company and third parties affects the reputation of the Company.

### **1. Members of the Company**

The Company guarantees to the members of the Company all rights established by the current legislation of the Republic of Belarus. As a profit-making organization, one of the main goals of which is to make a profit, the Company strives to increase the profitability of its economic activities within the framework of the tasks and restrictions determined by the members of the company and the legislation of the Republic of Belarus.



## **2. Clients/Counterparties**

The Company builds its relationships with clients and business partners on the basis of:

- Mutual trust and respect;
- Compliance with generally accepted standards of conduct and business ethics;
- Refusal to participate in transactions that may damage the reputation of the Company;
- Inadmissibility of bribery and commercial bribery;
- Fulfillment of contractual obligations in good faith;
- Timely prevention of conflict situations and maximum use of constructive negotiations in order to resolve the contradictions that have arisen;
- Refusal from any actions that could damage the interests of the other party, mutual respect and trust.

The Company strives to ensure high quality, economic attractiveness and competitiveness of its products.

The Company builds relationships with counterparties on a mutually beneficial basis and selects them primarily through competitive procedures.

The Company fulfills its obligations to counterparties in good faith and expects the same from counterparties.

The Company does not allow the actions of the Employees aimed at deriving personal benefit by them when concluding and executing agreements (contracts) entered into with counterparties.

## **3. State Associated Persons**

The Company interacts with state associated persons in accordance with the requirements of international, Belarusian, and in the case of the Company's activities outside the Republic of Belarus, applicable foreign legislation.

## **4. Settlement of Corporate Conflicts**

The Company makes efforts to reduce the risks of corporate conflicts.

The Company recognizes the importance of pre-trial settlement of corporate conflicts and strives to resolve all disputes through negotiations.

When settling corporate conflicts, the Company is guided by the Labor Code of the Republic of Belarus, the Civil Code of the Republic of Belarus, and other legislative acts of the Republic of Belarus.

## **CHAPTER 6 PRINCIPLES OF RELATIONSHIP WITH THE MEDIA**

All communications with the media are carried out or coordinated exclusively by Deputy Director who coordinates the content of information on Company's activities related issues with the employees of the Company, who are responsible for these issues.

To interact with the media, Deputy Director may involve other Employees of the Company.

The Company's Employees, except for Deputy Director, are prohibited from commenting and making statements on behalf of the Company. In the event that media representatives contact any Employee of the Company, this Employee shall immediately inform Deputy Director. All inquiries from the media, including those about organizing a meeting with the management of the Company, shall be made to Deputy Director.

When creating and placing presentation and advertising materials in the media, it is required to adhere to the values and principles established hereby.

## **CHAPTER 7 COMPLIANCE WITH THE STATUTORY REQUIREMENTS, NORMS, RULES OF BUSINESS ETHICS**

### **1. Compliance with the Statutory Requirements**

Both in Belarus and abroad, when interacting with partners, government bodies, other organizations and individuals, the Company's Employees do not allow actions that contradict the legislation of the Republic of Belarus and the norms established hereby, as well as the regulatory legal acts of those states in which the Company carries out its activities.

The Company strictly observes anti-monopoly legislation, anti-corruption legislation, does not allow illegal actions that violate the freedom of competition, does not tolerate bribery, as well as any other corrupt actions committed by the Employees and business partners of the Company. In order to prevent such actions, the Company develops and implements measures to identify and eliminate deficiencies and improve the efficiency of the internal control systems.

The Company's Employees shall not participate or facilitate the participation of other persons in any actions that violate the statutory requirements, internal policies, procedures and other regulatory requirements applicable to the Company.

Respecting the ethical principles of our partners, including due to cultural and other differences, the Company gives preference to those business partners who adhere to the norms and rules of corporate ethics adopted in our Company.

If the Company becomes aware of non-compliance with the fundamental principles of protection of human rights and freedoms, the principles of combating corruption established by international and other applicable law, by a business partner, including a potential one, the Company has the right to refuse to cooperate with such a partner.

To obtain information about competitors and partners, the Company uses exclusively legal means and avoids any illegal actions.

## **2. Receiving and Giving Gifts and Other Material Goods**

Gifts and other material and intangible benefits, entertainment expenses shall be given in accordance with local regulations. Gifts to the Company's Employees, clients, business partners and state associated persons shall not in any way affect their ability to make impartial and fair business decisions.

The Company's employees may give gifts of reasonable value to customers and business partners or receive ones from them, if the gift cannot be considered as an inducement to make a decision in the best interests of the giver.

All issues of receiving and giving gifts shall be regulated by the Anti-Corruption Policy of the Company.

## **3. Avoiding Conflicts of Interest**

The Employees are prohibited from acting in their personal interests, both in their own favor and in favor of their family members, friends and partners, if such personal interests contradict the interests of the Company. Company's Employees who intend to become a competitor, customer, supplier of goods or services to the Company, or are already associated with the above persons, or intend to become the owner of an interest/shares in the authorized capital of a competitor, supplier of goods/services, or are already such an owner, should contact a legal counsel to inform on the above facts in order to prevent conflicts of interest.

## **CHAPTER 8 ENVIRONMENTAL PROTECTION**

One of the priority tasks of the Company is environmental protection and compliance with the current legislation and internal local regulatory legal acts of the Company in this area.

The Company welcomes and supports the actions of its Employees aimed at conscientious attitude to the environment.

The Company consistently introduces new waste-free and low-waste manufacturing technology, as much as possible reducing the level of negative impact on the environment and ensuring the minimum consumption of material resources and raw materials.

**CHAPTER 9**  
**RESPONSIBILITY**

1. The compliance with the provisions hereof by the Employees of the Company is an important element of the successful implementation of the strategic goals of the Company and an objective assessment of the personal, professional and business qualities of the Employees themselves.
2. The Employees who violate this Code may be subject to disciplinary measures in accordance with the labor legislation of the Republic of Belarus and local regulations of the Company. In the event of minor misconduct, recommendations may be made to change conduct in accordance with the principles established hereby.
3. The Company expects from its Employees that they will treat their colleagues and the Company assuming all the necessary responsibility and provide information with observation of the principles of honesty, conscientiousness and reasonableness.

**CHAPTER 10**  
**FINAL PROVISIONS**

The specifics of individual divisions of the Company may require the development of more detailed rules of conduct than those specified herein. If this is a case, additional rules may be developed for individual divisions, individual areas and regions of activity, which do not contradict this Code.

For all questions related to the application hereof, the Employees shall contact their immediate supervisor or the legal counsel.

The Company is ready to consider proposals for improving its manufacturing activities and corporate culture and reserves the right to amend, supplement the provisions hereof.