

**ANTIBIOTICE S.A.'s INTEGRITY PLAN  
FOR THE IMPLEMENTATION OF THE NATIONAL ANTI-CORRUPTION STRATEGY FOR 2021-2025**

| No. | THE PLAN'S OBJECTIVE:<br>THE PREVENTION OF CORRUPTION WITHIN ANTIBIOTICE S.A.  |   |  |   |  |  |                |
|-----|--|---|--|---|--|--|----------------|
|     | OVERALL OBJECTIVE NO. 1: INCREASING THE DEGREE OF IMPLEMENTATION OF THE INTEGRITY MEASURES AT COMPANY LEVEL  |   |  |   |  |  |                |
|     | Actions  | Indicators  | Risks  | Verification sources  | Deadline                                 | Person in charge   | Budget         |
| 1.1 | Adoption and distribution of the Declaration on assuming an agenda of organizational integrity and adherence to the fundamental values, principles, objectives and monitoring mechanism of NAS 2021-2025 and communication of the declaration to the Technical Secretariat of NAS.   | Proper preparation of the Declaration and its transmission to the Ministry of Justice.  | 1. Non-compliant preparation of the declaration / Delay in the process of drawing up or transmitting the Declaration.  | The website of the company, <a href="http://www.antibiotice.ro">www.antibiotice.ro</a><br>The Ministry of Justice's database  | 31.03.2022 according to GD 1269/2021     | The General Manager of the company / the Legal and Corporate Governance Department                           | Not applicable |
| 1.2 | Designation of the Coordinator for the implementation of the integrity plan at the level of management position, of the persons responsible for the implementation, as well as of the contact persons at the level of the execution position.<br>Specifying the duties of the designated persons and entering them in the job description.<br><br>Adoption and distribution of the integrity plan. | Issuance of the decision regarding the appointment of the responsible persons/ completion of the job descriptions / conforming elaboration of the Plan and its transmission to the Ministry of Justice. | Delay in issuing the decision / delay in drawing up the Plan / improper fulfillment of the attributions by the persons designated for the implementation of the integrity chain. | The company's website <a href="http://www.antibiotice.ro">www.antibiotice.ro</a> / database of the Ministry of Justice / records of the Human Resources Department. | 30.06.2022 according to the GD 1269/2021 | The General Manager of the company / Legal and Corporate Governance Department / Human Resources Department. | Not applicable |

|      |  |  |   |  |  |  |  |
|------|--|--|---|--|--|--|--|
| 1.3  | Annual evaluation of the implementation of the Plan and its adaptation to new risks and vulnerabilities.   | Annual preparation of an Evaluation Report.  | Lack of Report or its improper preparation.   | The company's webpage<br>www.antibiotice.ro  | Annually   | Legal and Corporate Governance Department.     | Not applicable   |
| 1.4. | Identifying, analyzing, evaluating and monitoring the risks of corruption, as well as establishing and implementing measures to prevent and control them.  | Preparation and completion of the Risk Register / implementation of identified risk prevention measures                              | Lack of the Registry or its improper preparation / lack of measures to prevent the risks of corruption.                           | Records of the Risk Management Activity within the Legal and Corporate Governance Department | Annually   | Legal and Corporate Governance Department.     | Not applicable   |
| 1.5. | Identification, evaluation and unitary reporting of integrity incidents, as well as the establishment of prevention and/or control measures following their occurrence.  | Preparation of an annual Report on integrity incidents / implementation of measures following the occurrence of integrity incidents. | Lack of the Report or its improper preparation / lack of measures following the occurrence of integrity incidents.                | Records of the Legal and Corporate Governance Department                                     | Annually   | Legal and Corporate Governance Department.     | Not applicable   |
| 1.6. | Publication in open-data format of the information regarding the meetings of the General Meeting of Shareholders as well as of the decisions adopted by it.  | Convening the GMS, useful information for shareholders and GMS decisions published on the company's website.                         | Preparation of documents with irrelevant or incomplete information / delays in publishing the documents or their non-publication. | The company's webpage<br>www.antibiotice.ro  | 48 hours from the issuance / adoption of the documents | Legal and Corporate Governance Department.     | According to the annual budget approved by the General Director. |
| 1.7. | Facilitating the access to information of public interest by publishing in open-data format of relevant data on the administration of the company, in accordance with the Standards established by Annexes 4 and 5 of H.G. 1269/2021 | Publication on the company's website of the information indicated in Annexes 4 and 5 of GD 1269/2021                                 | Publication of incomplete information   | The company's webpage<br>www.antibiotice.ro  | Permanent  | The Legal and Corporate Governance Department. | According to the annual budget approved by the General Director. |

|      |  |  |   |   |           |  |  |
|------|--|--|---|---|-----------|--|--|
| 1.8. | Establishing procedures and ethical ways of relating the medical representatives of the company with physicists and pharmacists involved in activities of promotion/marketing/use of products sold by the company including through activities to deter the corruption, standardization and transparency of sponsorship contracts, hospitality, gift giving and other similar actions. | The Code of Good Practice for the promotion of prescription drugs and for interactions with medical professionals. | Failure to comply with the provisions of the code of good practice / ignorance or misunderstanding of the code of good practice / failure to publish the code of good practice on the company's website.                            | The company's webpage <a href="http://www.antibiotice.ro">www.antibiotice.ro</a> / NAMMD website regarding the contracts of medical professionals / training minutes of the company's employees on good practice obligations. | Permanent | Marketing and Sales Department / Human Resources Department / Legal and Corporate Governance Department. | According to the annual budget approved by the General Director. |
| 1.9. | Establishing procedures and principles for the sales activity carried out by the employees of the Marketing and Sales Department   | Preparation of the Code of Good Practices for the sales activities   | Failure to comply with the provisions of the code of good practice in sales / ignorance or misunderstanding of the code of good practice in sales / failure to publish the code of good practice in sales on the company's website. | The company's webpage <a href="http://www.antibiotice.ro">www.antibiotice.ro</a> / minutes of training of employees of the company on the obligations of good practice in sales   | Permanent | Marketing and Sales Department / Human Resources Department  | According to the annual budget approved by the General Director. |

|       |   |  |   |  |           |   |  |
|-------|---|--|---|--|-----------|---|--|
| 1.10. | <p>a. Establishing principles and rules for honest professional conduct and an organizational culture based on integrity standards.</p> <p>b. Establishing rules and procedures for resolving conflicts of interest.</p> <p>c. Periodic reassessment and improvement of rules and procedures.</p>   | The Company Code of Ethics applicable to employees and administrators. | Failure to comply with the provisions of the code of ethics / ignorance or misunderstanding of the code of ethics / failure to publish the code of ethics on the company's website. | The company's webpage <a href="http://www.antibiotice.ro">www.antibiotice.ro</a> / minutes of training of the company's employees on ethical duties. | Permanent | The company directors for the subordinate staff.  | According to the annual budget approved by the General Director. |
| 1.11. | The inclusion in contracts with partners of clauses that discourage and sanction the attraction of Antibiotice and / or its employees in corrupt practices.   | Preparation and inclusion of anti-corruption clauses in contracts.     | Formal nature of the clauses / lack of real possibilities to verify compliance with the clauses.  | Contracts concluded by the company with partners.  | Permanent | Legal and Corporate Governance Department.  | Not applicable   |
| 1.12. | <p>a. Maintaining an internal structure with duties in identifying and sanctioning violations of the rules of good practice and ethics (ethical incidents).</p> <p>b. The compliance with operational working procedures and a set of specific documents on the registration, recording, resolution and reporting of complaints and incidents of integrity.</p> | Establishment of the Ethics and Integrity Council.                     | Non-identification of ethical incidents / non-disclosure of ethical incidents by persons who know them / occurrence of false or slanderous notifications.                           | Code of Good Practice, Code of Ethics, Code of Corporate Governance.   | Permanent | Members of the Ethics and Integrity Council / employees who identify facts that represent incidents of integrity or ethics. | Not applicable   |

|                        |  |   |  |  |                 |  |                |
|------------------------|--|---|--|--|-----------------|--|----------------|
| No.                    | <b>SPECIFIC OBJECTIVE NO. 3: STRENGTHENING THE INSTITUTIONAL MANAGEMENT AND THE ADMINISTRATIVE CAPACITY TO PREVENT AND FIGHT CORRUPTION</b>                                  |   |  |  |                 |  |                |
| Specific objective 3.1 | <b>INCREASING THE EFFICIENCY OF PREVENTIVE ANTI-CORRUPTION MEASURES BY REMEDYING GAPS AND LEGISLATIVE INCONSISTENCES, AS WELL AS ENSURING THEIR EFFECTIVE IMPLEMENTATION</b> |   |  |  |                 |  |                |
|                        | <b>Actions</b>   | <b>Indicators</b>   | <b>Risks</b>   | <b>Verification sources</b>  | <b>Deadline</b> | <b>Person in charge</b>                                  | <b>Budget</b>  |
| 3.1.3                  | Ensuring the application of the legislation transposing Directive 2019/1937  | Drafting the procedure regarding the whistle-blower as well as the reporting of irregularities in relation to the national legislation regarding the protection of the whistle-blower         | Lack of the procedure regarding the integrity warning  | The company's webpage <a href="http://www.antibiotice.ro">www.antibiotice.ro</a> | Permanent       | Legal and Corporate Governance Department.               | Not applicable |
|                        |  | Preparation of the Register of reported integrity incidents / identification of measures adopted to eliminate the causes and circumstances that favored the occurrence of integrity incidents | Lack of the Register or its improper preparation / lack of measures to eliminate the causes and circumstances that favored the occurrence of integrity incidents | Records of the Legal and Corporate Governance Department                         | Permanent       | Records of the Legal and Corporate Governance Department | Not applicable |

|                               |  |   |  |  |                 |   |                  |
|-------------------------------|--|---|--|--|-----------------|---|------------------|
|                               |  | Training of employees in connection with the provisions of the procedure regarding the integrity warning.                       | Lack of training or its improper implementation. | Minutes of training of the company's employees on the procedure regarding the integrity warning. | Annually.       | The Human Resources Department.           | Not applicable . |
| <b>Specific objective 3.3</b> | <b>IMPROVING THE FAILURE MANAGEMENT CAPACITY BY CORRELATING INSTRUMENTS THAT HAVE AN IMPACT ON THE EARLY IDENTIFICATION OF INSTITUTIONAL RISKS AND VULNERABILITIES</b> |   |  |  |                 |   |                  |
| 3.3.3.                        | Evaluation of the internal managerial control mechanism from the perspective - ethics and integrity, in order to identify the related vulnerabilities.                 | Audit of the internal managerial control mechanism from the perspective - ethics and integrity / preparation of an audit report | Lack of audit or its improper performance.       | Records of the Audit Office.   | Annually.       | Head of Audit Office                      | Not applicable . |
| <b>No.</b>                    | <b>GENERAL OBJECTIVE 4: STRENGTHENING THE INTEGRITY IN PRIORITY ACTIVITY FIELDS</b>  |   |  |  |                 |   |                  |
| <b>Specific objective 4.5</b> | <b>INCREASING INTEGRITY, REDUCING VULNERABILITY AND RISK OF CORRUPTION IN THE BUSINESS ENVIRONMENT</b>   |   |  |  |                 |   |                  |
|                               | <b>Actions</b>   | <b>Indicators</b>   | <b>Risks</b>                                     | <b>Verification sources</b>  | <b>Deadline</b> | <b>Person in charge</b>                   | <b>Budget</b>    |
| 4.5.4                         | Strengthen the use of integrity plans as managerial tools to promote organizational integrity in public enterprises  | Verification and evaluation of business partners in terms of anti-corruption management system and potential conflicts          | Failure to perform checks                        | Records of the Trade Register / Ministry of Finance / Ministry of Justice                        | Permanent       | Legal and Corporate Governance Department | Not applicable   |

|  |  |   |   |   |           |   |   |
|--|--|---|---|---|-----------|---|---|
|  |  | of interest   |   |   |           |   |   |
|  |  | Consistent application of organizational anti-corruption tools, management of sensitive functions, associated risks and risk reduction measures         | Failure to apply organizational anti-corruption tools                                 | Evidence of the Risk Management / Human Resources Department Activity | Permanent | Legal and Corporate Governance Department / Human Resources Department. | Not applicable                          |
|  |  | Strengthening control mechanisms, applying disciplinary sanctions for violating standards of ethics and integrity, number and type of sanctions applied | Failure to apply disciplinary sanctions for violating ethical and integrity standards | Evidence of the Risk Management / Human Resources Department Activity | Permanent | Legal and Corporate Governance Department / Human Resources Department. | Not applicable                          |
|  |  | Implementation of internal managerial control standards, number of standards implemented in relation to the legislative requirement                     | Lack of implementation of internal managerial control standards                       | Records of the Internal Audit Office                                  | Permanent | Head of Internal Audit Office.  | Not applicable                          |
|  |  | Strengthening the status, role and trust given to the ethics advisor  | Lack of the establishment of the position of ethics advisor                           | Records of the Human Resources Department                             | Permanent | General Manager/Human Resources Department.                             | According to the annual budget approved |

|       |   |  |   |   |          |  |                         |
|-------|---|--|---|---|----------|--|-------------------------|
|       |   |  |   |   |          |  | by the General Director |
|       |   | Consistent application of organizational anti-corruption tools, identification, evaluation and prevention of potential conflicts of interest, number of situations identified and measures applied | Failure to apply anti-corruption tools / tolerance of conflicts of interest | Minutes for training employees on the existence, form and content of organizational anti-corruption tools, as well as tools for preventing situations of conflict of interest | Annually | Legal and Corporate Governance Department / Human Resources Department                             | Not applicable          |
| 4.5.6 | Publication in open format of economic and performance indicators | Publication of complete financial data, economic and performance indicators, budgets and grants received   | Non-publication of financial data, indicators, budgets, subsidies           | The company's webpage <a href="http://www.antibiotice.ro">www.antibiotice.ro</a>  | Annually | Legal and Corporate Governance Department / Strategic Planning and Performance Management Activity | Not applicable          |

**General Director,**

**Ec. Ioan NANI**

**ANNEX TO THE INTEGRITY PLAN OF ANTIBIOTICE SA,  
FOR THE IMPLEMENTATION OF THE NATIONAL ANTI-CORRUPTION STRATEGY 2021-2025  
ANTI-BRIBERY AND ANTICORRUPTION POLICY OF ANTIBIOTICE S.A.**

**I. PREAMBLE**

1. The Board of Directors of Antibiotice S.A. has decided to implement this policy regarding compliance with national and EU anti-corruption and anti-bribery laws.
2. Antibiotice S.A.'s policy is to conduct all its business in an honest and ethical manner, with a zero-tolerance approach to bribery and corruption, committing to act professionally, fairly and with integrity in all its business relationships.
3. Antibiotice S.A. is committed to complying with all relevant laws to combat bribery and corruption in each of the jurisdictions in which it operates. Antibiotice S.A., its directors and employees undertake to comply with the strictest requirements of the relevant laws for combating bribery and corruption.
4. The purpose of this Policy is:
  - to establish the responsibilities of Antibiotice S.A. and all employees and third parties working for the company, in terms of respecting and supporting its position on bribery and corruption;
  - to provide information and guidance on how to recognize and deal with incidents related to bribery and corruption.

5. This policy applies to all business relationships of the company and in all territories in which it operates. All directors, employees and collaborators of Antibiotice S.A. are obliged to comply with the laws, rules and regulations applicable in the territory in which the company carries out its business activities, regarding anti-bribery and corruption laws and regulations.

6. Definitions:

- taking a bribe - the act of a person who, directly or indirectly, for himself or for another, demands or receives money or other benefits that are not due to him or accepts the promise of such benefits, in connection with the performance, non-performance, acceleration or delay of an act that falls within his official duties or in connection with the performance of an act contrary to these duties;
- giving a bribe - the promise, offering or giving of money or other benefits for the performance, non-performance, acceleration or delay of an act that falls within his official duties or in connection with the performance of an act contrary to these duties;
- influence peddling - the solicitation, receipt or acceptance of the promise of money or other benefits, directly or indirectly, for oneself or for another, committed by a person who has influence or gives the impression that he has influence over a public official and who promises to cause him to perform, not to perform, to expedite or delay the performance of an act that falls within his official duties or to perform an act contrary to these duties;
- buying influence - the promise, offering or giving of money or other benefits, for oneself or for another, directly or indirectly, to a person who has influence or gives the impression that he has influence over a public official, in order to cause him to perform, not to perform, to expedite or delay the performance of an act that falls within his official duties or to perform an act contrary to these duties;
- third party - means any person or organization with whom Antibiotice S.A. may come into contact during the performance of specific activities and includes, but is not limited to: actual and potential customers, suppliers, distributors, business contacts, agents, advisors and government and public bodies, including representatives of public authorities and institutions, as well as political parties.

7. Failure to comply with the policy will result in the initiation of legal, criminal or civil actions, as appropriate.

## **II. PROHIBITIONS ON BRIBERY AND CORRUPTION**

1. It is prohibited for Antibiotice S.A., its directors, employees or collaborators to:

- a) offer or promise a payment, gift or any other benefit to a third party or to engage in or otherwise allow a bribery offence to take place, with the expectation or hope that a business advantage will be received;
- b) offer or promise a payment, gift or any other benefit to a third party to “facilitate” or expedite a routine procedure;
- c) accept a payment, gift or any other benefit from a third party knowing or suspecting that it is offered/offered with the expectation that a business advantage will be offered by the company in return;
- d) threaten an employee or third party who has refused to commit a bribery offence;
- e) engage in any activity that could lead to a violation of this Policy;
- f) interact with an entity with a dubious reputation or with links to a foreign government sanctioned by the international community for crimes of any kind;
- g) pay unusually large amounts of cash or make payments without supporting documents or without complying with applicable domestic or international regulations;
- j) grant unusually large bonuses, rewards, or rewards without supporting documents;
- k) make payments through bank accounts opened in offshore territories;

2. The list of prohibitions presented above is not exhaustive and consequently the persons listed in point 1 will pay attention to any other indicators that could raise suspicion of the existence of bribery or corruption incidents.

## **III. RESPONSIBILITIES**

1. Administrators, directors, employees, consultants and contractors of Antibiotice S.A. must read, understand and comply with this policy, as well as the following codes and procedures:

a) Code of Ethics: <https://www.antibiotice.ro/wp-content/uploads/2023/03/Cod-de-etica-ATB-in-romana.pdf> ;

b) Integrity Plan: <https://www.antibiotice.ro/wp-content/uploads/2015/06/Plan-de-integritate-Strategia-Nationala-Anticoruptie-2021-2025-2.pdf> ;

c) Whistleblower Procedure: <https://www.antibiotice.ro/wp-content/uploads/2023/03/Procedura-raportari-avertizori-in-interes-public-.pdf>;

d) Gift and Hospitality Policy: <https://www.antibiotice.ro/wp-content/uploads/2023/03/Cod-de-etica-ATB-in-romana.pdf>

2. The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of everyone working for Antibiotice S.A.

3. Administrators, directors, employees and contractors of Antibiotice S.A. must notify the company's Ethics and Integrity Council or make a report under the Antibiotice S.A. Whistleblower Procedure if they believe or suspect that a corruption incident may occur in the future or has been initiated by any person.

4. Directors and operational managers have full authority to implement this policy in their respective structures. To this end, the measures taken by directors and managers will be proportionate to the risks associated with their areas of responsibility and may include, but are not limited to: a) carrying out controls aimed at preventing bribery, minimizing the risk of bribery and detecting cases of bribery; b) ensuring that employees are aware of this policy; c) ensuring that employees participate in professional training courses on specific topics.

#### **IV. REPORTING**

1. Directors, officers, employees, consultants and collaborators must adhere to this policy through which Antibiotice S.A. has undertaken to conduct its business in a legal and ethical manner. All directors, officers, employees, consultants and collaborators are encouraged to submit any complaints/reports regarding potential corruption incidents to the company's Ethics and Integrity Council.

2. Directors, officers, employees, consultants and collaborators who receive a request to engage in an act prohibited by this policy or who become aware of any information from which it emerges that a violation of this policy has occurred are required to report it immediately to the company's Ethics and Integrity Council.

3. No director, officer, employee, consultant or collaborator of Antibiotice S.A. will not suffer any sanction or other negative consequences for refusing to engage in or allow a bribery offense or for reporting a possible commission of such an offense.

4. Antibiotice S.A. has implemented the procedure for reporting violations of laws, rules, regulations or corporate policies of the company. A copy of the said procedure can be found on the Antibiotice S.A. website at <https://www.antibiotice.ro/wp-content/uploads/2023/03/Procedura-raportari-avertizori-in-interes-public-.pdf>

#### **V. COMMUNICATION OF THE ANTI-BRIBERY AND ANTICORRUPTION POLICY**

1. In order to ensure that the administrators, directors, employees, consultants and collaborators of Antibiotice S.A. have taken note of the content of this policy, they will be informed that the document is available on the company website for consultation. All administrators, directors, employees, consultants and collaborators of Antibiotice S.A. will be informed whenever significant changes are made to the policy.

2. Training on this policy will be part of the company's induction process for all new administrators, directors, employees, consultants and collaborators of Antibiotice S.A. All administrators, directors, employees, consultants and collaborators of Antibiotice S.A. will receive relevant training on how to implement and adhere to this policy.

3. This policy is communicated to all suppliers, contractors and business partners of Antibiotice S.A. at the beginning of business relationships.

This Policy was approved in 2025 and is reviewed upon each significant change to the Integrity Plan and, in any case, at least once every 4 years.