



**CODE  
OF  
BUSINESS CONDUCT  
&  
ETHICS**

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## Introduction

The WinMedica Code of Business Conduct and Ethics (hereafter referred to as Code), along with the

- ✓ Employment Regulation
- ✓ our corporate policies,
- ✓ guidelines,
- ✓ procedures and
- ✓ internal documents

sets out basic principles and provides an integrity framework to guide all employees of WinMedica, who must conduct themselves in accordance with this Code (*All documents directly related to this Code are listed in Appendix A*).

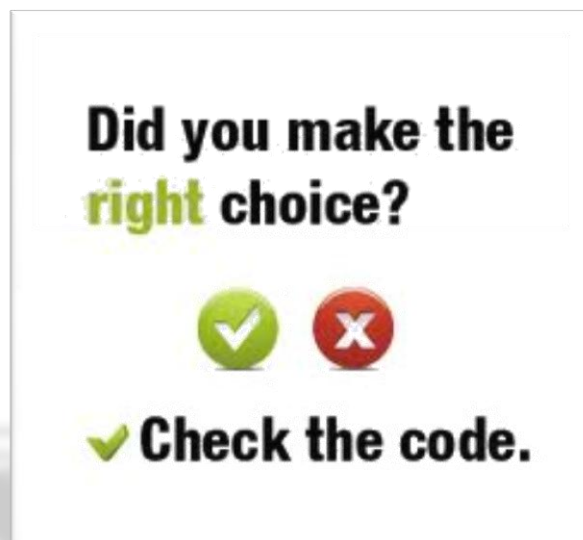
This Code is intended to deter wrongdoing and to promote:

- honest and ethical conduct,
- compliance with applicable governmental laws, rules, and regulations;
- the prompt internal reporting of violations of this Code to the appropriate person or persons identified in this Code

This Code applies to all personnel employed by WinMedica (full time, part time etc) and compliance is mandatory. Employees who violate the standards of this Code and its supporting regulations/policies/procedures and all related documents, or the Greek laws and regulations will be subject to disciplinary action.

This Code should also be provided to and followed by the company's agents, consultants, suppliers and any third party related to or doing business with WinMedica.

This Code along with the supporting policies, guidelines, procedures and internal documents are available in WinMedica's intranet.



## Vision, Mission, Core Business and Strategic Partnerships

### Our Vision

“To serve healthcare for life, respecting our patients and customers, our colleagues and investors, our business partners and society”.

### Our Mission

“To become the preferred Greek pharmaceutical business partner by providing innovative healthcare solutions, improving people’s Lives and maximizing scientific knowledge and products’ value for all”.

### Our Values

- Meritocracy
- Passion for victory / Commitment
- Integrity
- Cooperation
- Innovation
- Competitiveness

### Core Business

WinMedica’s strategic priorities include:

- **Strategic Alliances** with local & multinational pharmaceutical companies in the form of Co-marketing/Co-promotion agreements for life cycle management of newly launched, on/off patent established products or branded generics with high therapeutic significance.
- **In-Licensing opportunities** to ensure continuous flow of new and innovative products in the following therapeutic areas:
  - Cardiology
  - Gastroenterology
  - Metabolic diseases
  - Biosimilar products
  - Medical devices
  - Nutritional products
- **Co-Development for** innovative products or high value-added generic products with differentiated formulations or other value adding features

These objectives can be accomplished through a clear-cut product portfolio, lucid procedures and a simple mechanism for recruiting and developing people.

Since its establishment in 2008, WinMedica has been a top tier partner for leading multinational pharmaceutical companies.

## **Providing Information about our Products**

We are committed to provide honest and precise information as far as our products are concerned, in a proper manner. Every communication/enquiry (oral or written) must be supported by scientific evidence and dealt with diligence by personnel authorized and/or trained to do so.

Such information may refer to the safe use of a specific drug, side effects, SPC or PIL information, product's properties and the conditions attached to its use etc.

WinMedica complies with all laws and regulations when communicating/providing information about its products.

## **Interactions with healthcare professionals and organisations**

Every interaction with healthcare professionals and organisations WinMedica is engaged in, is imbued with integrity and honest intention. We are bound to eliminate any misconduct and within this context WinMedica's employees:

- ✓ Do not offer gifts, hospitality or anything else of value, to reward or encourage favorable decisions about WinMedica's products and services.
- ✓ Do not pay more than an appropriate market rate for the services rendered.

It is therefore acceptable to engage the services of healthcare professionals and organizations, and provide modest and customary meals and items of value, as long as they comply with all applicable, laws and regulations.

Every interaction with healthcare professionals and organizations acts in accordance with all applicable laws and is aligned with SFEE Code of Conduct, Greek National Organisation of Medicines Circular Protocol and their supporting policies and regulations.

## Employment relations

Our people are the most important asset and that is why WinMedica invests in the development of employees and rewards efficient and productive work. We are striving to succeed best results and implement optimum practices as far as our employees are concerned. In that context WinMedica:

- ✓ Provides employees with all necessary tools and mechanisms (software, hardware, training, compensation, rewards etc) to adequately fulfill their business mission.
- ✓ Provides opportunities and constant support and encouragement towards their professional enhancement.
- ✓ Enforces non discrimination policies based upon employee's (or applicant's) race, color, religion, sex, or national origin.
- ✓ Under no circumstances accepts any form of harassment.
- ✓ Puts into practice procedures that are transparent as far as recruitment, hiring, compensation, development and promotion is concerned and always in accordance with the job specification, the applicant's/employee's *competencies and abilities, behavior and performance*.

Any employee who believes that she/he or others have witnessed any kind of harassment or discriminations are strongly urged to report this incident to their supervisor, HR department, Compliance Manager or General Manager.

## Occupational Health and Safety

WinMedica is committed to provide a safe and secure business environment for every employee and minimize any kind of hazard in the workplace. In that context WinMedica:

- ✓ employs (as external partners) a Safety Technician and an Occupational Doctor
- ✓ provides ergonomic offices/working places
- ✓ installs fire extinguishers throughout the premises
- ✓ installs heating and cooling appliances in the premises
- ✓ provides first aid pharmaceutical material and drugs

Should an employee identify any existing or emerging risk to WinMedica's business environment that could potentially impair his/her wellbeing, safety or health, he/she is strongly urged to report that risk to the person in charge, i.e. the Safety Technician, Occupational Doctor, HR department etc.

## Corporate Social Responsibility

At WinMedica CSR is a fundamental principle that affects our attitude to social and environmental issues. We try to act responsibly and at the same time reciprocate to society. Namely, we develop practices for local communities through charitable donations, sponsorships and other initiatives.

WinMedica also promotes product donations through non-governmental organisations to support those in need.

## **Confidentiality**

All WinMedica's employees must maintain the confidentiality of classified information entrusted to them by the Company or its stakeholders except when disclosure is authorized by an executive officer or required by laws or regulations.

Confidential information includes all non-public information such as trade secrets, new product or marketing plans, customer lists, research and development ideas, manufacturing processes, acquisition prospects and also all information that suppliers and customers have entrusted to the Company.

The obligation to preserve confidential information is ongoing, even after termination of employment.

Employees should take steps to safeguard confidential information by keeping such information secure, limiting access to such information to those employees who have a "need to know" in order to do their job, and avoiding discussion of confidential information in public areas such as in elevators, on planes and on mobile phones.

## **Protection and Proper Use of Company Assets**

All WinMedica employees should protect the company's assets and ensure their legitimate and efficient use. Property and resources of WinMedica include all tangible and intangible assets as well as proprietary information, i.e hardware, software, equipment, cash, patents, trademarks, copyrights, business, marketing and service plans, engineering and manufacturing ideas, designs, databases, records, employee related information and any unpublished financial data and report.

Company assets are to be used for business purposes though limited personal use is permitted.

Unauthorized use, distribution, disclosure and publishing of the above mentioned assets violates Company policy, is illegal and can result in civil or even criminal penalties.

Any suspected incident of fraud, theft, damage or improper use of company assets should be immediately reported for investigation.

## **Communications and Record-Keeping**

WinMedica is committed to communicate with integrity and disclose information in a timely and appropriate manner. Therefore, we should avoid exaggeration, derogatory remarks, guesswork, or inappropriate characterizations of people and companies that can be misinterpreted. This also applies to e-mail, internal memos and reports.

WinMedica also requires honest and accurate recording and reporting of information in order to make responsible business decisions, therefore record tampering is prohibited. Records should always be retained or destroyed according to the company's policies. All of the company's books, records, accounts and financial statements must be maintained in reasonable detail, must reflect the company's actual transactions and must conform both to applicable legal requirements and to the company's system of internal controls.

## Bribery and Corruption

WinMedica is committed to perform with integrity and act ethically and legally in every aspect of business and in accordance with all applicable laws and regulations, including, but not limited to, WinMedica's Anti-Bribery and Anti-Corruption internal policy.

In that context WinMedica's employees must:

- ✓ Not offer or accept bribes
- ✓ Never make or authorize payments gifts, entertainment in order to promote business purposes or to gain an improper advantage.
- ✓ Make sure that all actions taken cannot be misinterpreted, if publicly disclosed.
- ✓ Immediately report any violation against corporate Bribery and Corruption policy

Non Compliance with anti-bribery and corruption laws encompasses high risk and WinMedica has the right to take every disciplinary action necessary to prevent and penalize such incidents.

Should an employee identify any act of bribery and/or corruption, he/she is obliged to report this incident to the Compliance Manager or General Manager.

## Conflict of Interest

A conflict of interest is described as a situation where a person's private interest interferes with/undermines the interests of the company. A conflict situation can occur when an employee takes actions that might jeopardize WinMedica's integrity, legitimacy, impartiality towards business objectives and its stakeholders.

A conflict of interest is constituted for example when a WinMedica employee works simultaneously for a competitor, customer or supplier or when she/he accepts gifts in a business relationship.

No gift or entertainment should ever be accepted by any company employee, directly or indirectly unless it:

- is not a cash gift and is not excessive in value,
- is consistent with customary business practices,
- cannot be interpreted as a bribe or payoff and
- does not violate any laws or regulations.

Any employee who becomes aware of a conflict or potential conflict should bring it to the attention of a supervisor, manager or other appropriate personnel.

## Competition and Fair Dealing

WinMedica competes fairly and complies with all applicable competition laws.

We abstain from unethical or illegal business practices and seek to gain competitive advantage through superior performance and lawful means.



## How to raise a concern

Everyone has a duty to report any suspected violation of this code immediately.

In general, you should first seek to address your concerns with your manager. If you believe this is not appropriate, you may also contact the Compliance Manager and/or the General Manager.

If you prefer to remain anonymous, you can make use of the Box of Ethics, where you can leave the Compliance Breach Reporting Form (see Appendix B).

Every effort will be made to ensure that information relating to a reported violation is kept confidential and communicated on a need-to-know basis only. Anyone who raises such a concern will be fully supported by management and all necessary action will be taken in order to address to this issue promptly and avoid any acts of retaliation.

## APPENDIX A

### References – Related documents

- ✓ SFEE Code of Ethics
- ✓ Greek National Organisation of Medicines Circular concerning Scientific Events
- ✓ WinMedica Employment Regulation
- ✓ Anti-Bribery & Anti-Corruption Policy & Compliance Program
- ✓ WIN - P1.4 Health and Safety Policy
- ✓ WinMedica Employee Health & Safety (*Internal Doc N<sup>o</sup>. 11.1*)
- ✓ WinMedica Corporate Use of Internet (*Internal Doc N<sup>o</sup>. 8.1*)
- ✓ WIN RA 02 - Communication with Customers
- ✓ WIN RA 01 - M1.2 Approval of Promotional Material
- ✓ WIN - P1.3 Human Resource Policy
- ✓ WIN HR 01 -Recruitment and Hiring
- ✓ WIN HR 02 -Employee Assessment
- ✓ WIN HR 03 -Employee Training

**APPENDIX B**



**Compliance Breach Reporting Form**

**Name (optional) :**

**Date:**

**Report of incident that constitutes Non Compliance with WinMedica’s Code of Business Conduct & Ethics/corporate policies / procedures. Please describe.**

**Involved Parties (WinMedica’s employees or/and any other Third Party involvement). Please describe.**

**Evidence: Is there any evidence that can support the above stated allegation? Please describe.**

**Other comments, supplementary information that may be useful.**