

# CODE

# OF BUSINESS CONDUCT AND ETHICS OF VIANEX GROUP

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**Our values and principles  
form the basis for our success**



**VIANEX** S.A.  
PHARMACEUTICAL MANUFACTURERS  
MEMBER OF GIANNAKOPOULOS GROUP



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## Message from the President of BoD & CEO



At VIANEX Group we view pharmaceutical products as sensitive products with social dimensions, which is why we set ourselves the highest goals that go hand in hand with modern day needs. In service of the principle of “Quality in manufacturing-Care for people” for almost a century, VIANEX has become the leading Greek pharmaceuticals manufacturer as a result of long-standing efforts that have continued from generation to generation, seeking to remain a model business enterprise offering creative solutions.

Our position as market leader, in combination with the highly sensitive sector in which we operate, carries with it increased responsibilities to people, society, the environment and sustainable development. The Group’s Code of Business Conduct is the compass that guides us in all our efforts, our day-to-day operations, and our decision-making practices. The purpose of adherence to the Code is to ensure fairness and integrity in the workplace. All our activities are governed by meritocracy and transparency, and we enforce strict compliance with the legislation and specific rules pertaining to the pharmaceutical industry, particularly since patients and their safety are our priorities.

We believe that the most valuable asset of VIANEX Group is its people. Health and safety in the workplace, personal data protection, equal opportunities, and a positive contribution to society are non-negotiable principles for us. The Code requires that the companies of the Group conform to the aforementioned obligations. It similarly requires commitments from its employees, as well as from all its partners and associates, companies and healthcare professionals, based on ethical and proper professional conduct.

Thank you for your consideration to the Code, and for adhering to the essential principles set out in it.

Best regards,  
**Dimitris P. Giannakopoulos**  
*President of BoD & CEO*  
VIANEX S.A.-VIAN S.A.



### **VIANEX GROUP**

The Company VIANEX S.A. COMMERCIAL, INDUSTRIAL, TOURISM, HOTEL AND SHIPPING SOCIETE ANONYME' with the distinctive title 'VIANEX S.A,' and registered offices in Nea Erythraia, Attica, at 8, Varibobi Street and its subsidiary company 'VIAN INDUSTRIAL, COMMERCIAL AND DISTRIBUTION OF PHARMACEUTICAL, PARAPHARMACEUTICAL, CHEMICAL AND COSMETICS PRODUCTS SINGLE MEMBER S.A,' with the distinctive title 'VIAN S.A.' and registered offices in Gerakas, Attica, at 2, Ag. Nektariou Street.

### **Code of Business Conduct and Ethics or the Code**

The current Code of Business Conduct adopted by the Board of Directors of Companies in the VIANEX Group

### **The Management, the Board or the Board of Directors**

The Board of Directors of Companies in the VIANEX Group

### **Recipients**

All those who act or work or cooperate in any manner with the VIANEX Group of Companies (employees, consultants, suppliers, customers, partners and third parties in general, etc.)

### **PA**

Patients Associations representing and supporting the needs of patients

### **HCP**

Healthcare Professionals (doctors, pharmacists, nursing staff, etc.) who prescribe, buy, sell, recommend or administer medicines

### **HCO**

Scientific health and healthcare institutions (scientific societies, hospitals, clinics, foundations, universities, scientific associations, etc.)

### **FCPA**

The US Foreign Corrupt Practices Act

### **UKBA**

The United Kingdom Bribery Act

### **GDPR**

The General Data Protection Regulation (EU) 2016/679

### **DPO or Data Protection Officer**

The VIANEX Group's Data Protection Officer

# CHAPTER 1

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## Code of Business Conduct and Ethics



## 1. GENERAL

### **This Code of Business Conduct and Ethics defines the daily professional conduct of all VIANEX Group personnel.**

#### 1.1 Aim of the Code

The Code sets the standards that the VIANEX Group of Companies apply in all their cooperations and transactions with third parties. It also sets out the basic principles of the VIANEX Group's business conduct and serves as the basis for its policies, procedures and guidelines which provide additional guidance regarding appropriate behavior.

The Code is the compass that helps us to keep a steady course in accordance with these values and principles.

The VIANEX Group's good reputation depends on the integrity with which it conducts its business activities. We are firmly committed to doing the right thing in every interaction with all parties involved with the Group. Trust should not be taken for granted. It is won through the way we conduct our day-to-day business activities.

All Recipients must comply with this Code and of course with all generally applicable laws and regulations.

#### 1.2. Persons to whom the Code applies

The Code provides ethical guidelines and principles for the conduct of transactions between the Group and the Recipients.

Employees of the Group are responsible for ensuring that all other Recipients fulfill their obligations as agreed, and that they act in accordance with general principles of absolute honesty, loyalty, fair treatment, decency and due diligence, as well as in accordance with any conduct required by good professional practice.

The principles and rules contained in the Code apply particularly to:

- **The Management and all employees of the Group** wherever they are actively engaged at work and in whatever position or capacity, whether full-time or part-time. **Supervisors, of course, have an increased responsibility** and must ensure that all members of their team have read, understood and strictly comply with the Code.
- **Business associates of the Group (consultants, service providers, etc.)**, who must comply with the Code and all applicable laws, regulations and codes relating to the pharmaceutical industry. They must also explicitly adopt and be bound by principles and procedures that are consistent with and are contained within this Code of Business Conduct and Ethics.
- **All third parties** that maintain working relationships with the Group including suppliers, customers, etc. with whom the Group negotiates or enters into agreements of any kind.

#### 1.3 Distribution of the Code - Training

Each Recipient must receive a printed and/or electronic copy of this Code of Business Conduct.

The Code is published and accessible to any interested party through the Group's respective corporate websites:

**[www.vianex.gr](http://www.vianex.gr)**

**[www.vian.gr](http://www.vian.gr)**

The Group shall ensure that all employees receive training regarding the Code. Important interactive e-Learning programs (such as the e-gnosi program) and other user-friendly training tools have been developed internally by the Group in order to help better understanding of Code's key messages, with a focus on corporate and business activity and integrity. The Code is also handed out to all new employees when they first join the Company.

At the same time, external partners and contractors of the Group must receive information and/or in certain cases receive training regarding the content of the Code, declaring their intent to strictly comply with its principles as demanded by the Group.

## 1.4 Internal Complaints

Our continued success depends on the trust placed in us by our customers and our business partners, and on trust within the Group. Everyone is responsible for safeguarding that trust.

We have an obligation to express our views openly, and to report any likely unethical business behavior and any potential violation of the Law, the Code or the policies of the Group.

By reporting a potential legal or compliance issue, Recipients help to protect themselves, their colleagues and associates, as well as the interests and rights of the Group. It is our duty to report all our concerns. All reports are taken seriously and given due consideration to ascertain the most effective way of handling them, including the conduct of an investigation wherever deemed necessary.

If you are unsure as to the appropriate behavior under certain circumstances, you need to ask yourself the following questions:

- Is the specific behavior lawful?
- Am I violating a specific law, or the Group's Code, regulatory circulars, or policies and procedures?
- Is the behavior consistent with the Group's values and corporate principles?
- Does the behavior comply with the Group's Code?
- Is it in line with industry-accepted practices?
- Could it have negative impacts on the Group or on me?
- Would I be in a difficult position if the incident was published in a newspaper?

**The Group operates two (2) Open Helplines for Internal Complaints matters, which are available free of charge, 24 hours a day, 7 days a week, all year round. They are completely confidential and secure and allow us to make a report either anonymously or by name.**

### Corporate Compliance and Ethics Helpline

The Group has established the Corporate Compliance and Ethics Helpline for Corporate Compliance issues related to, inter alia:

- Combating Corruption and Bribery for interactions with Health Care Professionals, Patient Associations and Health Care Organizations
- Promotion of pharmaceutical and related products
- Conflict of Interest

With respect to such violations, we have the right to address and file a report to the Corporate Compliance Office in accordance with the Policy for Handling Complaints & Incidents of Transparency and Violations, in one of the following ways:

**Freephone number: 8001100266**

**E-mail: [compliance@vianex.gr](mailto:compliance@vianex.gr)**

**Correspondence: VIANEX S.A.:**

**8, Varibobi Street**

**146 71, Nea Erythraia, Kifisia**

**PO Box 52894, 146 10 New Erythraia**

**Note on the envelope: "Confidential – Attention: Corporate Compliance Office"**

## Whistleblowing Line

The Group, in compliance with Law 4990/2022 (Government Gazette A' 210/11.11.2022) on the protection of persons who report violations of Union law, has established the Whistleblowing Line.

This is a system providing internal reporting channels and follow-up procedures for reports of violations regarding, among other things:

- Combating bribery (report incident of attempt, suspicion or carried out bribery)
- Public contracts
- Financial services, products and markets
- Prevention of money laundering and terrorism financing
- Free competition
- Consumer protection
- Protection of personal data
- Security of network and information systems
- Transportation security
- Protection of the environment
- Radiation protection and nuclear safety
- Food and feed safety, animal health and welfare
- Public health
- State aids
- Corporate taxation
- Protection of the financial interests of the European Union

This Line also accepts reports related to other issues of illegal and improper behavior, such as indicatively:

- Fraud
- Abuse of power
- Theft
- Bullying
- Insult, defamation
- Violations involving accounting, finance and internal control matters
- Abuse and/or inappropriate use of Company assets and resources
- Violations of intellectual and industrial property rights
- Billing for services not performed or goods not delivered
- Unfair trade practices and transactions
- Misuse and/or leakage of confidential information
- Risk to the proper operation of the Company

In relation to said violations, we have the right to address and submit a report to the Officer responsible for the Receipt and Follow-up of Reports (RFRO), in accordance with the Company's Internal Complaints Management Policy, in one of the following ways:

**Freephone number: 8001100366**

**E-mail: [complaints@vianex.gr](mailto:complaints@vianex.gr)**

**Correspondence VIANEX S.A.:**

**8, Varibobi Street**

**146 71, Nea Erythraia, Kifisia**

**PO Box 52894, 146 10 Nea Erythraia**

**Note on the envelope: «Confidential – Attention: RFRO.»**

## **1.5 Non-retaliation Policy**

Our non-retaliation policy is in line with our commitment to integrity and equal treatment in the workplace.

We strictly prohibit retaliation or retribution against any person who, in good faith, raises concerns about compliance issues or cooperates with any corporate investigation into alleged misconduct.

This is true even if the concern turns out to be false or unfounded. However, no one should intentionally make a false report to the Group.

Any person found to have been taking retaliative actions shall face penalties which may include termination of employment.

## **1.6 Penalties for breaches of the Code**

Compliance with the requirements of this Code is an essential part of all Group employees' contractual obligations and is a prerequisite for our employment relationship.

Each employee must read, understand and comply with it. Violations of the Code or improper conduct by employees will result in the appropriate sanctions, including termination of our business relationship.

In addition, compliance with the requirements of this Code is also an essential part of the contractual obligations of all our business partners and a condition of our business relationship. Each associate/business partner must read, understand and comply with it. Violations or improper conduct will result in the appropriate sanctions, including termination of our business relationship.

The Group has no intention of maintaining relationships with parties who do not comply with the principles and rules set out in this Code. To this end, the Group includes clauses that require compliance with this Code in the contracts signed with such parties.



## CHAPTER 2

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Mission - Vision -  
VIANEX Group Corporate Values

## 2. Mission - Vision - VIANEX Group Corporate Values - Ethics

**These determine our commitments.  
These are what make us worthy of Trust.**

### 2.1 Our Mission

We leverage our know-how and legacy, to produce, deliver, expand and continuously improve our services and products, to support healthcare professionals for the benefit of patients around the world, while creating additional value for the society, our country and all involved parties.

### 2.2 Our Vision

To be amongst the top European pharmaceutical companies, responding to life's challenges and new needs, by offering the good of Health with ever-increasing success, in a world that will constantly improve, thanks also to our contribution.

### 2.3 Our Core Values

The Values which underpin the Group's success are the following:

- **COMMITMENT** to our mission
- **CARE** for patients
- **MUTUALITY** with our partners and customers
- **INTEGRITY** in daily operation, faithfully following legislation, codes of ethics & quality standards
- **RESPECT** for people and the environment
- **EXCELLENCE** across the spectrum of our operation, processes and relationships

The Code translates our Values into our daily activity and requires compliance with International regulations .

### 2.4 Ethics

We are committed to fair trading practices in the countries where we operate. This includes compliance with all laws and regulations at international level (National & European legislation, F.C.P.A., U.K.B.A. etc.).

**As a Group operating on a global scale, the laws of one country may determine the way we conduct business in other countries.** We are well informed regarding the matters in question and we always act in strict compliance with current standards and laws.

Our policies and procedures are in line with and incorporate the relevant laws and regulations, including laws on pharmaceutical products and laws relative to government healthcare plans. These policies and procedures are updated on a regular basis to incorporate any changes in legislation, the industry codes and best practices.

## CHAPTER 3

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# Special Rules Governing the Pharmaceutical Industry



## 3. Special Rules Governing the Pharmaceutical Industry

### 3.1. Pharmaceutical legislation

The VIANEX Group complies with international, European and national laws and regulations applicable to medicines and related products. It also applies the codes of practice that govern our industry's activities.

It believes that full implementation of pharmaceutical legislation is essential and that this must always and without exception be respected. Violations of this may result in damage to the Group, its relationships with patients, the medical and scientific community, and the regulatory authorities.

Governments around the world have enacted laws and regulations that govern our industry's activities, in areas including research, development, manufacturing and approvals, as well as marketing, promotion and distribution of pharmaceutical products. These laws directly affect our day-to-day work and govern our interactions with patients, healthcare professionals, researchers, clients, customers, purchasers, regulators, governments and other parties.

We understand that laws and regulations relating to healthcare help protect the public and for this simple reason, we are committed to abide by them wherever we operate.

For this reason:

- We comply with all laws and regulations governing the approval and manufacturing of our products.
- We comply with all laws and regulations governing the way we cooperate with the competent authorities.
- We comply with all laws and regulations governing the marketing, promotion and distribution of our products.
- We are committed to providing reasonable, balanced and accurate information to help patients and healthcare professionals in order to choose the most appropriate treatments.

### 3.2. Relations with HCPs and HCOs - Medical Congresses

By participating in scientific events or educational programs, the Group aims to improve patient care and to engage in the exchange of valuable medical and scientific information and experience. This participation must be linked to the role played by the Group in research, development and scientific information in the field of health.

Stakeholders of the Group have a legitimate interest in remaining informed about our products and services.

All information provided to customers of the Group regarding its products and services, including the availability and delivery of pharmaceutical products, must be objective, accurate, supported by the respective scientific evidence, and presented honestly, fairly and via the proper means.

More specifically:

- We support medical education of HCPs (for example by sponsoring independent medical education). Keeping abreast of developments in medical science is in the best interest of healthcare professionals and their patients.
- When attending congresses and scientific events or educational programs, the items on the agenda and the scientific program should be tailored to the participants and support the purpose of the program or meeting.
- The Group's interactions with HCPs and HCOs have as aim the exchange of scientific information which can help to ensure the optimal use of VIANEX Group products and services.
- All transactions with healthcare professionals must be conducted in a highly professional and ethical manner in compliance with the standards of ethics, integrity and fair compensation for the services provided.
- No monetary or other type of benefit shall be given, directly or indirectly, to an HCP for the purpose of increasing the influence or promotion of VIANEX Group's products and services.
- All payments or donations, monetary or otherwise, to HCPs, HCOs or PAs must be properly documented, properly disclosed where required, open to audit, and adequately justified, in writing. The same rules apply to donations to organizations.

### 3.3. Safeguarding Patient and Consumer Safety - Reporting Adverse Events

Our commitment to the safety of those who use our products is always our priority in everything we do. To protect patients, we need to identify, assess, minimize and, where possible, eliminate potential safety problems with our products.

We comply with all legal and regulatory requirements governing the reporting of safety information to regulatory or public health agencies and communicate with every regulatory authority that oversees our products to address any potential safety concerns.

We communicate openly and honestly with healthcare professionals, institutions, patients and public health services to ensure that they have the information they need to use the Group's products safely and effectively.

We respond promptly to complaints we receive about our products and take the appropriate corrective actions.

The Group complies with all obligations to report safety information related to any of our products to the competent authority.

A way in which we monitor the quality and safety of our products is through the diligent collection of information from the recipients of our products themselves. If you become aware of an adverse event observed during use of one of our products, you should report it immediately to the responsible persons or teams in the Group within one working day, even if you are unsure whether there is a causal relationship between the product and the side effect.

### 3.4. Conducting Research and Clinical Trials

As we develop products, the competent authorities require many types of studies, including clinical trials, involving humans. The information gained from this research helps us discover new products, new treatments or improve existing treatments. When conducting research:

- We observe strict compliance with the respective national and European legislation regarding research in general and clinical trials in particular, including applicable ethical rules adopted by competent organizations at international level, such as the rules governing good laboratory and clinical practice.
- We place the need to protect the rights, safety, dignity and welfare of participants above all other considerations.
- We ensure that participation in clinical trials is voluntary and unaffected by improper methods or incentives. It is therefore important that those involved in clinical trials fully understand the nature and purpose of the research, and the risks and/or potential benefits associated with it. An essential part of the research process is obtaining consent from participants in the study after they have been given the relevant information.
- We value the contribution made by everyone who participates in research, and we are committed to treating study participants with dignity and respect.
- We are committed to delivering the results of research, whether positive or negative, accurately and timely, adhering to industry standards of publication and authorship. The results from each study must reflect the data obtained from the study accurately and clearly.
- We do not seek to influence the outcome of clinical trials or the reports of clinical investigators in any improper manner. We recognize the importance of ensuring that study data and the associated analysis are accurate and reliable.
- Where research is conducted on our behalf, we require the appropriate disclosure of the relationship in accordance with currently applicable legislation. We consider it important to fully disclose financial and other relationships in research and development.

### 3.5. Patients' Associations

#### **Patients are our Priority**

The Group, true to its Mission and Values, supports patients, their families and their caregivers by undertaking initiatives concerned with education, raising awareness, scientific research and services that can improve their lives.

The Group communicates with a wide range of PAs in different therapeutic areas with a view to promoting shared values of integrity, independence, respect, equality and transparency.

Our relationships with PAs must be governed by integrity and transparency.

The Group's priorities are:

- Improving patient education and raising awareness of the diseases that affect them.
- Supporting patient access to treatments and health services.
- Promoting better understanding of the needs and challenges of patients, their families and carers in the modern healthcare environment.
- Understanding and supporting the goals of patients' representatives for defending their rights throughout the course of their patients' illness.

Communication with patients is carried out exclusively through third parties, such as patients' representatives, HCPs or specialized companies supporting patient care programs.

A cooperation agreement governing this communication will be drafted and approved by the Group's Legal Department, the Corporate Compliance Directory, and the Data Protection Office for signature by both parties.

CHAPTER 4

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Combatting Bribery and Corruption

## 4. Combatting Bribery and Corruption

### 4.1. Definitions and Legal Framework

Bribery is a form of corruption and is defined as offering anything of value to another person or accepting anything of value from another person in exchange for an action or omission.

Corruption is the abuse of vested power for personal gain, and in addition includes blackmailing, fraud, unfair influence, money laundering, nepotism (family favoritism) and conflicts of interest.

The main aim of these provisions is to prevent all corruption acts and any attempt to corrupt Greek or foreign civil servants or any other person who cooperates with the Group. They relate against:

- Active corruption, where undue benefit (money, gifts, services, etc.) is offered or promised with a view to inducing a public official or any other person (such as a politician) to do or not do something within the scope of their employment, or by virtue of their job position or role, which favors the Group.
- Passive bribery, where a public official or any other person (such as a politician) solicits or obtains offers of money, gifts, services or benefits to do or not do something within their field of employment, or by virtue of their job position or role, which favors the Group.

The regulations apply not only to direct corruption, but also to indirect corruption (carried out by third parties in the name of or on behalf of companies or individuals such as the Group's service providers or suppliers).

'Public or government officials or officers' means the officials of any government, including all officials of government-controlled or government-owned entities, or persons acting on behalf of an international public agency (such as the WHO, UNICEF etc).

'Politician' also means any person who is elected to a political office or nominated for such office, any person who is an official or employee of a political party, or any other person acting in an official capacity on behalf of a political party.

The Group requires strict compliance with all the legal requirements against corruption and illicit payments of any kind.

The Group is subject to anti-corruption and anti-bribery legislative provisions, including:

- the US Foreign Corrupt Practices Act (FCPA).
- the United Kingdom's Anti-Bribery Act (UKBA).
- the United Nations Convention against Corruption.
- the OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions and
- other national implementing laws and regulations.

### 4.2. Guiding Principles

The Group's general guiding principles are the following:

- The Group prohibits bribery or corruption in any form, and undertakes to conduct its business in an ethical and lawful manner. It is the Group's intention that all departments and the individuals and entities that work for it or act on its behalf take appropriate measures to identify and/or prevent any such conduct or attempts thereat. We demand the same from our business partners.

Any direct or indirect bribery, payment in return for acting or other improper payment or promise to an individual or organization in the private or public sector is expressly prohibited.

- It is crucial for the Group that appropriate and satisfactory care is shown when dealing with third parties and other persons who perform work on its behalf, since it may be held responsible for acts of corruption in which said persons may be involved.

Relations with third parties should be managed exclusively by authorized employees. All contracts must be reviewed and approved by the relevant members of the Legal Department and the Corporate Compliance Directory based on Group procedures and policies.

The Group opposes all forms of corruption and makes active efforts to ensure that corruption is avoided in all its business activities.

- Before entering any relationship or partnership with suppliers or service providers, experts, consultants or any other potential partners, you must make sure that you are fully aware of the persons you are permitted to cooperate with, the reasons for the cooperation, as well as when and to whom you may transfer funds or other benefits.
- The Group must be certain that its business transactions and partnerships are transparent and ethical. To this end, a pre-contractual due diligence procedure must be followed under specific conditions, and a special form must be completed and signed.
- Special approval is required prior to offering contributions, financing, gifts, invitations, hospitality or other benefits to healthcare professionals or officials (or their families) who work in the public or private sector, either directly or through third party intermediaries.
- In such cases, you should consult your immediate Supervisor and the Compliance Directory. Please be aware that in all cases the offer or promise of gifts or benefits to public officials (or to their families) or to other parties with which we interact is strictly prohibited.
- In any case, you must identify individuals in the Group with decision-making power over the spending process. You must be sure that you adhere strictly to the Group's internal procedures for expense approval. In the event of any doubt whatsoever regarding the legality of a gift or payment, you should notify and consult your immediate Supervisor, the Corporate Compliance Directory, and the Legal Department.
- If you suspect any instances of bribery or corruption on the part of a public official or one of the Group's commercial or scientific partners, you should report them to your immediate Supervisor and/or the Corporate Compliance Directory.

### **4.3. Cooperation with government authorities and public officials**

The Group strictly observes laws and regulations in its transactions with public and government officials.

- It is prohibited to offer, promise, approve payment of, provide or receive anything of value, including any illegal commission, bribes or similar payments of any kind, and it is also prohibited to provide/receive personal favors to/from a public or government official.

The legal sanctions for misconduct can be severe for both the individual and the Group.

- Group employees are not directly or indirectly authorized to bind the Group to participating in the political process, supporting a political party in any manner, or using their relationships with the Group in political activities.

The development of personal relationships with representatives or employees of public administrative bodies with the object of securing benefits, exerting influence, or intervening with the object of directly or indirectly influencing outcomes are strictly prohibited; neither is it permitted to offer goods or other benefits to civil service representatives, executive staff or employees, even through third parties.



## CHAPTER 5

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### Transparency in the Financial and Internal Audits Sectors



## 5. Transparency in the Financial and Internal Audits Sectors

### 5.1. Accuracy of Accounting Books / Records

The Group must record all financial and business information honestly, accurately and clearly. This includes (without limitation) expenses, revenues, assets and liabilities, research results, production and quality data and any other corporate information.

The Group must ensure that it complies fully with all applicable statutory provisions as well as Greek Accounting Standards, particularly with respect to reporting and audits, recording and maintaining documents and disclosure of information.

Accounting transparency requires accurate and complete information for all accounting records. Files must be complete, orderly and readily understandable. All financial transactions and payments must be authorized and recorded. Strict compliance with corporate accounting methods is required.

Each transaction must be recorded and accompanied by suitable documentation or evidence of the activity performed, in order to allow :

1. Simplified reporting and bookkeeping entries in financial records.
2. The identification of varying levels of responsibility

The exact transaction history should be documented to reduce the probability of errors in interpretation.

If you notice omissions or errors in financial records or documents that serve as the basis for accounting records, you must report them to the Finance Department, the Internal Audit Department and your immediate Supervisor.

### 5.2. Internal Financial Audit

Internal financial audits are intended to assess the adequacy of the individual functions and the internal control system by proposing improvements and new internal security controls in case of weakness or omissions. They are also intended to review and verify the Group's activities, with the aim of ensuring:

- cost control, including efficacy and efficiency of corporate operations in compliance with the Group's strategies, goals, policies and procedures, and for the purpose of safeguarding the Group's assets.
- the reliability of the Group's information system for financial management and compliance with said purposes.

### 5.3. Customs, Trade & Export Control Provisions

All transactions, regardless of whether they are cross-border transactions or whether they relate to goods to be transported within the same country, may be subject to national and international customs provisions and controls on trade and/or exports.

The Group operates internationally and imports, exports and transports a large number of goods every day. As the goods must be checked and released timely by the customs authorities, all shipments of goods must be prepared by the supply chain departments, following the experts' instructions, in order to ensure compliance with national and international provisions and export regulations.

Customs legislation applies regardless of quantity, type of material or method of transport.

### 5.4. Export Control

All employees of the Group engaged in foreign trade activities must refrain from transactions which are recognized as not being permitted by national or international trade control legislation.

Employees of the Group must ensure that business partners and individuals abroad are not listed in state or international lists of businesses and individuals with whom it is prohibited to cooperate.

Certain destinations are subject to extensive foreign trade controls or embargoes and require additional checks and controls before they can be processed.

### **5.5. We should be alert for payments from suspicious sources**

Purchases and payments which are carried out in unusual ways may signal illegal activity.

Pay attention to payments made to the Group that come from an unknown source, are made exclusively in cash, or are payments made through a personal bank account or financial institution which is not linked to a customer or business partner.



## CHAPTER 6

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### Financial Transactions / Social Media

## 6. Financial Transactions / Social Media

### 6.1 Respect for free and fair competition

The Group believes that fair competition allows the free market to develop - with the consequent social benefits - and aims, through its actions, to achieve competitive results which reward skills, experience and efficiency. Competition law (also known as antitrust law) is intended to protect competition.

It prohibits business conduct which has as its object or effect the prevention, restriction or distortion of competition.

We must ensure full compliance with European competition law and the respective equivalent national competition laws.

The proper functioning of the economy is based on fair and lawful transactions within the framework of free competition.

Fair pricing of our products is an essential part of our commitment to improving global health.

This is precisely the reason why we never engage in activities that restrict free trade, such as price fixing, the rigging of tenders or other practices that violate antitrust laws.

We never discuss prices, customers, sales agreements or our participation in tenders with competitors, and we are careful to avoid any activity that gives the impression of restricting commercial trade.

All employees must comply with competition and antitrust law and must refrain from engaging in any inappropriate behavior towards our competitors.

Behavior that violates competition law and principles may include the following:

- Collusion among competitors and agreements or arrangements violating the competition principles and law that a company may have with one or more partners, including suppliers, customers or distributors, as well as abuse of a dominant market position.
- Information of any nature concerning pricing, customers, suppliers, distributors or potential competitors may only be obtained by lawful means.
- All actions intended to slander a competitor, defame its products, or damage its reputation in any way.
- The exchange of sensitive, from a competition perspective, information with competitors.
- The abuse of a potentially dominant market position.
- The imposition of restrictions on customers or suppliers.
- Participation in certain mergers and acquisitions prohibited by the relevant competition authorities.

### 6.2. Intellectual Property

Intellectual Property Rights play a crucial role in our business activity.

Protecting the intellectual property of the Group and its people is crucial to maintaining our competitive advantage.

The law pertaining to protection of intellectual property provides protection for valuable assets of the Group including patents, trademarks, copyrights, know-how, inventions, trade secrets, domain names and related company rights.

The Group supports every initiative aimed at establishing a legal and regulatory environment which will provide protection for intellectual property rights.

The Group is firmly committed to respecting the intellectual property rights of third parties. The Group expects all its employees to give due consideration to the intellectual property rights of third parties during execution of their day-to-day tasks and asks them to contact their supervisor or the Corporate Compliance Directory when in doubt.

The Group also undertakes to respect the intellectual property rights of business partners and to inform them and protect them with respect to third-party violations.

If, in the course of your work for the Group, you do any innovative work that likely qualifies for intellectual property protection, you should report it immediately.

The Group retains the rights to such creations in accordance with the respective corporate policies and procedures.

### **6.3 Relationships with Suppliers and Service Providers**

The Group chooses goods and services that make the greatest contribution to the Company in the long-term.

To ensure that all suppliers are given an opportunity to compete for our business, the Group obtains competitive bids wherever deemed appropriate.

The Group chooses its suppliers based on quality, punctuality, price, experience, specialist knowledge in the provision of specific services, respect for deadlines, reputation, and innovative approach.

Other factors, including environmental and business practices, may also be taken into consideration.

Suppliers and service providers must be selected with complete impartiality, with the sole criterion being the best provision of services to the Group. The choice may not be influenced by criteria not related to the supply of the products or services concerned.

In each case, the remuneration to be paid under the agreement must be reasonable and proportional to the services indicated in the agreement, as well as with the professional capabilities and actual services provided.

The Group treats its suppliers and service providers with fairness and integrity. It respects the terms and conditions of the agreements and honors the commitments contained therein.

It makes every effort to ensure that it meets its financial obligations and that confidential and secret information concerning its suppliers and service providers is protected.

### **6.4. Use of Social Media**

It is essential that particular care must be taken when using social media (Facebook, LinkedIn, YouTube, etc.), as far as your personal life is concerned, or if you are acting on behalf of the Group. Use must be responsible and must never lead to disclosure of information about the Group or its products that is confidential and not in the public domain.

If you are reposting other people's texts, images or videos, you should ensure that the necessary permissions and consent has been granted beforehand.

It is very important that personal views in social media are expressed with due respect and good judgment, considering that your posts may likely have an impact on the Group and its reputation, and may influence the opinion of third parties regarding the Group and the values it stands for.



## CHAPTER 7

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### Conflict of Interest



## 7. Conflict of Interest

As employees of the Group, situations in which your personal interests, financial or otherwise, conflict or appear to conflict with the interests of the Group must be avoided, as described in detail in the Group's Personnel Conflict of Interest Management Procedure.

A 'Conflict of Interest' is defined as circumstances that arise when an employee has private interests that could unfairly influence the performance of his/her official obligations and duties.

The actions of family relatives (to the first and second degree, including spouses) and persons you associate with professionally may also create situations in which conflicts of interest can occur. Under no circumstances should you allow situations to arise in which personal relationships or family interests conflict or interfere with those of the Group.

Every employee of the VIANEX Group of Companies is required to complete the Conflict-of-Interest Questionnaire as foreseen by the relevant internal Policy, every three years. The questionnaire is indeed given to all new employees when they first join the Company. Furthermore, each employee of the Group must make an annual declaration regarding the existence or otherwise of changes in the required information reported in the Questionnaire.

It is noted that relatives of Group employees are not prohibited from working for customers, competitors or commercial partners of the Group. In this event, Group employees must declare the details of kinship with customers, partners or competitors in a timely manner and must disengage from procedures of selection or interaction in any way.

Conflict of interest may arise in a number of ways, including but not limited to the following:

- Undertaking business outside the Group or receiving remuneration from a competitor, provider or client of the Group.
- Entering a personal relationship with a person who works for a supplier of the Group.
- Investing in a company that competes with the Group.
- Participation in the Board of Directors of a customer, partner, or competitor of the Group.
- Conducting business on behalf of the Company with a company belonging to a relative.
- The provision of consultancy services, with or without remuneration, to another pharmaceutical company.
- Seeking personal benefit from a third party to influence a favorable decision of the Group towards that party.
- Using confidential or proprietary information that could cause harm to the Group's commercial objectives or business activities.

In these cases, you should notify your immediate Supervisor who will subsequently take the necessary actions to handle the situation in cooperation with the Corporate Compliance Directory and Human Resources Department.

Many actual or potential conflicts of interest can be resolved in a manner that is acceptable to both the employee and the Group.

You must promptly inform your Supervisor regarding participation in committees of third party companies, commercial entities, or scientific advisory committees, if a potential conflict of interest should occur.

### Gifts and Entertainment

You should refuse gifts or offers of entertainment that might raise doubts for your personal integrity or the impartiality of the Group.

Gifts and entertainment, even if offered with the purest motives of personal or professional friendship, may be misinterpreted and create undesirable influence.

To avoid inappropriate relationships, or the suspicion of inappropriate relationships, with third parties which have or may form business relations with the Group, we must adhere to the following principles:

- Group employees must not solicit or accept gifts, benefits or offers of entertainment from third parties that have or may form business relations with the Group. Gifts include not only material goods, but also benefits of any kind.

- Group employees may only accept gifts or entertainment offers offered to them without their request, if they do not exceed the limits of civility and that the value and nature of the gift does not create any suspicion of obligation on the part of the recipient.
- If you have doubts as to whether it is allowed to accept a gift or offer of entertainment offered without request, you should consult your immediate Supervisor and comply with his/her instructions.



## CHAPTER 8

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### Confidentiality / Confidential information

## 8. Confidentiality / Confidential information

'Confidential information' means any information, in any form, indicatively relating to, concerning, or arising from the following: any idea, patent, trademark, brand, design, method, discovery, improvement, product, trade secret or policy, data, product development or specifications, procedures, research, operations, corporate affairs, financial data or information relating to a customer, supplier or employee.

Recipients acknowledge and agree that they may gain access to or become aware of Confidential Information in the course of their work or cooperation with the Companies of the Group.

The aforementioned persons, both during their employment or cooperation with the Group and in perpetuity after the termination thereof and, in any event, for a period of at least ten (10) years, shall keep all Confidential Information secret and shall not use, disclose or in any way make available, directly or indirectly, any such information to any other person without the prior written consent of the Group. This commitment may also involve the signature of respective confidentiality agreements.

Confidential Information shall be exclusively used in connection with the provision of specific work, cooperation, or services that the Group is in any event fully aware of, and for no other purpose whatsoever. Persons with access to Confidential Information undertake not to use such information in any way other than in the performance of their work and undertake not to disclose or permit disclosure of such information. Neither shall they copy, reproduce or permit the copying or reproduction of any part of said information for any reason whatsoever.

Even after termination of relations with the Group, employees and other representatives must maintain the confidentiality of Group information and return all Group documents and records (including electronically stored information).

### Guiding principles

We are all responsible for protecting the confidentiality of Group information, and must always comply with the following guidelines:

- Disclose Confidential Information strictly on a need-to-know basis.
- Do not discuss sensitive company matters in public.
- Use password protection on computer files in accordance with Group procedures.
- Secure sensitive information in locked files and cabinets.
- Secure sensitive information on laptops while travelling.
- Exercise caution when using phones on speaker mode and cell phones.

The best protection for the Group is to limit disclosure and to continuously assess the reliability of third parties. If you encounter a situation in which there are indications that the protection or confidentiality of sensitive information may have been compromised (including missing documents, unusual requests for information, indications that information systems have been tampered with, etc.), contact your Supervisor or the Legal Department immediately.

## CHAPTER 9

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### Labor-related matters

## 9. Labor-related matters

We are committed to respecting and promoting human rights in accordance with the Universal Declaration of Human Rights and the United Nations Guiding Principles on Business and Human Rights.

### 9.1 Respect for Human Rights

VIANEX Group respects human rights. We are committed to seeking out and preventing any negative human rights impacts relating to our business activities.

### 9.2 Freedom in the Right to Work

The VIANEX Group complies with all obligations provided for in relation to freedom of choice at work, as reflected in labor legislation and the conventions of the International Labor Organization. Employment contracts describe in detail the Company's obligations and commitments towards its employees, and these are updated as required based on changes in applicable legislation. Employees are free to resign and leave the Company at any time they wish, in accordance with applicable legislative requirements. The Group does not destroy, conceal, confiscate or otherwise deny employees access to the documents in their personal file.

### 9.3 Equality & Diversity

Values of Diversity, Equality and equal opportunities are inextricably linked to the progress, prosperity and development of the Company and society, and to its people, without exception.

Employment and work are fundamental to ensuring equal opportunities for all and contribute greatly to the full participation of people in economic, cultural and social life and personal development. The Company takes all possible measures to avoid discrimination based on race, religion, color, origin, age, special needs, sexual orientation, political beliefs, gender or marital status in all corporate procedures (recruitment, promotion, dismissal, training, etc.).

VIANEX Group does not tolerate any form of disrespect or inappropriate behavior, psychological or verbal violence, unfair treatment, or retaliation of any kind. Harassment is unacceptable in the workplace.

### 9.4 Freedom of Association and Collective Bargaining

The VIANEX Group respects legislation governing the right of association. It recognizes the right of its employees to be represented by trade unions or workers' committees without this right being subject to retaliation, and makes arrangements to facilitate the exercise of this right.

### 9.5 A Safe and Healthy Workplace

Issues of safety, health and the environment are integral to our business operations, and in this context, we approach them with the same level of commitment with which we handle other activities related to our business operations.

The activities of the VIANEX Group are conducted in compliance with applicable laws and regulations, company standards, and best practices pertaining to health, safety and environmental issues.

We provide a safe and healthy workplace and comply with health and safety laws in force. We are committed to maintaining a productive workplace, minimizing the risk of accidents, injuries and exposure to health hazards. We are committed to collaborate with our staff and offering ongoing training with the intention of improving health and safety in our workplaces, including hazard identification and remedial action in health and safety matters.

Each employee is personally responsible for protecting safety, health and the environment in the workplace to the maximum extent provided for by their work-related duties to the full extent of their knowledge, skills and experience.

## **9.6 Workplace Safety and Inhuman Treatment**

We maintain a workplace free from violence, harassment, intimidation and other unsafe or disturbing circumstances due to internal and external threats, with respect for human dignity. Any form of harassment and violence in the workplace is not tolerated. It is very important that workers feel free to speak up if they experience or witness harassment at work. The Company expressly prohibits behaviors involving harassment based on race, gender, color, sexual orientation, religion, origin, nationality, citizenship, age, family status, appearance, or reduced mobility. Harassment covers a wide range of expression, from overt requests of a sexual nature (e.g. obscene behavior or acts, offensive comments, vulgar jokes or remarks, showing obscene material in the workplace), to verbal or non-verbal threats, abusive remarks or teasing, assault or obstruction of normal work or functions, and instances in general where offensive behavior results in creation of a hostile environment.

Employees must make every effort to ensure a safe and stable working environment in which each person is able to work without fear of potential harassment.

The Company has established specific policies to combat violence and harassment in the workplace, as well as to handle internal complaints regarding such behaviors.

## **9.7 Slavery, Forced Labor and Human Trafficking**

We prohibit the holding of any person in slavery or servitude, and we prohibit the use of any form of forced or compulsory labor or involvement in human trafficking.

## **9.8 Prohibition of Child Labor**

We comply with all national laws regarding the minimum age of employment as set out in Convention 138 of the International Labor Organization. We prohibit the recruitment of persons under 18 years of age.

As a Group, we expect our business partners to comply with the fundamental principles of the International Labor Organization and, in particular, those related to child labor, forced labor, working hours, wages and salaries, freedom of association and non-discrimination.

## **9.9 Working Hours, Wages & Salaries, and Benefits**

We operate in full compliance with applicable laws on wages, working hours, overtime and benefits of all kinds.

## **9.10 Recruitment with Respect for Meritocracy and Ethics**

We ensure that recruitment is invariably managed professionally, impartially, and transparently. Job advertisements are clear and precise. Everyone understands the nature of the work required and the terms and conditions associated with the job. The collection, storage and processing of employees' personal data is carried out in accordance with national and European legislation and the principles of confidentiality.

## **9.11 Work-life Balance**

We comply with current legislation pertaining to staff working hours. Our Company acknowledges and promotes a healthy work-life balance, and respects the commitments that employees have outside the work environment. It recognizes the right to rest and leisure and follows national legislation regarding compulsory holidays, maternity and paternity leave, and other leave related to family responsibilities or force majeure events. Leave is approved by the immediate Supervisor and the Head of Personnel and a record is kept in a separate file for each employee.





## CHAPTER 10

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### Protection of Privacy and Personal Data

## 10. Protection of Privacy and Personal Data

The protection of individuals (healthcare professionals, patients, customers and employees etc.) in relation to the processing of their personal data (e.g. collection, storage, deletion etc.) is a right established by the European Union Charter of Fundamental Rights and is of paramount importance to the Group.

According to the General Data Protection Regulation (Regulation (EU) 2016/679 or the GDPR), 'personal data' means any information that identifies or may lead to the identification of a natural person.

- Examples of Personal Data include full name, ID number, home address, date of birth, parents' names, curriculum vitae, social security number (AMKA), bank account number and IBAN, private motor vehicle license plate number etc.
- Particular attention should be paid to data that is more 'sensitive' by their nature. Indicatively, data relating to racial or ethnic origin, political views, religion, philosophical beliefs, sexual preferences, an individual's state of health and any outstanding judicial matters (e.g. criminal record) are considered to be sensitive data.
- Special protection of sensitive Personal Data (special categories of data) is of particular importance to the Group.

The Group is committed to protecting Personal Data and to process it exclusively within the limits determined by applicable laws.

### Guidelines

- We manage the data of our patients, healthcare professionals, customers and employees with due care and respect. Whether we collect such information orally, in writing or electronically, we use it exclusively for legitimate business purposes, and always in accordance with information given in advance and the consent that has been granted. We pay particular attention to the health data we collect when conducting research, or as part of our legitimate product management procedures, such as pharmacovigilance.
- We collect, use, disclose or store the minimum personal data necessary to achieve legitimate purposes.
- We keep the data for as long as necessary for the purposes of processing it, in accordance with European and national legislation.
- We protect personal data during collection, processing, use, disclosure and storage and prevent inappropriate disclosure.
- We protect data from inappropriate use or transfer to unauthorized sources.
- Every employee of the Group is responsible for the personal data they process and for observing the requisite formalities.
- Any third party must also respect our commitment to protect the privacy and personal data of our employees.
- This also applies to third parties and suppliers who work with us, who are required to maintain the same standards of privacy and security about personal data.
- As all third countries (i.e. countries outside the European Economic Area) do not provide protection of personal data equivalent to the standards of the European Union, the transfer of personal data from one European Union country to a third country is strictly controlled.

Report any personal data security breaches:

- to the Data Protection Officer (DPO) as follows:

**E-mail: [dpo@vianex.gr](mailto:dpo@vianex.gr)**

**Postal address: 8, Varibobi Street, 14671, N. Erythraia, Kifisia**

## CHAPTER 11

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### Contribution to Society - Corporate Responsibility

## 11. Contribution to Society - Corporate Responsibility

**The Group's activities are consistent with its vision and concerned care for sustainable development.**

Assumption of social responsibility for others represents a firm commitment, and the initiatives undertaken by the Group are practical evidence of its constant efforts to make a significant contribution to the creation of a healthier, better world that can face the future with optimism!

This is the cornerstone of the Corporate Social Responsibility (CSR) initiatives that the Group has adopted and implemented throughout its history, with respect for human rights and the environment, while protecting health, and with a view to making a positive contribution to Greek society. With a view to continuous enhancement of its positive footprint in Greek society, the Group has a wealth of projects to show, not only as an innovator, but also in improvements to the health and well-being of the community.

### The principles of Corporate Responsibility for which we stand:

The Group is an ambassador for sustainable development and a member of multiple organizations which have the objective of promoting sustainability and responsible business entrepreneurship.

#### • Corporate Governance

The concept of corporate governance guides the Group's day-to-day operations, by complying with the law, regulations and international best practices and standards. Together with the other principles followed by the Group, this secures meritocracy and transparency in all its activities.

#### • Market

The quality and safety of our products is our primary concern. Today, 198 brands with 362 SKUs\* are included in the Group's portfolio and this is a testament to the breadth of cooperation between the Group and major international pharmaceutical companies, but beyond this, it is evidence of the confidence and trust which they place in the Group.

#### • Human Resources

"Our greatest strength, people".

The Group believes that its people are its most asset. They make the difference. Investing in human resources allows us to maximize the efficiency of our organization and the services it provides.

#### • Society

The social dimension of its activities is very important to the Group. The Group actively supports a variety of programs, scientific and otherwise, actions and initiatives designed to have a positive impact on society.

#### • Environment

The Group monitors its performance in the area of carbon footprint reduction through the certification systems and procedures that it follows and continues to set new and higher environmental targets.

The culture of sustainable development policies and initiatives is also supported by the procedures that the Group has integrated into its system for the purpose of promoting transparency and accountability in all initiatives.

### Sponsorships and Donations

The donations and sponsorship programs made by the Group are part of its commitment to society and are a way of contributing to worthwhile causes.

The Group is always careful when making donations or entering into a sponsorship agreement, since such activities may sometimes be seen as an attempt to secure inappropriate advantage.

Any request for a donation or sponsorship must be approved in accordance with the Group's policies, with adequate and acceptable due diligence and other transparency measures.

This means, inter alia, that the identity of the recipient and the intended use of the funds must be clear, and the reason and purpose of the donation or sponsorship must be adequately justified and recorded in the relevant request.



## **Declaration of Receipt and Commitment to comply with the Code of Business Conduct and Ethics**

I hereby certify that I have received, read, understood and shall comply with the Code of Business Conduct as it applies to the duties of my job.

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Signature \_\_\_\_\_ Date \_\_\_\_\_

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Name written in full \_\_\_\_\_

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Delivered to \_\_\_\_\_ Full name written in full \_\_\_\_\_ Signature \_\_\_\_\_ Date \_\_\_\_\_



**VIANEX** S.A.  
PHARMACEUTICAL MANUFACTURERS  
MEMBER OF GIANNAKOPOULOS GROUP

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