



## **1.- INTRODUCTION**

EUROMED Group (composed of EUROMED S.A.U. and its subsidiaries), is part of the DERMAPHARM Group.

The purpose of this Code of Ethics is to ensure that the EUROMED Group and its employees always act in a responsible manner, i.e. within the law and respecting the values upheld by both the DERMAPHARM Group and the EUROMED Group.

The Code of Ethics is based on ethical principles that must be complied with by employees, which must be reflected in their actions and decision-making.

The Organisation shall ensure that its employees are aware of the contents of the Code of Ethics and of the risks involved in actions contrary to the legislation in force and the obligations contained in this document.

The Code of Ethics is applied in accordance with the policies contained in the DERMAPHARM Group's Compliance Manual and with the DERMAPHARM Group's Principles of Conduct, and with the laws and regulations applicable at any given time, as well as in accordance with the other regulations with which, of its own volition, the EUROMED Group decides to govern its corporate activity.

Employees may request information on the content of the Code of Ethics from the head of the Human Resources Department or the Compliance Officer. This request will be treated confidentially.

## **2.- ETHICAL PRINCIPLES**

The ethical principles that should govern the actions of the Organisation's employees are as follows:

- Compliance with the Law, the DERMAPHARM Group Compliance Manual and the DERMAPHARM Group Principles of Conduct, and the EUROMED Group Code of Ethics.
- Respect for human rights and civil liberties.
- Commitment to the principle of equal opportunities and to combating harassment.
- Measures to reconcile work, personal and family life.
- Loyalty to the interests of the Organisation. To avoid conflicts of interest.
- Proper use and protection of the organisation's resources.
- Respect for privacy: Confidential and secure processing of personal data.
- Protection of confidential information and knowledge.
- To guarantee that the Product is of the highest quality.
- Respectful and transparent relations with public administrations and third parties.
- Respect for competition.

All these ethical principles are set out in a series of protocols, which form part of the EUROMED Group's Crime Prevention Model (CPM) or Legal Compliance System:

- Code of Ethics
- Regulations for users of information systems
- Protocol on workers' rights and duties
- Crime Prevention Manual
- Protocol on the Use of Information and Communication Technology Resources
- Protocol for the prevention of fraudulent and unfair behaviour
- Protocol on the prevention of money laundering and terrorist financing
- Environmental risk management policy
- Prevention of offences against public health
- Anti-corruption protocol
- Protocol on the flow of persons and goods
- Protocol for the prevention of offences against the public treasury and social security
- Protocol on selection and recruitment
- Protocol on equality and prohibition of discriminatory treatment
- Protocol for preventing and dealing with sexual harassment, gender-based harassment and bullying

The content of the ethical principles discussed below is set out in detail.

### **COMPLIANCE WITH THE LAW, THE DERMAPHARM GROUP COMPLIANCE MANUAL AND THE DERMAPHARM GROUP PRINCIPLES OF CONDUCT AND THE EUROMED GROUP CODE OF ETHICS**

Employees make a firm commitment to familiarise themselves with and comply with all national and international laws that apply to their professional activities, as well as the applicable collective agreement and other concordant rules in accordance with the system of sources in Article 3 of the Workers' Statute. It is the responsibility of employees to comply with the rules that regulate their professional activity and to behave in a manner that respects local regulations and this Code of Ethics, as established in article 5 of the Workers' Statute in accordance with the rules of good faith and diligence that must govern all employment relationships.

Employees must also take into account and fulfil contractual obligations agreed with third parties.

Employees undertake to avoid any conduct that may be harmful or potentially harmful to the DERMAPHARM Group and/or the EUROMED Group and that may compromise its interests, reputation or image.

The Organisation shall ensure, in implementing the power to direct the work activity regulated in Article 20 of the Workers' Statute, that this task of updating knowledge is effective and shall control, by the means it deems appropriate, the knowledge of this Code of Ethics on the part of the workers, ensuring that at all times employees have in their possession an updated version of this Code.

## **RESPECT FOR HUMAN RIGHTS AND CIVIL LIBERTIES**

EUROMED Group employees undertake to respect and ensure respect for the human rights and public freedoms set out in the Universal Declaration of Human Rights proclaimed by the United Nations, in the Convention for the Protection of Human Rights and Fundamental Freedoms and in the New York Covenants of 1966 (International Covenant on Civil and Political Rights and International Covenant).

## **COMMITMENT TO THE PRINCIPLE OF EQUAL OPPORTUNITIES AND TO COMBATTING HARASSMENT**

Employees shall treat each other with respect and encourage teamwork in order to make the best use of each other's qualities and know-how in the most beneficial way for the organisation.

Workers shall reject any conduct that may amount to discrimination of any kind or that could be considered an abuse or offence. Likewise, employees and the Organisation will not tolerate any aggressive behaviour or conduct that could lead to moral or sexual harassment.

Along these lines, the Organisation has a Protocol for preventing and dealing with sexual harassment, gender-based harassment and bullying and the Equality Plan, whose objective is to achieve effective equality between women and men, avoid any discriminatory conduct within the Organisation and promote an effective attitude against harassment.

Employees have a duty to report any behaviour that could constitute harassment to the Organisation, through the Internal Reporting System (hereinafter "Ethics Channel").

## **MEASURES TO RECONCILE WORK, PERSONAL AND FAMILY LIFE**

The well-being of employees is an essential factor for the success of the organisation. Therefore, after assessing the needs of all employees, the Organisation has taken a number of measures to ensure satisfaction with their work and personal situation. These measures and those that may be approved in the future, in accordance with perceived needs, are set out in the EUROMED Group Corporate Manual.

## **LOYALTY TO THE INTERESTS OF THE ORGANISATION. AVOIDING CONFLICTS OF INTEREST**

In the exercise of his or her activities, the employee shall ensure that the interests of the Organisation are respected and that he or she acts loyally.

Employees shall avoid all situations that may lead to a conflict of interest between their personal interests (or those of any member of their family) and those of the Organisation.

In the event of a conflict situation, the employee shall inform the Audit, Ethics and Control Committee, the Compliance Officer or his or her manager, undertaking to reach a solution satisfactory to the interests of both parties.

### **PROPER USE AND PROTECTION OF THE ORGANISATION'S RESOURCES**

Employees undertake to make professional use of the assets that the Organisation places at their disposal for the development of their activity.

However, the EUROMED Group understands that, in a reasonable and moderate manner, private use of these resources may be made, provided that the employees of the EUROMED Group understand that these resources are not personal and that they may be checked.

Therefore, employees shall be responsible for the protection of assets of whatever nature (tangible or intangible, movable or immovable) and shall undertake to safeguard them with due diligence.

### **RESPECT FOR PRIVACY: CONFIDENTIAL AND SECURE PROCESSING OF PERSONAL DATA**

Employees shall comply with all applicable rules on the protection of personal data and shall refrain from making any use of personal data to which they may have access for purposes other than the performance of their duties or tasks. This prohibition applies both to the data of other EUROMED Group employees and to the data of third parties who have authorised their use by the Organisation.

### **PROTECTION OF CONFIDENTIAL INFORMATION AND KNOWLEDGE**

Employees have the duty to use and protect information and/or documents belonging to the EUROMED Group in a confidential manner, in accordance with the Protocol on the use of information and communication technology (IT) resources and the Regulations for users of information systems.

Employees undertake not to use confidential data or information of third parties, unless they have been authorised to do so in writing (signing a confidentiality agreement known as a CDA-Confidential Disclosure Agreement or NDA-Non Disclosure Agreement).

Employees shall refrain from using for their own benefit any data, information or documents obtained in the course of their employment.

Employees shall not provide information to third parties unless (i) required to do so by applicable law, (ii) expressly authorised to do so, or (iii) in compliance with the rules of the Organisation.

Employees may not make copies, reproductions or duplicates of the Organisation's information, nor use it for purposes other than those necessary for the performance of their duties or tasks. Except with the prior written authorisation of General Management (stating the purpose), the Organisation does not authorise the storage of its information on information systems not owned by the Organisation.

The duty of confidentiality of employees shall survive the termination of their relationship with the Organisation, and entails the obligation to return to the Organisation all materials and assets provided for the performance of their duties or tasks.

### **GUARANTEEING THE HIGHEST PRODUCT QUALITY**

One of the Organisation's objectives is that the products it manufactures and markets meet the expectations and needs of its customers, and must therefore be of optimum quality. In this regard, products shall comply with applicable legislation at all times, and our interaction with customers, regulators, certification bodies and health authorities shall at all times be proactive and transparent.

### **RESPECTFUL AND TRANSPARENT RELATIONS WITH PUBLIC ADMINISTRATIONS AND THIRD PARTIES**

In the contracting of suppliers, the selection process shall be objective and impartial, without incurring in conflicts of interest or favourable treatment, and applying the following criteria, among others:

- Quality
- Standard of service
- Competitiveness
- Financial soundness

The Organisation shall also ensure, as far as possible, that its business partners comply with specific regulations on the prevention of money laundering and terrorist financing.

All dealings with business partners and public administrations shall be conducted with the utmost propriety and transparency. In this sense, any act, action or conduct that may be related to the crime of fraud, influence peddling or corruption is prohibited, in accordance with the legislation applicable at any given time.

Employees may not offer, grant, solicit or accept unjustified advantages or benefits that may be advantageous to themselves, to the organisation or to a third party.

In particular, employees may not give or accept gifts, entertainment and other gratuities in the course of their work. However, exceptionally, they may be given or accepted in one of the following cases: (i) if the economic value is immaterial, (ii) if they are customary commercial practices, and (iii) if they are not prohibited by law or socially accepted commercial practices.

EUROMED Group employees may not accept hospitality that could influence decision-making.

### **RESPECT FOR COMPETITION**

The EUROMED Group undertakes to compete in the market in a fair manner and without breaching the applicable rules on unfair competition and anti-trust behaviour, which are the guarantee for the proper functioning of the market.

The Organisation shall ensure that the fundamental principles of anti-trust law are respected in all the contracts or agreements it enters into, or to which it is a party.

Employees, in the exercise of their functions or tasks, may promote the competitive advantages of the EUROMED Group's products, but under no circumstances shall they criticise a competitor unfairly or misleadingly, its products or damage its image. In this regard, the advertising of the

Organisation's products must at all times comply with the limitations established by the sectoral legislation in the pharmaceutical field.

Employees shall not disclose to competitors the EUROMED Group's strategic decisions, or the commercial, pricing or promotional policies that the Organisation adopts or intends to adopt. Employees shall refrain from disclosing inside information about the Organisation to third parties, including family members or friends.

### **3.- THE CRIME PREVENTION MODEL (CPM)**

As mentioned above, compliance with the law is part of the EUROMED Group's organisational culture. In the area of legal compliance, this commitment implies that each of the Organisation's employees must endeavour to avoid any conduct that involves non-compliance with the regulations in force.

#### **LEADERSHIP**

The implementation of the Crime Prevention Model requires the leadership of EUROMED Group's Management Bodies, as their attitude and commitment will determine, to a large extent, the ethics and integrity within the Organisation. In this way, as a sign of its leadership, the EUROMED Group's Management Bodies establish the responsibilities for compliance in the Organisation, appointing the Audit, Ethics and Control Committee for this purpose. Furthermore, the EUROMED Group's Management Bodies allocate adequate and appropriate resources to implement and develop the EUROMED Group's Crime Prevention Model in an effective manner.

The EUROMED Group's Management Bodies have supervisory duties with respect to the performance of the Audit, Ethics and Control Committee. In this way, they receive and process information on the functioning of the Crime Prevention Model from the aforementioned Committee, promoting the periodic review of the Crime Prevention Model when necessary.

On the other hand, the EUROMED Group's Executives are the main recipients of the provisions of the Crime Prevention Model that affect their areas of responsibility, their behaviour and involvement being key to the correct functioning of the Organisation's Crime Prevention Model.

The EUROMED Group Managers support the Audit, Ethics and Control Committee in the implementation of the Crime Prevention Model, managing the risks assigned to their areas of responsibility and transferring, directing and supporting the employees under their charge.

#### **COMPLIANCE BODY**

The Audit, Ethics and Control Committee of the EUROMED Group is constituted as the Compliance Body of the EUROMED Group. This committee has autonomous powers of initiative and control, and its main function is to ensure commitment to legality and the prevention, control and prosecution of breaches of regulations, especially those of a criminal nature in the Organisation, as well as compliance with this Code of Ethics.



The Audit, Ethics and Control Committee is a collegiate body, separate from the EUROMED Group's Management Bodies and Management Committee.

In this way, the Audit, Ethics and Control Committee is the body in charge of supervising the correct functioning of the Crime Prevention Model in the Organisation, guaranteeing that it promotes the observance of binding legal regulations (as well as other regulations to which the EUROMED Group is voluntarily bound) in the Organisation.

It is also the duty of the Audit, Ethics and Control Committee to provide the necessary information to the Governing Bodies on the functioning and results of the implementation of the Crime Prevention Model.

In addition, a Compliance Officer has been appointed, who will be responsible for supervising the functioning and compliance with EUROMED Group's Crime Prevention Model on a day-to-day basis.

Among other tasks, the Compliance Officer will be in charge of the Ethics Channel, reporting to the Audit, Ethics and Control Committee and providing objective advice to the Organisation and employees on aspects related to ethical and regulatory compliance.

### **NON-COMPLIANCE AND VIOLATIONS**

Violations of this Code of Ethics adversely affect the EUROMED Group, its employees and, in general, all third parties that have relations with the Organisation.

Failure to observe the values established in this Code of Ethics, as well as those policies and/or regulations that develop it, may lead to the application of the corresponding legal sanctions or penalties.

Non-compliance by employees with this Code of Ethics, as well as, in general, with any legal rule applicable to the activities carried out within the framework of their functions or tasks, may lead to the Organisation taking the appropriate disciplinary action, depending on the seriousness of the non-compliance, including dismissal.

Any possible sanctions shall be applied in proportion to the seriousness of the act, and shall affect both the person directly responsible for the punishable act and those who, having the possibility and/or the duty to prevent the infringement, have not prevented and/or reported it, always respecting in all cases the disciplinary regime set out in the Workers' Statute and the applicable collective bargaining agreement.



## **4.- ETHICAL CHANNEL**

An Ethics Channel has been set up where any person who has or has had an employment or professional relationship with the EUROMED Group can report any infringement observed in the course of the EUROMED Group's activities that is contrary to the law or its internal regulations.

The Ethics Channel has the following internal communication channels:

E-mail:

denuncias@euromed.es

Postal mail:

A/A Compliance Officer (confidential),

C/ Rec de Dalt, 21-23, Pol. Ind. "Can Magarola", 08100 - Mollet del Vallès (Spain)

Web:

<https://dermapharm.integrityline.com/frontpage>

Communications (anonymous if desired) can be made in writing or by voice message.

At the informant's request, a face-to-face meeting with the person in charge of the Ethics Channel may also be requested.

All members of the Audit, Ethics and Control Committee, including the person holding the position of Compliance Officer, shall have access to the communications received through the Ethics Channel.

In addition, communications can also be made through the external information channel of the Independent Authority for Whistleblower Protection, or through the corresponding regional authorities or bodies, either directly or after communication through the EUROMED Group's Ethical Channel.

In the design and application of the Ethical Channel, the legal framework in force will be fully respected, ensuring the informants' right to anonymity, the absence of reprisals, and the guarantee of confidentiality and information to the informant.

The EUROMED Group will ensure that communications are preferably channeled through the Ethics Channel. In any case, if the news of the possible infringement arrives by other means, EUROMED Group will act ensuring the same rights mentioned above.

### **CONCEPT OF INFRINGEMENT**

For the purposes of Law 2/2023 on the protection of persons reporting regulatory and anti-corruption violations, the violations that can be reported through the Ethics Channel and are subject to protection measures are as follows:

- Actions or omissions that may constitute breaches of European Union law.
- Actions or omissions that may constitute a serious or very serious criminal or administrative offense.

The following cases may also be reported through the Ethics Channel, although outside the scope of protection of Law 2/2023:

- Any breach of the MPD and other internal regulations of the EUROMED Group, of the values, guidelines for action or rules of conduct contained therein.
- Any contingency that may pose a risk to the reputation of the EUROMED Group.

Finally, also outside the scope of protection of Law 2/2023 is the transmission of false or misrepresented information, as well as information that has been obtained unlawfully, which may lead to the application of the relevant disciplinary actions by the EUROMED Group.

## **5.- COMMUNICATION AND ACCEPTANCE**

This Code of Ethics will be given to new EUROMED Group employees as part of the Welcome pack, and in the event of an update it will be made available to all EUROMED Group employees. In both cases, the corresponding acknowledgement of receipt or signature of acceptance of the Code of Ethics will be obtained.

Therefore, all EUROMED Group employees must comply with the provisions of this Code of Ethics.

Any modification or updating of the Code of Ethics shall be communicated as soon as possible and in a reliable manner.