



Anti-bribery code

Words from the CEO

Created in 1977 in France, Macopharma, **thanks to the hard work of its employees, grows and became a global company.**

True to its words and faithful to its values of respect and professionalism, Macopharma is able to adapt to new environments and issues in order **to meet the expectations of its customers and stakeholders.**

If globalization is a chance to reach new markets and customers, of growth, it is also a promise of new challenges to overcome.

In that context, **our growth and long term viability stands on three key principles:**

Integrity, Exemplarity, Responsibility

The goal of this Policy is to define and explain, with concrete examples, the behaviour expected from all Macopharma's employees and all persons working in the name and for the Group.

In this new environment, my message is clear: **Macopharma reject the corruption and absolutely zero corruption act will be tolerated.**

If you have doubt on the application of this Policy or and the behaviour to adopt in a delicate situation, Macopharma is here to help you. Do not hesitate to ask your manager or the Compliance Officer.

The Executive Committee and myself rely upon all and every one of you to apply and make sure that this Policy is applied within the Macopharma Group. Only through our day-to-day mobilisation will we be able to assure Macopharma growth and sustainability.

Tourcoing, May 7th, 2020.

Caroline HERNU
Managing director



I. Introduction

Macopharma's ethical chart states that we strongly reject corruption in all its forms. This Anti-Bribery Policy complete the Ethical Chart in order to make sure that Macopharma's activities are carry out with integrity and ethical behaviour.

This Policy applies to all Macopharma's activities, its employees, all its legal entities. In addition, Macopharma wish to associates to its efforts all its stakeholders and share with them its values.

This Policy will allow Macopharma's personals and agents to get themselves acquainted with the anti-bribery laws and the appropriate reactions to have.

The principles within this Policy must strictly be respected. Any violation of this Policy can lead to disciplinary sanctions and the termination of any contractual relation.

Regarding corruption, Macopharma does not distinguish between public official and private person. Corruption shall not be tolerate within Macopharma, regardless of the beneficiary of the bribe.

II. Fundamental principles

Macopharma acts with integrity.

Macopharma's personnel and/or any other party acting in the name of Macopharma must act with integrity and avoid any actions susceptible to harm the companies' reputation.

Macopharma dismiss corruption in all its forms.

Macopharma's personnel and/or any other party acting in the name of Macopharma enjoin itself from doing any act of corruption, being public or private. This ban applies regardless of local customs.

Macopharma's interactions with its clients are transparent and ethical.

Macopharma give great importance to conform itself with all the laws and regulations of the pharmaceutical industry.

Macopharma requires that all parties acting in name and for its benefits like but not limited to, agents, sales representatives, consultants or lawyers, comply with our principles when acting for us.

III. Macopharma's code of conduct

Corruption is the act to give, propose or promise something of value, material or immaterial, in order to gain an advantage. Agreement between the corruptor and the corrupt is enough to characterize a corruption scheme and justify penal prosecution.

Propose to a public official to give an internship to his/her children in exchange for a favourable look on a commercial offer can be view as corruption.

In order to apply its principles, Macopharma implement a business partner selection process. Payment of such business partners can only be performed if they are legally correct, within the scope a written and signed contract and against a fully form invoice.

Use an intermediary without a proper due diligence nor contract is a risk that Macopharma is not willing to take.

Regarding gifts, hospitalities and entertainments, Macopharma strictly comply with the regulation. During a business meeting, a congress or an event, do not pay an entertainment (concert, tickets for a soccer game ...) to a participant except if it is appropriate and incidental to the event. Do not pay for side traveling or extended stay (pay for a longer stay than the duration of the congress or agreeing to pay for expanses with a stopover).

For example, even for a known specialist, invitation to a sport event in a VIP logia is prohibited.

Before any new relationship with a business partner, or offering a gift or a hospitality or an entertainment, ask yourself if Macopharma's reputation, yours or the one of the other person will be tarnish if information about it appears in the front page of a newspaper. If so, then do not act. This is common sense Macopharma ask you to have the correct behaviour is such situation.

It is sometimes difficult to say no. In some countries, for some cultures, say no to a gift might be considers as an offense. In such circumstances, you can refers yourself to this Code and use it as justification to your refusal.

Subventions or donations must be dealt with extreme caution and with the legal and compliance department.

Macopharma forbids all facilitation payments, regardless of the local legislation.

For example, a custom agent requesting some cash money to allow you in the country. In such situation, refuse to pay and contact the legal and compliance department.

IV. Warning signs

Face with the following cases, Macopharma's employees must exercise caution and inform their hierarchy and/or the legal and compliance department:

- **Unusual mode of payment** (demands to change the bank account number without previous agreement, demands to have the payment transit by a third party, demands to have the payment done in a country where the contract was not performed, opaque transaction....)
- **Requirement to add a third party to the contract without reason or explanation**, person looking like it is acting outside its company/administration.
- **Third party with bad press coverage.**

All Macopharma's employees must be extra careful and speak-up to their hierarchy and/or the legal and compliance department if, within their relation with a third party, it:

- **Propose gifts or advantage in exchange for an action or an inaction;**
- **Provide with forged documents;**
- **Refuse to give a written** proof of its respect of the antibribery laws;
- **Suggest an act of corruption;**
- **Refuse to integrate compensation and/or mode of payment in the contract;**
- **Requires a compensation or any other form of remuneration not base** on the market price and with no rational to justify it;
- **Suggest a donation to an association/fundation** in exchange for the conclusion of the contract;
- **Ask for a position in Macopharma for a friend/family member** outside the normal recruitment process.