

CODE OF CONDUCT COOPER PHARMA GROUP



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INTRODUCTION





CODE OF CONDUCT

MESSAGE FROM THE CHAIRMAN

"Dear all.

The Cooper Pharma Group's code of conduct is designed to be used as a reference, to guide our behaviors in our daily decisions. We invite you to always act in accordance with our values and give priority to the health of patients, with the aim of achieving what is best for Cooper Pharma Group, today and in the long term.

Our Code of Conduct is an explicit statement of compliance with the highest ethical standards in all parts of the Group. This enables Cooper Pharma Group to create shared value by acting as an ethical and socially responsible company, committed to improving people's lives through high-quality health solutions. I hope that each of you will fully adhere to this Code, which reflects the values and behaviors that have made our success over the years. Doing the right thing, the way it should be done and ensuring the highest standards of integrity is the responsibility of every employee at Cooper Pharma Group. Our work is dedicated to maintaining a healthy lifestyle. How we do it is as important as what we do. We fully appreciate the importance of our work and aim to give our best to perform continuously at the highest level."

Mr Ayman Cheikh Lahlou, Chairman and CEO





OUR VALUES

The core values and principles that have guided this journey and are fundamental to our Company's success are highlighted in this document.

They describe the culture, values and principles that we expect our employees to uphold; as well as the attributes needed to be successful in a management and leadership position within our Company.

Our values are rooted in respect for ourselves, for others, for diversity and for the future.

We put people at the center of everything we do. The Cooper Pharma Group is focused on people and health.

We particularly focus on the well-being of our employees and patients. We are committed to the following cultural values, which come from our Moroccan roots and uphold the dynamic nature of our Company:





Fulfilling commitments

By taking our commitments seriously and being honest about our intentions, we have demonstrated through more than 90 years in the industry our responsibility and dependability.

We promote a sense of urgency, establish and enforce individual accountability to deliver on our group engagements.



Transparency

Our decision- making processes are transparent and inclusive. We promote speak-up culture to ensure a safe and productive work-place for all.

Cooper Pharma Group patients and collaborators satisfaction is directly linked to Transparency. We do what we say and say what we do to stay close to expectations.



Proactivity

In an unpredictable world, we plan and develop scenarios while keeping a broad perspective. We go above and beyond and explore new, ambitious ideas by sharing our strategies. We try to think two steps ahead because we aspire to better. We look beyond the known and into the unknown because we aim to always fulfill our mission.



Socially responsible

We promote inclusion and diversity and ensure that our people are supportive both internally and externally to others.

We support legitimate and worthy initiatives as well as public health. We strive to give back meaningfully to the community through our products and services but also through our interactions with others to make health for all, our priority.

TO WHOM THE **CODE APPLIES**

Our Code provides the ethical guidelines and expectations for conducting business on behalf of Cooper Pharma Group.

The Code is a resource for, and applies to, all employees and contractors of Cooper Pharma Group.

The term "Cooper Pharma Group" or "Company" in this document refers to all entities and third parties interacting with Cooper Pharma for the aim of distributing, manufacturing, promoting and serving any Cooper Pharma product, medical solutions or any representation on behalf of Cooper Pharma wherever it operates around the globe.

The Code cannot address every issue that we may encounter, but it does provide guidance and resources for those times when the right choice is not clear.

Cooper Pharma Group's External partners, such as subcontractors, vendors, agents and clinical research organizations serve as an extension of our Company. Our partners are expected to adhere to the spirit of the Code when working on Cooper Pharma Group behalf, and we may terminate our relationship with them if they violate our standards.

Those who oversee external partners must never ask or never encourage them to take actions prohibited by our Code and must ensure that external partners acknowledge the relevant requirements of the Code as well as all applicable laws and regulations in their respective territories.



CODE OF CONDUCT

COMPLIANCE WITH LAWS, REGULATIONS AND INTERNAL RULES

WE ALWAYS COMPLY WITH THE LAW.

Cooper Pharma Group is committed to full compliance with the laws and regulations of each territory in which it operates. Cooper Pharma Group employees must comply with all applicable laws and regulations and internal standards (i.e. policies and procedures, SOPs, etc.).

These internal rules are specific to our Company and may go stricter to what is required by law.





COMMITMENT TO OUR EMPLOYEES

ODE OF CONDUCT

SPEAK UP

WE ENCOURAGE EMPLOYEES TO RAISE ANY CONCERNS

Cooper Pharma Group encourages all employees to express their views and opinions, and to raise any concerns relating to any practices or actions believed to be non-compliant with the Code or that are illegal or unethical.

Employees complaints or concerns can be fairly and confidentially sent to speakup@cooperpharma.ma

ODE OF CONDUCT

DIVERSITY & RESPECTOF EMPLOYEES

We embrace diversity and respect the rights of our fellow employees at Cooper Pharma Group. We respect personal dignity, privacy and personal rights of every employee. Cooper Pharma Group is committed to maintaining a workplace free from discrimination and harassment. Employees must not discriminate on any grounds, including based on origin, nationality, religion, race, gender or age, or engage in any kind of verbal or physical harassment.

Employees who feel that their workplace does not comply with the above principles are encouraged to raise their concerns with the HR function.

We also expect all employees to respect the dignity and the physical and psychological integrity of our patients, colleagues and any of our business partners.

We are proud of Cooper Pharma Group's dedication to diversity and inclusion and want to make sure that people we do business with are aware of, and respect, our stance.

Cooper Pharma ensures workers can freely join unions or associations and negotiate collectively. This principle must be upheld without interference, discrimination, or retaliation, in alignment with international labor standards.





HEALTH & SAFETY

WE ARE COMMITTED TO THE SAFETY OF OUR EMPLOYEES

As a Company committed to enhancing people's quality of life around the world and contributing to a healthier future, Cooper Pharma Group considers that the safety of its employees, visitors and on-site contractors is not negotiable.

We all must:

- Ensure we are not putting ourselves or others at risk by our actions.
- Comply with the applicable rules on health and safety at work and take every reasonable precaution to maintain a safe and healthy working environment.
- & Ensure that we know what to do if an emergency occurs at our workplace.
- Report any behavior, installations or items likely to compromise the safety of our working environment, as well as all accidents, however minor, to Human Resources function
- Discuss any health or safety issue we encounter with our Line Manager or with Human Resources function

Cooper Pharma strictly prohibits the employment of children below the local minimum working age or under 18 in hazardous, night, or forced labor, aligning with International Labor Organization standards. Similarly, the employment of individuals under the age of 15 in any form of work is strictly prohibited.





COMMITMENT TO OUR COMPANY AND ITS ASSETS



CONFIDENTIAL DATA

WE VALUE AND PROTECT OUR CONFIDENTIAL INFORMATION AND RESPECT THE CONFIDENTIAL INFORMATION OF OTHERS

Confidential information is any information that is not, or not yet, public. It includes trade secrets, scientific data, business, marketing and service plans, patients' insights, engineering and manufacturing ideas, product recipes, designs, databases, records, employee personal information, salary information or any other non-published financial details or data.

Cooper Pharma Group's continuity depends on the use of its confidential information and its non-disclosure to third parties. Unless authorized by their Line Manager or required by law, employees shall not disclose confidential information. To the extent that confidential information needs to be disclosed to third parties, it must be appropriately protected by i.e. non-disclosure agreements reviewed by the Legal function.

This obligation continues beyond a termination of employment.

As mentioned in Cooper Pharma's work contracts, employees must use their best efforts to avoid unintentional disclosure by applying special care when handling, storing or transmitting confidential information.



CODE OF CONDUCT COOPER PHARMA GROUP

Cooper Pharma Group respects that third parties have a similar interest in protecting their confidential information. In case third parties, such as suppliers or customers, share confidential information with Cooper Pharma Group, such information shall be treated with the same care as if it was Cooper Pharma Group's confidential information.

In relation to the partners, employees must additionally ensure that competitively sensitive information received or originating from one of the partners is not shared with any other partner. When feasible, such information should be marked to clearly indicate its competitively sensitive nature (i.e. "confidential") and the partner of origin.



CODE OF CONDUCT

USE OF COMPANY RESOURCES

WE INSIST ON HONESTY AND THE RESPECT OF COMPANY ASSETS

Employees must never engage in fraudulent or any other dishonest conduct involving assets or financial reporting of Cooper Pharma Group or any third party. Any such conduct may not only entail disciplinary sanctions but may also result in criminal charges.

Cooper Pharma Group's financial records are the basis for managing our Company's business and fulfilling its obligations to various stakeholders. Therefore, any financial record must be accurate and in line with Cooper Pharma Group's accounting standards.

Employees shall safeguard and only make proper and efficient use of Cooper Pharma Group's assets. All employees must seek to protect Cooper Pharma Group's assets from loss. damage, misuse, theft, fraud, embezzlement and destruction. These obligations cover both tangible and intangible assets, including trademarks, know-how, confidential or proprietary information, and information systems. To the extent permitted under applicable law, Cooper Pharma Group has the right to monitor and inspect how its assets are used by employees, including inspection of e-mail, and any other data kept on the Company's network terminals.

When in doubt, employees should consult the Finance or Legal function.



DATA PRIVACY

WE RESPECT PERSONAL DATA

Cooper Pharma Group respects individuals privacy, such as healthcare professionals, patients, employees, business partners and any other individuals and will protect their personal

Employees involved in the processing of personal data must comply with the following rules.

- The processing of personal data must be fair and lawful and also be for specific and legitimate business purposes.
- It should be properly managed.
- & Personal data must be protected against unauthorized access, processing and damage.
- & Upon the request of a data subject, and as appropriate under the circumstances, personal data about that data subject should be made available and, if necessary. corrected, erased or blocked.
- & Personal data must not be transferred to third parties or across national borders without adequate safeguards.



CODE OF CONDUCT

INTELLECTUAL PROPERTY

WE SAFEGUARD OUR INTELLECTUAL **PROPERTY**

Cooper Pharma Group is built on the intellectual property that supports our business, including patents, trademarks, copyrights, design patents and trade secrets. Intellectual property is considered confidential information. Employees have a duty to protect Cooper Pharma Group's intellectual property, just as they have an obligation to respect the intellectual property rights of third parties.

Employees must never allow Cooper Pharma Group or partners intellectual property to be used or shared with people outside Cooper Pharma Group without authorization of the relevant Head of function and, with the appropriate protections put in place.







COMMITMENT TO PATIENTS AND PARTNERS



INTERACTION WITH

HEALTHCARE PROFESSIONALS (HCPS)

OUR INTERACTIONS WITH HCPS ARE ETHICAL. APPROPRIATE AND PROFESSIONAL

Our relationships with HCPs are intended to benefit patients and to enhance healthcare. Ethical and professional relationships with HCPs are critical to our ambition of helping patients.

Our interactions with HCPs must always preserve and respect the integrity of the HCP-patient relationship and should be ethical, appropriate and professional. Nothing should be offered or provided in a manner, or on any conditions, that may have an inappropriate or improper influence.



CODE OF CONDUCT

PRODUCT SAFETY

& MONITORING

People's health and well-being is at the core of everything we do. Every product has potential benefits, as well as risks although, not everyone may experience side effects.

It is important that we identify, evaluate and minimize safety concerns to ensure that the overall benefits of the products outweighs any risk.

We strive to ensure that the interest of the patient and consumer is served through the prompt detection of potential safety issues with our products so that the appropriate communication with regulators takes place and, following evaluation, decisions can be made, and action taken.

We have dedicated pharmacovigilance and materiovigilance teams across the organization that monitor, review, evaluate and communicate safety issues to Regulatory Authorities on a regular basis.

Staff in all parts of the Company including customers and HCP facing operations should report adverse events that come to their attention.

ODE OF CONDUCT

INFORMATION & PRODUCT PROMOTION

WE ENSURE PRODUCT INFORMATION ACCURACY

Patients, healthcare professionals and patients rely on us for accurate and complete information about our products, so it is important that our product information includes the most recent scientific and technological advancements. Product information should be accurate, fair, balanced, comprehensive and not misleading, to enable a full risk-benefit assessment of our products.

The information should be based on current evaluation and all relevant evidence.

We will never promote medical solutions for off-label use. When physicians decide to use a product outside its indications, they do so under their own medical responsibility.

All product claims must be consistent with the approved product labelling.

CODE OF CONDUCT

ANTITRUST & FAIR DEALING

WE BELIEVE IN THE IMPORTANCE OF FREE COMPETITION

Cooper Pharma Group is prepared to compete in today's business environment and will always be in full compliance with all applicable antitrust, competition and fair-trading laws.

Employees must always therefore comply with the following rules:

- Commercial policy and prices will be set independently and will never be agreed, formally or informally, with competitors or other non-related parties, whether directly or indirectly.
- Customers, territories or product markets will never be allocated between Cooper Pharma Group and its competitors but will be the result of fair competition; and
- & Customers and suppliers will be dealt with fairly.
- All employees, especially those who are involved in marketing, sales and purchasing, or who are in regular contact with competitors, have a responsibility to ensure that they are familiar with applicable competition laws.

When in doubt, the Legal function should be contacted to provide competition legal advice.





BRIBERY & CORRUPTION

WE CONDEMN ANY FORM OF BRIBERY AND CORRUPTION

Employees must never, directly or through intermediaries, offer or promise any personal or improper financial or other advantage, to obtain or retain a business or other advantage from a third party, whether public or private. Nor must they accept any advantage in return for any preferential treatment of a third party.

Moreover, employees must refrain from any activity or behavior that could rise suspicion of such conduct or any such attempt. Employees should be aware that the offering or giving of improper benefits to influence the decision of the recipient, even if he or she is not a government official, may not only entail disciplinary sanctions, but may also result in criminal charges.

Improper benefits may consist of anything of value for the recipient, including employment or consultancy contracts for closely related parties.

We do not make facilitation payments.

Cooper Pharma Group employees must never pay or use third parties to pay an unofficial gratuity to government officials or employees in order to secure or expedite routine administrative actions, such as customs clearances, visas, permits or licenses.





CODE OF CONDUCT

THIRD PARTY

COMPLIANCE

Cooper Pharma Group takes care in its dealings with third parties and will never use them to engage in corrupt practices. Our Company requires its suppliers, service providers, distributors and third parties acting on its behalf to act with integrity, and to comply with applicable anti-bribery laws and the anti-bribery provisions of this Code. They should be carefully selected and monitored.



CODE OF CONDUCT

CONFLICT

OF INTEREST

WE WILL ALWAYS ACT IN THE BEST INTERESTS OF COOPER PHARMA GROUP

Relationships with family members and close personal friends can influence our decisions. It is important to be careful about Company business decisions that involve close personal relationships.

A conflict of interest might occur when you find yourself in a position that might influence or appear to influence your judgment and actions, for example, where a family member is employed by a supplier. In such situations, it can be difficult for the employee to act fully in the best interests of Cooper Pharma Group.

A conflict of interest, or even a potential conflict, can damage your reputation or the Company's. You are responsible for avoiding situations that present or create a potential conflict between your interests and those of our Company.

If you face a situation that you think might involve or lead to a conflict of interest or if a conflict-of-interest situation has occurred, you must disclose it to your Line Manager and/or to HR or Legal function to help determine the best solution and, if necessary, resolve the situation in a fair and transparent manner.

Employees must never engage in activities that may compete with Cooper Pharma Group, nor must they take personal advantage of business opportunities that they discover during their employment, unless the Company expressly waives its interest in pursuing such opportunity in writing.



GIFTS, ENTERTAINMENT AND OTHER ITEMS OF VALUE

WE COMPETE AND DO BUSINESS BASED ON **QUALITY AND COMPETENCE**

Offering or accepting gifts, entertainment or other items are often part of human interactions or cultural practices. However, they can be misunderstood and perceived as an improper advantage to create influence in the business context.

Employees may only offer or accept gifts and entertainment which are appropriate under the circumstances, and they shall not accept or offer gifts or entertainment if such behavior could create the impression of improperly influencing the respective business relationship.

Gifts must be modest, and entertainment must not go beyond what is reasonable. Employees are expected to follow strictly the policy applicable in their country. If no such policy is available, they shall apply the most restrictive local practice.

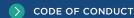
When in doubt, the employee should seek guidance from the Line Manager or from the Legal Function.

No employee shall offer to or accept gifts from any third-party taking the form of any of the following, whatever the value involved:

- Money
- ♠ Loans
- & Equivalent monetary advantages

Employees must be especially cautious when interacting with healthcare professionals.





SOCIAL **ENGAGEMENT**

CREATING SHARED VALUE

Being a global company not only brings a duty to operate responsibly, but also an opportunity to create long-term positive value for society.

We call this Creating Shared Value, and we embed it firmly across all parts of our business.

To build a business capable of both delivering superior company value and helping people improve their nutrition, health and wellness. Creating Shared Value is the approach we take to the business as a whole.

We strive to help shape the future of health and well-being by building and sustaining a strong and long-lasting community, bringing together industry, academics, healthcare professionals and patients.

At Cooper Pharma Group, we have a long-standing commitment to working ethically. We pool the integrity, knowledge and skills of our people to contribute positively to the world we live in.

We aim to gain the trust of all our stakeholders and to encourage the right conditions for the growth of our business and communities.



CODE OF CONDUCT

THE GLOBAL **HEALTHCARE COMMUNITY**

We have a long-lasting commitment to build and grow a global healthcare community by working together with healthcare professionals worldwide.

The Social Responsibility and Education initiatives we implement throughout regions we serve, form a crucial part of our ongoing commitment to the community.

Driving education is one of our priorities. It is in our DNA to invest in communities we serve and to develop our know-how and skills to improve health outcomes.

Meanwhile, we know that many of those suffering from diseases are affected by other pressures in their daily lives, so we act wherever we can to help make their lives more comfortable.





SUSTAINABILITY

We are environmentally conscientious and are an active contributor to the communities. We interact with, society at large and healthcare professionals. We invest in the development of our people, technologies, products and health solutions.

We carefully consider the health and safety of our employees and customers. We are all responsible for maintaining a safe workplace and complying with all applicable laws, regulations and Cooper Pharma Group policies.

We strive to conduct our business in an environmentally sustainable manner and maintain systems, programs and procedures for the environmentally responsible management of our business.



> CODE OF CONDUCT

INNOVATION

We stand among those capable of inventing, developing and bringing to the market, affordable medical treatments and consumer solutions that are truly needed.

Our model is based on proven innovative medicines outcomes and evidence-based solutions, to promote a true commitment to health by maintaining, nourishing and enhancing healthcare, and if necessary, to treat, correct and restore the person's condition to its healthy state.

The extent of our commitment to health solutions is reflected in the number of new products brought to markets, year after year, by our team based on our insights into the healthcare professionals, patients, governments and medical societies insights.

CODE OF CONDUCT

SUPPORTING COMMUNITY INITIATIVES

Cooper Pharma Group is committed to supporting legitimate and worthy initiatives in the communities in which it operates, as well as promoting and supporting public health.

Such donations and grants must never be made to procure an improper advantage to Cooper Pharma Group, nor provided to recommend or promote our products. All scholarships, donations, grants, charitable contributions must be approved and documented in writing.

Requests for funding are reviewed on their merits and in accordance with applicable laws and regulations and industry standards.

Requests for fundings can only be approved by Cooper Pharma Group Chairman's Office.

Cooper Pharma Group bans contributions by any business to political parties or candidates.



REPORTING NON-COMPLIANT CONDUCT



CODE OF CONDUCT

COMPLIANCE

WITH THE CODE

WE WILL CONSULT THE CODE, COMPLY WITH ITS PRINCIPLES AND SEEK **GUIDANCE WHERE NEEDED**

Each employee is responsible to ensure full compliance with all rules mentioned, in this code, to seek guidance where necessary from the Line Manager, or from the HR or Legal function. To "do the right thing" and to ensure the highest standards of integrity is each employee's personal responsibility and cannot be delegated.

Any failure to comply with this Code may result in disciplinary action, if necessary sanctions.



ODE OF CONDUCT

GOVERNANCE

OF THE CODE

We encourage Cooper Pharma Group employees to speak up and report potential misconduct to the attention of Cooper Pharma Group. Misconduct is categorized as any conduct that violates this Code, Company policies or law. The employee should report potential misconduct to any of the following:

Line Manager, Human Resources, or any member of the Legal function.





