



Code of Ethics



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Foreword

UNIPHARMA – 1. slovenská lekárnická akciová spoločnosť distributes medicine and medical devices to all public and hospital pharmacies in the Slovak Republic and within its legislative capacity, also to medical facilities. It performs its distribution activities from 3 modern distribution centers in the cities of Bojnice, Bratislava and Prešov. It is one of the largest distribution companies on the Slovak pharmaceutical market is the largest distribution company owned by the Slovak capital.

The company UNIPHARMA was founded in 1992 and managed by Slovak owners ever since. In April 2020 the positions of Chairman of the Board and Chief Executive Director were taken up by Mgr. Milan Vrúbel.

The ambition of the company is to maintain its position of the strongest wholesaler with Slovak capital, while supporting a real and free pharmaceutical profession and the healthy prosperity of pharmacists. It wishes to preserve the solid and important traditions upon which it is based, and build a new, modern environment and also foster innovations. It is committed to fair and equal cooperation with medicine suppliers, pharmacies and other business partners and associates, as well as to fair treatment of its employees. This is the basis for building successful and stimulating cooperation of all stakeholders. The Code of Ethics is an essential part of an employee's daily routine and includes principles that each employee should know by heart. As part of building the UNIPHARMA brand and reputation, violating this Code is considered conduct against morality, ethics and the positive development of the company.

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Scope of the Code

Who is the Code of Ethics designated for?

- The Code of Ethics is designated for all UNIPHARMA employees, regardless of their work contract. The employees are obliged to act in accordance with the Code and it is therefore essential that all employees of the company become familiar with its contents.

What is the role and responsibility of the management?

- The role of the manager, given his position, is to secure that all decisions comply with the provisions of the Code of Ethics and that employees are made aware of the individual provisions of the Code of Ethics.
- Simultaneously, we as a company require that our contractual partners, suppliers and other stakeholders act in accordance with the principles embodied in this Code of Ethics.



I. Basic principles of the company

In relation to our clients, business partners, shareholders and employees, we guarantee compliance with legal regulations, rules of good conduct and the protection of confidentiality of information. The basic principles that we apply in relation to everyone connected with our company are:

- | | |
|--|--|
| <ul style="list-style-type: none"> The principle of quality The principle of legality The principle of good conduct The principle of confidentiality | <ul style="list-style-type: none"> The principle of correctness and honesty The principle of integrity The principle of responsibility The principle of fairness and justice |
|--|--|

- To achieve the highest possible level of satisfaction of our clients in providing services, we guarantee tradition, innovation and experience.
- We want to maintain above-standard fulfilling and long-term relationships with our clients – customers based on mutual trust and respect.

- We actively meet the needs of our clients – customers and we always treat them fairly, honestly, with respect and responsibility.
- We place great emphasis on the protection of the property owned by our business partners, their good name and at the same time we guarantee them discretion in relation to confidential information.
- We actively build a customer – oriented approach, which we express through active recognition of values and our positive behaviour.

From the perspective of observing ethical principles in the performance of our activities, we undertake to uphold in particular the requirements arising from the following regulations:

- Law on pharmaceuticals and medical device
- EU Guidelines on GDP of medicinal products for human use
- Commercial Code
- Law on the safeguarding of competition
- EU competition directives, EU UK Bribery act, FCPA USA law
- Code of Ethics of the Drug Wholesalers Associations (AVEL)
- Code of Ethics of the Pharmaceutical Industry in Slovakia (Associations of Suppliers of Drugs and Medical Devices)
- and many others.

II. Commitments of the company UNIPHARMA

2.1 Keeping to and respecting fundamental human rights

■ UNIPHARMA respects fundamental human rights and is committed to the principles set out in the UN Universal Declaration of Human Rights. The company's relations with our employees are based on mutual respect and the protection of human rights.



2.2 Protection of health and safety

- The company's obligation is to comply with applicable legislative requirements and regulations concerning occupational health and to implement appropriate measures to improve safety at the workplace.
- We provide our employees all the necessary means, equipment and information they need to effectively perform their tasks.
- We provide health protection and care for the safety of each employee while at work by creating suitable conditions, setting rules and principles of health and safety. The basic rule for a company employee is that to work as safely as possible and to protect himself as well as his colleagues and company property.
- At the same time, we provide an effective system of education and regular training for employees on internal regulations concerning health and safety at work.

2.3 Environmental protection

- UNIPHARMA – 1. slovenská lekárnická akciová spoločnosť is fully aware of its impact on the environment. That is why it strives to minimize its impact and influence on the environment, reduce power consumption, improve technologies and contribute to improving the quality of the environment. The aim of the company is to prevent the production of waste and at the same time ensure the ecological management of already produced waste.
- It is the responsibility of each employee to strive in improving and protecting the environment and complying with applicable environmental regulations.

2.4 Transparent competition

- We are aware that our suppliers help us meet the requirements of our clients and thus contribute to spreading the good name of the company, so we are thorough when selecting them, and we also take into account the principles set out in the Code of Ethics. We strive to build long-term and mutually beneficial relationships with our suppliers.
- When selecting suppliers of goods or services, we never allow our employees to be influenced by personal or family interests. Each selection must be made in a transparent manner, in accordance with the company's policies and intentions.
- Only legitimate legal means may be used to ensure fair competition. During this, all employees are required to fully comply with the relevant EU legislative requirements and directives on competition, which are reflected in our internal legislation.

2.5 Competition

- The company, as well as its employees, promotes free competition in business relations. For this reason, no price agreements or other forms of agreements are concluded with suppliers, competitors and other business partners, which would lead to a restriction of free competition. Selection and tendering procedures must not be influenced in any way and no sensitive information may be exchanged with the competitors.
- We actively analyse the information obtained through market research, but we avoid the misuse of this information. Employees must not make false or misleading claims about the activities, products or services of the competitors. UNIPHARMA does not disseminate misleading information about competitors or otherwise seek competitive advantages.

2.6 Fight against corruption

- Corruption distorts competition, hinders economic development and threatens the moral foundations of the company and even society itself. Any manifestation of corruption is considered a criminal offence.
- UNIPHARMA therefore aims to permanently and thoroughly avoid cases of corruption and to act against corruption in a timely manner by using preventive measures. The company does not tolerate corruption in any form (bribery, accepting bribes, indirect corruption, accepting and offering gifts).
- Company employees must not offer, promise, pay or accept inappropriate payments or gifts, in order to obtain a business advantage or influence a business result.
- In the event that an employee suspects corrupt practices in the company, he is obliged to immediately report this to the manager of the control department.

2.7 Conflict of interests

- A conflict of interests can seriously damage a company's reputation. Our company cares greatly about the trust of our clients, suppliers, employees and other business partners. Therefore employees are required to avoid situations where their own interests or the interests of their family members may conflict with those of UNIPHARMA. A conflict of interests arises when a personal relationship or interest in another business activity influences the employee's decision-making in the company and may cause serious harm in the company's interests. Employees are required to inform their immediate supervisor of a potential or existing conflict of interests so that an adequate solution can be found.



2.8 Donations

- An employee of the company may not accept or seek out gifts, illegal payments or other benefits from current or potential clients, business partners (suppliers) or other persons. The only exception is accepting small promotional items (pens, calendars, diaries) marked with the trade name or logo of the donor, the value of which does not exceed the usual value of promotional items and as long these items are not intended to illegally influence decisions.
- At the same time, a company employee must not offer gifts or other benefits in order to influence impartial decision-making or gain an advantage, i.e. he must avoid, as much as possible, giving any gifts or providing hospitality to a third party, which could be perceived as bribery. The company can only provide such gifts, that do not result in the expectation of a counter-value in the form of a particular advantage or an expected business decision, so it is only possible to provide a gift that does not exceed the usual practices of legally acceptable business practice.

2.9 Sponsorship and donations

- Charitable and sponsorship contributions could be perceived as a form of corruption, so it must be ensured that charitable and sponsorship contributions are transparent and in accordance with applicable legislation. Contributions cannot serve the particular interests of individuals.
- UNIPHARMA is aware of its social responsibility and supports children's homes, retirement homes and other disadvantaged groups that require financial, cultural or moral support, via its charitable activities

2.10 Political support

- The company is and remains apolitical and does not finance political parties or their candidates. At the same time, the company refrains from exerting any pressure on politicians to promote business interests.
- The company itself raises and enforces legislative proposals for improvements in drug policy only by transparent means. Or it can also use such associations, of which it is a member (ADL, AVEL), for the benefit of proper and efficient functioning of the entire drug supply chain (manufacturer-distributor-pharmacist-patient).

2.11 Subsidiary occupation

- In addition to his employment, an employee may perform another economic activity, which has a competitive character to the subject of the employer's activity, only with the prior written consent of the employer. The employee may not have a subsidiary occupation contrary to the interests of UNIPHARMA.

2.12 Personal Data Protection

- UNIPHARMA takes the protection of personal data seriously and respects the privacy of its employees, business partners and other external entities. It collects, processes and uses personal data only with the user's consent or on the relevant legal basis, which entitles UNIPHARMA to the above activities, in accordance with EP and Council Regulation No. 2016/679 on the protection of individuals with regard to the processing of personal data and on the free movement of such data (GDPR Regulation) and in accordance with Act No. 18/2018 on the protection of personal data. Authorized persons who have been entrusted with the processing of personal data shall be instructed on observing appropriate technical and organizational measures to ensure the security of the protection

of personal data, as well as the obligation to maintain the confidentiality of personal data with which they come into contact in the course of their activities. UNIPHARMA has entrusted an authorized person with the supervision of personal data protection in accordance with Art. 37 of the GDPR Regulations.

2.13 Confidentiality of information

- Information is a valuable asset of the company. Information assets including e.g. organizational charts, scripts, technologies and processes, documented procedures, as well as various studies, strategies and plans in the field of marketing, advertising and business development, but used only for business purposes.
- The company properly marks and documents the information, which is then stored in a safe place that prevents access to this information by unauthorized persons. We provide information only to people who need it to perform their work.
- We keep all information obtained in the course of our work, regardless of its source, confidential. This also includes information that suppliers, clients and partners have entrusted to company.
- Employees must not abuse the trade secrets of our partners, which they learn about in the course of their work, and which have to be protected. Information collected about our competitors and business partners must come only from legitimate and public sources, and even in this case, this information must not be misused for yourself or for others.

2.14 Information systems, social and media relations

- We do not use company information systems to attack company or third party networks and data. This includes sending bulk e-mail communications or unsolicited commercial e-mails (so called spam).
- We do not use unauthorized or unlicensed software as part of the company's information technology resources
- We do not use information technology and information systems for private purposes. We are aware that information produced and stored in the company's information technology is considered the property of the company and the company has the right to access all such information except that, which is protected by law or contract. As employees of the company, we are responsible for the correct and proper maintenance of electronic files and archives.

External communication

- We are aware that our statements towards the external environment can seriously affect a company's reputation.
- We do not provide written, oral or electronic statements or declarations to third parties on behalf of the company, unless this is necessary due to our job description or unless we are authorized to do so. Based on the decision of the CEO of the company, only the company's spokesperson communicates in this regard.
- We are aware that written, electronic, oral and other forms of communication are subject to all laws governing copyright, the right to protection of personality rights, civil honour and human dignity, protection against accusations, discrimination, human rights laws and protection of good morals and conduct. We actively adhere to these and apply them.

Communication on social networks

- Employees may not post any defamatory statements about the company, employees, business partners or individual shareholders of the company on social media such as Facebook, Instagram, Twitter, YouTube, Wikipedia or blogs. These include threats and insults, the publication of disrespectful material (e. g. photographs), allegations of false facts and statements, which seriously jeopardize the peaceful atmosphere in the company, and which make further cooperation impossible. However, if the employee has an interesting and positive stimulus that would make good advertisement for the company, this proposal can be communicated with the communication and marketing department, but never alone without the appropriate permission.

III. Business relations

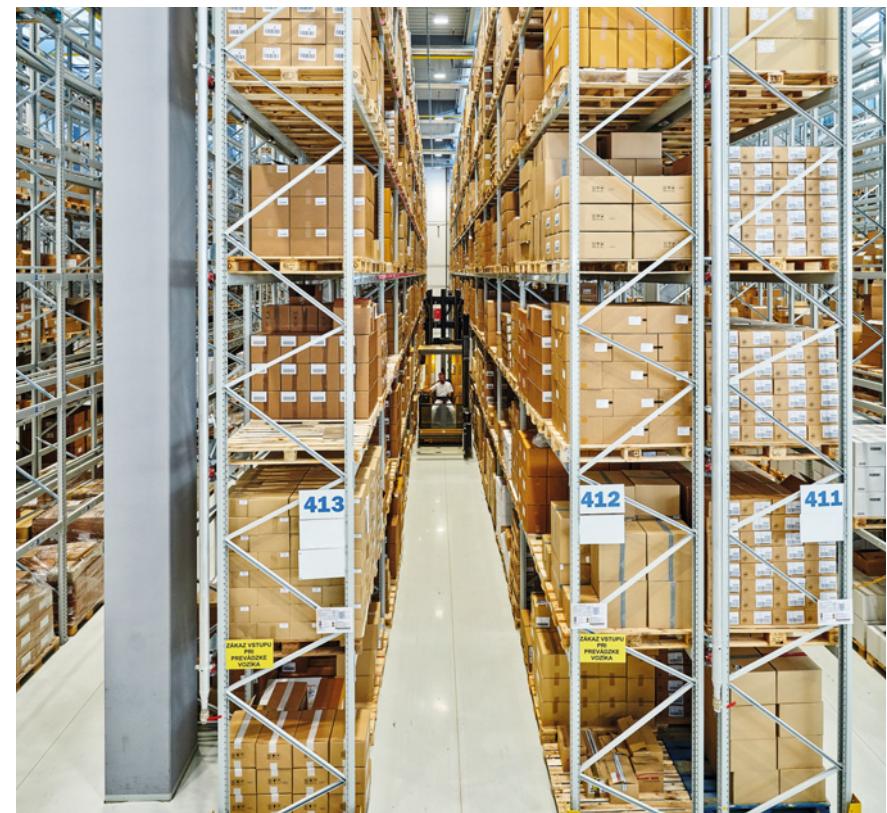
3.1 Relations with shareholders of the company

- It is in the interest of UNIPHARMA – 1. slovenská lekárnická akciová spoločnosť that all its shareholders be proud of their connections with the company. Therefore UNIPHARMA undertakes to make long-term above-average appreciation of the funds invested by its shareholders, with the greatest possible responsibility and care. The company's shareholders are informed of serious actualities that have a significant impact on the

company's operations. The company respects the right of shareholders to have regular access to information on the status of the company. The company also undertakes to take care of the good name and protect the company's trademark on the market – „goodwill“.

3.2 Relations with suppliers

- UNIPHARMA's relations with suppliers are based on mutually beneficial partnerships. Our suppliers help us meet the requirements of our clients and thus contribute to spreading the good name of the company, so we are thorough when selecting them, and we also take into account the principles set out in the Code of Ethics. We build long-term and mutually beneficial relationships with our clients.



IV. Relations with the social environment, country

Responsibility towards the region and the community

■ Our company recognizes its moral obligation to contribute to the improvement of the environment in which it operates. We fulfil this commitment by supporting cultural, sports and other events that are organized to help others and at the same time motivate to a healthy lifestyle. We regularly help those, who are in need of it. We participate in the concept of sustainable development and environmental protection of the regions in which we operate. We support economic development by creating jobs.

UNIPHARMA Foundation

■ The newly established UNIPHARMA Foundation began its activities in the year 2021. The purpose of this foundation founded by UNIPHARMA – 1. slovenská lekárnická akciová spoločnosť is mainly to support health and a healthy lifestyle using elements of humanity and solidarity in the form of aid especially for medical facilities, when purchasing medical equipment and medicine, for providers of pharmaceutical care in the development of pharmaceutical services and provided pharmacy care, the education in the field of pharmaceutical services and when educating patients by pharmacy care providers and by providing assistance to ill and socially disadvantaged people in need. This charitable activity also includes helping children's homes.

■ UNIPHARMA – 1. slovenská lekárnická akciová spoločnosť, by stating its name in the name of the foundation, provides a guarantee for donors that their funds transferred to the UNIPHARMA Foundation by way of remittance of 2 % of their income tax or by donating, will be used transparently and for public benefit purposes that are set out in the foundation letter.

V. Relations of the company with the employees

- The company's relations with the employees are based on mutual respect and the protection of human rights.
The development and success of a company depends on the expertise, honesty, responsibility and loyalty of employees. Our company respects each of its employees.
- We maintain a high level of internal culture within the company, which is based on openness to everything new and progressive. We do not refuse constructive and polite criticism.
- We support suggestions for improvement from our employees, which actively contribute to the development of the company and protect it from moral and material damage.
- We actively build relationships with colleagues and develop mutual cooperation, which means respect for individuals and respect for established team rules.
- The company's management is committed to creating suitable conditions for decent work and for support of further growth of employees.
- As a company, we guarantee our employees or potential job candidates that we do not support any forms of discrimination in employment relationships, when hiring people, in the course of their work and in the conditions of employment, including remuneration, career advancement and redundancies, in the access to vocational training, on the basis of gender, religion or belief, race, nationality or ethnic group, disability, age, sexual orientation, marital or family status, skin colour, language, political or other opinion, national or social origin, property, lineage or other status.
- To create and strengthen a work environment in which everyone feels comfortable, we strictly reject and prohibit any manifestations of harassment and discrimination. Harassment, whether in direct personal contact or in written, electronic or verbal form, is not tolerated in our society. Inappropriate communication or showing offensive materials, which are related to any of the above differences, such as gender, religion, race, nationality, sexual orientation, or physical fitness, may also be considered as harassment.

- Our managers follow the following principles in relation to their subordinates:
 - the principle of confidentiality,
 - the principle of personal development,
 - the principle of equal opportunities,
 - the principle of fair treatment of and respect for subordinate employees,
 - principle of providing advice.

- We expect the following values from our employees at the same time:

<ul style="list-style-type: none"> • Honesty • Responsibility • Loyalty • Innovation • Initiative • Enthusiasm 	<ul style="list-style-type: none"> • Creativity • Continual improvement • Respect • Competence • Mutual communication
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Counselling and reporting violations of the Code of Ethics

- If an employee has doubts about how to act properly or has any questions regarding the application of the Code of Ethics, he or she can contact his/her superior manager, the head of the control department or the HR director.
- Violations of any legal regulation, directive or provision of the Code of Ethics may be reported by the employee at any time in person to his/her superior manager, HR director or head of the control department. No one will be sanctioned, discriminated against or persecuted for reporting a violation of the Code of Ethics.
- Guidelines describing employment relationships in more detail, reporting anti-social activities, purchasing property and services are available for the employees on the intranet and for inspection at their respective managers.

Notification of complaints

- Any violation of the Code of Ethics, discovered anti-social activities can be reported by the employee:

- sent confidentially or anonymously to the following e-mail address:
podnete@unipharma.sk

- the complaint may be placed into the marked blue mail-box located in each branch

- the Head of the control department may be notified in person

- or send by post to: Head of Control Department
UNIPHARMA – 1. slovenská lekárnická akciová spoločnosť
Opatovská cesta 4
972 01 Bojnice

- All provided notices, notifications and information will be treated in the strictest confidence and will be judged and handled by trained and authorized personnel, bound by confidentiality.