

Third Parties Code of Conduct

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Overview

Introduction

Zambon is committed to apply and abide by the highest ethical, social and environmental standards. We recognize that our business partners play an important role in our overall success.

Accordingly, Zambon strives to conduct business with individuals and organizations who share our commitment to high ethical standards, compliance, and integrity and who operate in a socially and environmentally responsible manner.

To reinforce the standards to which we are committed, Zambon has developed this **Third-Party Code of Conduct**, to highlight and reinforce these principles, and to ensure that any third party, or business partner, operating with Zambon, is aware of its ethical duties and acts in full compliance with them.

Zambon Third Parties

Zambon Third Parties are private and public individuals or entities, not employed by Zambon, performing activities either on behalf or in the interest of Zambon.

That includes, but it is not limited to, suppliers offering goods and services for Zambon and its entities such as third parties involved in clinical and non-clinical research; interactions with agencies, authorities and government officials; manufacturing of Zambon products; market access and pricing activities; medical information; pharmacovigilance; promotional, sales and marketing activities; logistics and distribution; public relations; patient support programs and interactions with Healthcare Professionals, Healthcare Organizations and Patient Organizations.

Expectation

Zambon expects its third parties to be in compliance with the same legal, and ethical standards as well as requirements that Zambon is committed to observe.

These standards and requirements apply also to any supplier, partner or third party used by a Zambon Third Party, for the implementation and execution of activities, either on behalf, or in the interest of Zambon. Zambon Third Parties ensure the application of third parties sourcing and qualification process, in order to evaluate the respect of these principles and requirements by their business partners.

Principles & Requirements

Compliance With the Law

Zambon conducts its business with third parties that operate in compliance with all applicable laws and regulations.

Zambon Third Parties must comply with any applicable law, regulation and standard including but not limited to, the principles set forth within international anti-bribery and anti-corruption laws such as the Italian Legislative Decree 231/2001, the US Foreign Corrupt Practices Act and the UK Bribery Act.

Anti-Bribery and Anti-Corruption

Zambon doesn't tolerate nor accept any form of bribery or corruption (direct or indirect), whether committed by its employees or by third parties acting on its behalf.

Bribery refers to the offering, promising, soliciting, giving, or receiving of any payment, benefit, item of value or other utility, as means of illegally influencing the actions of a public or private individual.

Zambon Third Parties shall not offer, pay, or ask for accept anything of value, or give the appearance that they do, to improperly influence decisions or actions related to Zambon business or activities. This commitment must be extended to whom they may subcontract all or part of their task or services to Zambon.

It is intended that Zambon Third Parties have implemented and maintain adequate processes and procedures to prevent and detect bribery and corruption.

Conflicts of Interest

Zambon Third Parties must operate with professionalism, avoiding any form of conflicts with its own or personal interests.

Zambon defines conflict of interest as any situation arising when Third Party's interest is, or appear to be, in conflict with the interests of Zambon.

Zambon Third Parties should avoid interactions with Zambon employees, that could represent a conflict of interest. If a third party or any of its employees have a relationship with a Zambon employee that might represent a conflict of interest, the third party should disclose it to Zambon.

Should Zambon Third Parties become aware of any or potential conflict of interest they are required to notify it to Zambon timely.

Interactions with Government Officials (GOs), Healthcare Professionals (HCPs), Healthcare Organizations (HCOs), Patients and Patient Organizations (POs), must be transparent and motivated by legitimate purposes, free from undue influence or conflict of interest.

Any interaction must be conducted with integrity and in compliance with all applicable laws and regulations.

Interactions with HCPs, HCOs, Patients and POs

Any interaction with HCP, HCOs, Patients and POs must conform to high ethical and scientific standards and comply with all applicable laws and regulations.

Any form of collaboration with HCPs, HCOs, Patient or POs, that involves conducting activities or services in favor of Zambon and its entities, must be formalized with a written agreement, before the beginning of any activity. Zambon Third Parties shall be able to document the legitimate need for, and professional purpose of any interaction.

Compensation offered, if applicable and allowed by local laws, regulations, and standards must be reasonable and aligned to fair market value.

Gifts, Meals, Hospitality and Entertainment

Gifts, meals, hospitality and entertainment will not be given or offered to receive anything of value for the purpose of improperly influencing any decision related to Zambon and/or the third party. Gifts, meals, hospitality and entertainment connected to meetings and events are allowed only if:

- permitted by and in compliance with local laws, regulations, and trade associations' Codes of Conduct.
- related costs are modest and reasonable.
- hospitality is not extended to any spouses, family members and other companions.
- are not offered (or are not intended by the recipient) as a form of bribery.

Marketing and Promotional Activities

All marketing and promotional activities must conform to high ethical, medical and scientific standards, and must be conducted in compliance with applicable laws, regulations and adhering to applicable national and international ethical standards, set forth within pharma trade associations Code of Conducts, such as the International Federation of Pharmaceutical Manufacturers & Associations (IFPMA), the European Federation of Pharmaceutical Industries & Associations (EFPIA), the Italian Pharmaceutical Association (Farmindustria) and PhRMA Code on Interactions with Health care Professionals (PhRMA Code).

Antitrust and Fair Competition

Zambon Third Parties shall conduct their business committing to fair competition and must operate in accordance with national and international antitrust laws, regulations and standards. Zambon Third Parties shall employ fair business practices, including accurate and truthful advertising

Intellectual Property and Confidential Information

Zambon Third Parties must operate protecting Zambon's intellectual property and confidential information. Unless expressly authorized by Zambon, Third Parties shall not share Zambon's intellectual property or confidential information according to confidentiality agreements.

Zambon Third Parties always operate respecting the intellectual property rights of others.

Anti-Money Laundering and Terrorism Financing

Zambon Third Parties must not facilitate, directly or indirectly, any form of money laundering or terrorism financing.

Human Resources

Respect for individuals and for human rights is essential for Zambon. In particular, among others, Zambon Third Parties shall: (i) not use any form of forced or involuntary labor; (ii) not engage or support any form of slavery or human trafficking; (iii) not use child labor; (iv) provide equal opportunities, non-discrimination, a workplace free of any sexual harassment and sexual abuse, harsh and inhumane treatment; (vi) respect laws and regulations related to working hours, work permits and immigration, wages and benefits and health and safety.

Discrimination on the grounds of race, color, gender, age, religion, national origin, ancestry, ethnicity, disability, sexual orientation, citizenship status, marital status, or any other characteristics protected by applicable laws, will not be tolerated.

Health & Safety

Zambon Third Parties must comply with applicable laws and regulations related to health & safety at work by providing a safe and healthy workplace for employees and visitors. Furthermore, work environment must be clean and safe; any potential hazard must be promptly identified and remediated.

Environment

Zambon Third Parties shall operate in an environmentally responsible and efficient manner, to limit and minimize adverse impact on the environment.

Third Parties must act in accordance with the applicable environmental laws, standards, and best practices, respecting the environment, evaluating the social, environmental and health impacts of their activities, and ensuring the safe, proper, and compliant management of waste, air emissions and wastewater discharges.

Adverse events and safety

Zambon Third Parties must inform Zambon of any adverse event, adverse drug reaction or other safety information relating to a Zambon products as soon as possible, i.e., within one business day or three calendar day, whichever is shorter, of becoming aware of the information. Any adverse event should be reported to the relevant Zambon Local Drug Safety Department.

Furthermore, Zambon Third Parties shall promptly report to complaints@zambongroup.com any detected incidences of counterfeit or suspected counterfeit of Zambon products.

Records Management and Taxes

Zambon Third Parties must keep accurate, complete, and up-to-date records of its transactions and business activities; they must ensure accounting records and supporting documentation, accurately reflect the true nature of the transaction.

They must store documents and records in a manner to protect them from damage or destruction; documentation must be retained for the time-period specified by law and readily available when needed.

Zambon Third Parties must comply with the applicable tax laws and regulations and related obligations, ensuring integrity and transparency in any interaction with Tax Authorities and Officials as well as the accuracy of the data and information provided.

Data protection

Zambon Third Parties must operate complying with applicable data protection laws and regulations ensuring individuals personal data protection, including employees, customers, business partners, HCPs, patients, and others.

Zambon Third Parties must comply with any applicable law, regulation and standard including but not limited to, the principles set forth within the EU Regulation 2016/679 (General Data Protection Regulation or GDPR).

Zambon Third Parties must not collect, use, store, sell or transmit personal data and information, unless they have obtained necessary consent by the data owner, and guarantee they have adequate rules and procedures that ensure that any cross-border data transmission is performed in compliance with all applicable laws.

Zambon Third Parties shall maintain appropriate systems and internal controls in order to prevent, detect and respond to data breaches. They must also notify Zambon for any suspected or actual data breach, concerning services provided, assisting Zambon in investigations in response to a data or information breach.

Clinical Research

Zambon Third Parties involved in research activities and clinical trials on behalf of Zambon, must operate in accordance with applicable laws, regulations, guidelines, and standards, including, without limitation, international guidelines such as ICH guidelines in particular Good Clinical Practices (GCP), issued by national and local regulatory authorities and ethical standards

Animal Research

Zambon Third Parties must comply with laws, regulations, guidelines, and standards applicable to animal research. Animals involved must be treated respectfully, with pain and stress minimized.

Zambon Third Parties and any potential subcontractor shall ensure animals are treated in accordance with applicable international and domestic laws, regulations, guidelines, and standards.

Animals can be used in research when they cannot be replaced with non-animal methods; ensuring the number of animals used is reduced to a minimum while still obtaining scientifically valid results. Any possible pain, suffering, distress or lasting harm to the animals shall be contained.

Production

Zambon Third Parties involved in supply, manufacturing, packaging, testing, storage and distribution of material and products on behalf of Zambon, must comply with applicable laws, regulations, and standards, including, but not limited to the Good Manufacturing Practices (GMP) and Good Laboratory Practices (GLP) ensuring the adoption and maintenance of systems, tools, documents, and internal controls required by these international standards.

Logistics and distribution

Logistics and distribution must be carried out complying with applicable laws, regulation, and standards, including the Good Distribution Practices (GDP); Zambon Third Parties adopt and maintain systems, tools, documents, and internal controls, required by GDPs.

Any import and export activities are performed in accordance with applicable laws and regulations.

Interactions with Custom Agencies and Officials are transparent and based on the bona fides principle; documents and data provided to Custom Agencies must be correct and accurate.

Reporting concerns

How to contact Zambon

Any potential concern or illegitimate conduct that has or is about to violate a law, Zambon policy, and/or this Code of Conduct must be reported to Zambon.

Whistleblowing can be sent to the Zambon Company Supervisory Body at the following e-mail address:

odvzamboncompany@zambongroup.com

or to the Global Compliance Function at the following e-mail address:

global.compliance@zambongroup.com

or through Zambon's online reporting platform that can be accessed at the following link:

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

Zambon safeguards whistleblowers from any retaliation, discrimination, or penalization, ensuring their confidentiality without prejudice to legal obligations and the defense of the rights of Zambon or of people wrongfully or in bad faith accused.

