

# Whistleblower Policy

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2024



## **Procedure for receiving, examining and solving the reports on violations of the law, drawn up according to the provisions of Law no. 361/2022 on the protection of whistleblowers in the public interest.**

### **1. PURPOSE**

Establishing the mode of action and the persons responsible for making decisions and approving documents in connection with the reports made according to the provisions of Law no. 361/2022 on the protection of whistleblowers in the public interest, regarding possible violations of the law within Antibiotice S.A.

### **2. DEFINITIONS**

**Whistleblower in the public interest** – the individual who makes a report or publicly discloses information on violations of the law, obtained in a professional context;

**Information on violations of the law** – information, including reasonable suspicions, about actual or potential violations of the law, which have occurred or which are likely to occur within Antibiotice S.A. as well as information on attempts to conceal such violations;

**Violation of the law** – that fact consisting of an act or inaction that constitute non-compliance with the legal provisions in force;

**Internal reporting** – communication of information on violations of the law within a private legal entity;

**Professional context** – current or previous professional activities, of any kind, remunerated or not, carried out within Antibiotice S.A.;

**Data subject by reporting** – the person mentioned in the report as the person to whom the violation of the law is attributed;

**Retaliation** – any direct or indirect action or omission which is determined by internal or external reporting and which causes or may cause harm to the whistleblower in the public interest, these actions including, but not limited to: a) any suspension of the individual employment contract or employment relationship; b) dismissal; c) changing the employment contract; d) reducing the salary and changing the work schedule; e) relegating or preventing job promotion and professional development, including through negative evaluations of individual professional performance; f) applying any other disciplinary sanction; g) coercion, intimidation, harassment h) discrimination, creating another disadvantage or being subjected to unfair treatment; i) refusal to convert a fixed-term employment contract into an indefinite-term employment contract, if the worker had legitimate expectations that he would be offered a permanent position; j) refusal to renew a fixed-term employment contract or early termination of such a contract;

**Ethics and Integrity Council** – an impartial and independent structure within Antibiotice S.A. with attributions such as receiving, registering, examining and settling reports, carried out according to Law no. 361/2022 on the protection of whistleblowers in the public interest;

**Follow-up actions** – any action taken by the trading company to resolve the reporting and, where appropriate, to remedy the reported breach;

**Closing** – the Ethics and Integrity Council stops analyzing and investigating a report when it does not meet the conditions required by Law no. 361/2022 on the protection of whistleblowers in the public interest to be resolved.

### 3.DESCRPTION

**3.1.** Any employee of Antibiotice S.A. as well as any of the administrators, shareholders, volunteers, interns or persons working under the supervision or management of the trading company, hereinafter referred to as whistleblowers in the public interest, who have obtained or know information on possible cases of violation of the laws within or by the company have the right to file a report in this regard with the company's Ethics and Integrity Council.

Whistleblowers can report violations of laws within the company using external channels as well.

**3.2.** The Ethics and Integrity Council has the obligation to protect and not to reveal the identity of the whistleblower in the public interest, as well as the information that would allow his/her direct or indirect identification, throughout the procedures for resolving the reports, except in the case where The Council has his/her express consent.

The Ethics and Integrity Council has also the obligation to protect and not to disclose the identity of the person concerned and of the third parties referred to in the report, as well as the information that would allow their direct or indirect identification, throughout the procedures for resolving the reports.

The identity of the person concerned will be protected while actions subsequent to the reporting or public disclosure are ongoing, unless, as a result of the resolution of the reporting or disclosure, it is established that the person concerned is not guilty of the violations of the law that were the subject of the reporting or disclosure.

**3.3 (1)** Reporting to the Ethics and Integrity Council will be done in one of the following ways:

a. on paper sent in any way to the company's registry office, at the address: 1 Valea Lupului St., City of Iași, Iași County in a closed envelope marked as "CONFIDENTIAL – to the attention of the Ethics and Integrity Council"; in order to ensure full confidentiality of the reporting, the trading company's registrar will be instructed not to open the envelopes marked as stated above and hand them directly to the President of the Ethics and Integrity Council;

b. in electronic format, by sending an e-mail to the address [etica.integritate@antibiotice.ro](mailto:etica.integritate@antibiotice.ro);

c. by telephone to the telephone number of the President of the Ethics and Integrity Council: 0232.209.567;

If a telephone line will be used for reporting, the President of the Ethics and Integrity Council has the obligation to draw up a complete and accurate transcript of the conversation and to offer the whistleblower in the public interest the opportunity to verify, rectify and express his/her agreement regarding the minutes of the conversation, by signing it.

d. by meeting face to face with the President of the Ethics and Integrity Council, at the request of the whistleblower in the public interest;

If the whistleblower in the public interest requests that the report be made in the presence of the President of the Council, the President has the obligation to draw up a report, subject to the consent of the whistleblower in the public interest. The President of the Council offers the whistleblower in the public interest the opportunity to verify, rectify and express his/her agreement regarding the minutes of the conversation, by signing it.

If the whistleblower in the public interest does not express his/her consent for the transcription of the conversation, he/she is directed to report in writing, on paper, to the Ethics and Integrity Council at the address: 1 Valea Lupului St., City of Iași, Iași County or in electronic format, by sending an e-mail to the address: [etica.integritate@antibiotice.ro](mailto:etica.integritate@antibiotice.ro)

**3.3 (2)** Reporting through external channels can be done using one of the following methods:

- on-line, on the Whistleblower Platform: <https://avertizori.integritate.eu> ;
- by e-mail to the address: [avertizari@integritate.eu](mailto:avertizari@integritate.eu) ;
- by phone, at the number 0372.069.869 selecting: key 1 (Select Romanian language), key 0 (permission to record the conversation), key 3 (Public Interes Whistleblowers Directorate). Conversations will be recorded automatically;
- through the postal services at: 15 Lascăr Catargiu Bld., ZIP Code 010661, Sector 1, Bucharest – Romania – Attn: Public Interes Whistleblowers Directorate;
- personally, by being present at the headquarters of the National Integrity Agency (with prior appointment on the e-mail to the address: [avertizari@integritate.eu](mailto:avertizari@integritate.eu) )

**3.4.** The reporting will include, at least, the following elements: name and surname, the contact details of the whistleblower in the public interest, professional context in which the information was obtained, the person concerned, if known, description of the act likely to constitute a violation of the law, as well as the evidence in support of the report, date and the signature.

By way of exception, reporting that does not include the name, surname, contact details or signature of the whistleblower in the public interest is examined and resolved by the Ethics and Integrity Council to the extent that it contains indications of violations of the law.

**3.5.** All the reports will be registered in an electronic Register, prepared specifically for this purpose in compliance with confidentiality conditions, which will include: the date of receipt of the report, name and surname, the contact details of the whistleblower in the public interest, the object of the report and the method of resolution. The President of the Ethics and Integrity Council is the person appointed to take the steps necessary to draw up the aforementioned Register. Based on the registrations in the Electronic Register, annual statistics will be drawn up regarding the reports on violations of the law.

The reports will be kept for five years and after the expiry of the five-year retention period, they will be destroyed, regardless of the medium on which they are kept.

**3.6.** If the reports meet the form and content conditions, the Ethics and Integrity Council will confirm their receipt in writing to the whistleblower within a maximum of seven days from their receipt.

**3.7.** The Ethics and Integrity Council will analyze, in compliance with its own Operating Regulations and with this procedure, the facts about which it was notified through reports, as well as the related evidence, if they were submitted, and will provide a written report containing the measures it deems necessary. The report will be forwarded to:

- a. General Director, in the case of reports targeting the Antibiotice S.A. employees;
- b. Management Board, in the case of reports targeting administrators or shareholders of Antibiotice S.A.

**3.8.** The Ethics and Integrity Council will inform the whistleblower in the public interest about the status of the actions taken by the trading company in order to resolve the report, within no more than 3 months from the date of confirmation of receipt, as well as, subsequently, whenever updates related to reporting are registered.

**4.** The Ethics and Integrity Council will close the reports when: a) they do not contain the elements provided for in art. 3.4 of this procedure, other than the identification data of the whistleblower in the public interest, and the President of the Council requested the completion of the report within 15 days, without this obligation being fulfilled by the whistleblower; b) they are sent anonymously and do not contain enough information regarding violations of the law, which would allow the analysis and resolution of the reports, and the President of the Council requested its completion within 15 days, without this obligation being fulfilled by the whistleblower.

The closing solution is communicated to the whistleblower in the public interest, when the contact details are known, with the indication of the legal basis.

If a person makes several reports with the same object, they are connected, the whistleblower in the public interest receiving only one information. If, after sending this information, a new report is received with the same object, without presenting additional information to justify a different subsequent action, this report is closed.

The Ethics and Integrity Council may decide to close the review and resolution procedure if, after reviewing the report, they found a clearly minor violation and does not require further subsequent actions other than closing the procedure. This provision does not affect the obligation of maintaining confidentiality, informing the whistleblower in the public interest and does not affect any other obligations or other applicable procedures of remedying the reported violation.

**5.** Any form of retaliation by the company and its representatives against whistleblowers in the public interest is prohibited, retaliation that could include, but not be limited to, the following actions: a) any suspension of the individual employment contract or service relationship; b) dismissal; c) changing the employment contract; d) reducing the salary and changing the work schedule; e) relegating or preventing job promotion and professional development, including through negative evaluations of individual professional performance; f) applying any other disciplinary sanction;

g) coercion, intimidation, harassment h) discrimination, creating another disadvantage or being subjected to unfair treatment; i) refusal to convert a fixed-term employment contract into an indefinite-term employment contract, if the worker had legitimate expectations that he would be offered a permanent position; j) refusal to renew a fixed-term employment contract or early termination of such a contract.

**6.** In accordance with the provisions of art. 29 of Law no. 361/2022 on the protection of whistleblowers in the public interest, reporting information on violations of the law, knowing that they are untrue, constitutes a contravention and is sanctioned with a fine from 2,500 lei to 30,000 lei, if the act was not committed under such conditions that to be considered by law a criminal offence. The Ethics and Integrity Council has the obligation to notify the competent bodies and authorities every time it faces a case of false reporting.

**7.** The provisions of this Procedure are supplemented, by law, with the provisions of Law no. 361/2022 on the protection of whistleblowers in the public interest.

**8.** This procedure is displayed on the company's website and notice board, according to art. 10, para. 2 of Law no. 361/2022.

Antibiotice **at**

