



CODE OF  
**Ethics and  
Conduct**

Guidelines that  
support our action

**Grupo Eurofarma**

A healthy environment, where loyalty prevails and with the ability to understand, value others, encourage innovation and growth of colleagues, respect laws and seek customer service excellence, is a condition everyone should promote.

**Grupo Eurofarma**

## THE PRESIDENT'S WORDS

Dear colleagues of Eurofarma Group,

Throughout all these years, since our foundation, many people have worked here and have left their valuable contribution, others are still here and have witnessed difficult moments and achievements in this period, creating the basis of our corporate identity and writing the history that has led Eurofarma Group to its current important place.

After we achieved this level, we faced an even greater challenge: remain in this place and constantly improve in relation to our past and current results. To successfully overcome this daily challenge, only *"promoting the access to health and quality of life with treatments at a fair price and profitable operation, ensuring the company's sustainable growth and sharing of added value with employees and the society"* is not enough. Our mission and our vision are as important as the means to achieve them, because we want to be admired not only for what we do, but also for how we do it.

Our goal is to keep growing and increasing our international presence, without forgetting our values. We intend to be an institution in which employees, commercial partners, customers, regulatory agencies and the government, the media and even the society in general, can trust. That is an essential condition to survive in an increasingly demanding market, attentive to our operations.

A thousand eyes are constantly watching us, then, just one inadequate action, even isolated, can harm years of dedicated work to build our image and reputation.

To reduce risks, damage to assets and, especially, to ensure our values are

preserved, we should be diligent and take all precautions to avoid inadequate actions that can tarnish our organization's credibility.

Based on that, a healthy environment, where loyalty prevails and with the ability to understand, value others, encourage innovation and growth of colleagues, respect laws and seek customer service excellence, is a condition everyone should promote, and complying with the conduct standards established in this Code should be a commitment shared by everyone, regardless of the hierarchical position.

**For this reason, the guidelines of this Eurofarma Group Code of Ethics and Conduct should be considered the compass that guides our daily actions.**

This Code should be referred to when making decisions, as its content summarizes what the company expects in terms of behaviors from every professional who belongs, is related to and represents the organization.

Eurofarma Group Code of Ethics and Conduct described here is the expected standard of conduct to reach high ethical levels in business management.



**Maurizio Billi**

President, Eurofarma Group

# CONTENT

<b>THE PRESIDENT'S WORDS</b> .....	2
<b>1. OUR IDENTITY</b> .....	6
<b>1.1.</b> Mission.....	7
<b>1.2.</b> Vision.....	7
<b>1.3.</b> Values.....	7
<b>1.4.</b> The Reason of this Code.....	9
<b>1.5.</b> Who should Observe this Code.....	11
<b>1.6.</b> When Reading this Code.....	11
<b>2. EUROFARMA GROUP AND EXTERNAL RELATIONS</b> .....	14
<b>2.1.</b> Customers and Consumers.....	15
<b>2.2.</b> Suppliers.....	18
<b>2.3.</b> The Pharmaceutical Market and Competition.....	20
▪ The Market.....	21
▪ Competition.....	21
▪ Health Professionals.....	22
<b>2.4.</b> Public Entities.....	22
<b>2.5.</b> The Press and Social Media.....	26
<b>2.6.</b> Environment, Community, Donations and Labor Category Associations.....	28
▪ Environment.....	29
▪ Community.....	29
▪ Donations.....	30
▪ Labor Category Entities and Associations.....	30
<b>2.7.</b> Research and Development.....	31
<b>3. EUROFARMA GROUP AND INTERNAL RELATIONS</b> .....	32
<b>3.1.</b> Internal Relations.....	33
<b>3.2.</b> Professional Attitude .....	35

<b>3.3.</b> Conflict of Interest.....	38
<b>3.4.</b> Employing Family Members.....	40
<b>3.5.</b> Gifts and Presents .....	44
<b>3.6.</b> Fraud Prevention and Management.....	46
<b>3.7.</b> Information Security and Privacy.....	48
<b>3.8.</b> Use of Eurofarma Group’s Assets .....	51
▪ General Resources .....	51
▪ Technological Resources .....	52
▪ Use of Eurofarma Group Brand .....	53
<b>3.9.</b> Eurofarma Group and Professional Opportunities.....	54
▪ Professional Opportunities .....	55
▪ Rehiring Former Employees.....	55
<b>4. GENERAL RESPONSIBILITIES AND GUIDELINES .....</b>	<b>58</b>
<b>4.1.</b> The Role of Eurofarma Group .....	59
<b>4.2.</b> The Responsibility of a Manager .....	60
<b>4.3.</b> The Role of the Human Resources Department.....	61
<b>4.4.</b> The Role of the Corporative Integrity Department.....	62
<b>4.5.</b> The Role of the Corporate Integrity Agent .....	63
<b>4.6.</b> The Role of the Board of Directors.....	63
<b>4.7.</b> Eurofarma Group Ethics Board and Committee.....	65
<b>4.8.</b> General Guidelines.....	66
<b>4.9.</b> Personal Responsibility: Informing Real and Potential Violations.....	67
<b>5.0.</b> Ombudsman.....	68
<b>GLOSSARY.....</b>	<b>70</b>
<b>INDEX.....</b>	<b>71</b>



**1. OUR  
IDENTITY**





We are an organization of principles and values that support all our actions. Acting with integrity in daily activities is a critical requirement for competent professionals, with attitudes aligned with the organization's policies, standards and procedures, reflecting our corporate identity.

**Our values should support all our actions.**

### 1.1. MISSION

**“The reason of our existence.”**

Promote the access to health and quality of life with treatments at a fair price and profitable operation, ensuring the company's sustainable growth and sharing of added value with employees and the society.

### 1.2. VISION

We will be one of the 3 largest regional capital pharmaceutical companies in Latin America, leaders in medical prescription in Brazil and a reference in innovation and sustainability. With increasing profitability and 10% of the portfolio protected, 30% of sales will come from international operations.

### 1.3. VALUES

**AGILITY** dynamism and simplicity are in our DNA and, to remain competitive, these attributes should be present in all operations and processes of the company;

**COMMITMENT** competence and commitment with the company favor employee appreciation and growth. For this reason, whenever possible, our talents are recognized with internal responsibilities;

**SUSTAINABLE DEVELOPMENT** a good management of human, financial and natural resources is built on the employee development, financial so-

## OUR IDENTITY

lidity, healthy commercial practices and actions for environmental preservation: critical aspects for balanced operations;

**FOCUS ON HEALTH** our business model is based on the participation in all pharmaceutical segments, through subsidiaries and associated companies, keeping permanent dialog, attraction and formalization of strategic partnerships;

**ENTREPRENEURSHIP** to anticipate the future, create new and better ways of running the company in all areas, going beyond innovation in R&D activities, our leaders are open to “the new” and they keep the company’s pioneering spirit;

**ETHICS** aligned with the company’s Code, laws and regulations in force, the behavior of our employees is mandatorily built on ethics and transparency in all actions and operations performed in the company and on its behalf;

**EQUALITY (DIVERSITY)** we promote a favorable and impartial environment where respect prevails. For this reason, we assume commitments related to diversity, justice and equality in the relations among employees and other stakeholders;

**REINVESTMENT** believing that assuming risks is part of a dynamic and successful corporate activity, the generation of positive results promotes the organization’s growth through reinvestment of resources in its own businesses;

**RESPECT** we are proud of our history, origin and ability to overcome challenges. Our history reflects our commitment with employee growth and development of the countries where we operate, respecting their people and culture;

**RESULT (PERFORMANCE)** we recognize the different contributions to the achievement of our goals and we share the wealth generated with employees and the society through meritocracy programs, access expansion and social investments.



These values have guided the organization so far and will help improve our results in the future, guiding us in the relations with our stakeholders and engaging teams that will add value to the society in general.

#### 1.4. THE REASON OF THIS CODE

Having a Code of Ethics and Conduct does not mean being ethical. Being ethical means adopting daily attitudes that observe the content presented in this handbook, seeking to reach our goals based on mutual trust with the publics with which we relate.

Trust is defined in dictionaries as *“belief in the integrity of a person, conviction of own value, firmness in spirit, credit, intimacy and familiarity”*.

This trust, required in any activity, is more relevant in the healthcare sector.

**May our daily attitudes reflect the content of this Code.**

Then, the reason for creating this Code is based on daily gaining the trust of these important stakeholders:

**Customers** The enforcement of ethical guidelines shows our commitment to building and increasing customer satisfaction and loyalty.

**Employees** It allows our employees to have a clear view of the moral compass they should follow. It avoids misunderstandings, opportunistic practices, unfounded controversies, unnecessary risks and rumors in a market where ethical practices are increasingly relevant.

**Society** It shows the society our moral desire, the expected conduct of those making business, allowing a judgment of our acts. If our statement is in agreement with our practice, then we will establish the basis for a trustworthy relationship.

## OUR IDENTITY

**Eurofarma Group** We believe in the enabling role of corporate ethics in responsible decision making and the importance of adjusting our operations according to moral and socially responsible principles, such as honesty and transparency. For this reason, it requires integrity and outstanding professional conduct of employees and commercial partners.

**Top management** With integrity, we work hard to generate the highest added value to our top management and:

- Consolidate our company in the market and continuously invest in our brand growth and strengthening;
- Start operating in new markets, segments and distribution channels, aiming to increase productivity and incentive to innovation;
- Make and carry out prudent decisions, always recognizing that we should manage and take care of the company's assets as if they were ours;
- Incorporate risk management and compliance controls into our business processes.

**Business partners** With relationships based on trust, transparency and ethics, we seek:

- Continuous quality improvement in businesses made with such partners;
- New commercial opportunities that add value to businesses;
- Dissemination of our values through partners whose actions are aligned with them.

**Relationships** Companies in general have people of different races, beliefs, ideologies and personalities, which raises some moral questions like: What should I do? How to act in a certain situation? How to behave in the presence of another person? In a case of corruption and injustice, what should I do?



**Consolidation of our mission, vision and values** The primary purpose of our Code is to strengthen our mission, vision and values, providing criteria and guidelines while performing the activities in the company, increasing the integration among employees, protecting public and professional interests and contributing to sustainable results of the organization.

## 1.5. WHO SHOULD OBSERVE THIS CODE

When practicing the principles of transparency and ethics in business made with Eurofarma Group, we expect to inhibit situations leading to conflicts of interests, and ensure data privacy and confidentiality and the ethical conduct of our employees. The compliance with these guidelines is also important when selecting the company's service providers and suppliers. For this reason, all professionals, referred to as **"employees"**, should observe the content of this Code:

Shareholders, executives, employees, temporary workers, trainees, apprentices, contractors working in the facilities of Eurofarma Group and commercial representatives.

## 1.6. WHEN READING THIS CODE

Everyone should read the entire Code, even when the subject addressed does not directly affect the reader.

Dedicate proper time to read it and, if you have any doubt, ask for guidance to your manager or with the Corporate Integrity area (or Corporate Integrity Agent in each international unit).

Keep this Code with you on your daily activities for reference when you have any question about how to proceed in certain situations.

When addressing specific themes, you will see a section of practical guidance that reinforces the attitudes expected by the organization and

## OUR IDENTITY

another section titled “**IMPORTANT** ⓘ”, which has more information about the addressed theme.

The Code also has a glossary with less usual terms and expressions and an index to help you find a specific theme.

After reading the Code, fill and sign the Code Adherence Statement and send it to the Human Resources department of your division. The Sales Force professionals should hand it signed to their respective managers so that it is delivered in the Corporate Integrity area.

A signed Code Adherence Statement is included in the employee’s file and kept by the Human Resources management.

**More than reading this Code, we wish you  
an excellent practice of this content.**





# 2. EUROFARMA GROUP AND EXTERNAL RELATIONS





## 2.1. CUSTOMERS AND CONSUMERS

Our **Mission of promoting the access to health and quality of life with treatments at a fair price and profitable operation, ensuring the company's sustainable growth and sharing of added value with employees and the society** should be observed by all employees.

Our customers are our path to achieve this mission and, therefore, the reason of our existence. We should ensure respect and a high level of services to keep a healthy and trustworthy relationship with them.

**We are committed to creating and increasing customer satisfaction and loyalty.**

### **Eurofarma Group's standard**

- Respect and cordiality as basic requirements in every subjected addressed.
- Information provided should be correct and clear.
- Proactivity when identifying needs and possible operational risks in businesses.
- Incentive to professional, impartial and technically competent relations.
- Protection of information, involving operations and personal data, which should be used exclusively for commercial purposes or when legally demanded. Our customers should trust their information is in good hands and that it will be kept in secrecy aiming at compliance with the General Data Protection Act – nº 13,709/18
- Personal opinions or interests should never be placed above Eurofarma Group's interests and the company's relations with its customers.
- Our employees will not provide remunerated services, of personal nature or another, to Eurofarma Group's customers.

## EUROFARMA GROUP AND EXTERNAL RELATIONS

- We are committed to creating and increasing customer satisfaction and loyalty by:
  - Offering quality products at a fair price;
  - Building and keeping long-standing relations with our customers from all segments we operate and with which we relate;
  - Not involving in commercial relations or agreements that are not aligned with our principles and values;
  - Adopting transparency when communicating with customers, observing the laws in effect;
  - Facilitating, considering whenever possible, and answering in proper time every suggestion, criticism or improvement indicated by customers.

### Practical guidance

- Adopt honest and transparent communication with our customers.
- If, for any reason, the dialog with a customer becomes unfeasible, ask your manager to interfere and help you resolve the conflict.
- Provide negative statements to a customer regarding a certain demand may cause problems in the relationship. Customers do not want to receive excuses, justifications for a mistake or know who caused the problem. They want solutions; then, focus on solving the problem and show that you are seeking options.
- When detecting a problem, such as a delay in delivery or answer, do not wait for the customer to call and complain; contact the customer and inform about the delay and show you are making efforts to resolve the problem. By simply showing that you are concerned will change an unfavorable situation into an opportunity to win the customer's trust.



- With products and prices increasingly similar, and the access to technologies and information available to everyone, “customer service” has become one of the competitive advantages. High quality customer service and service level can be determinants in customer’s selections.
- Our work will not be well done if, after the first contact to enchant a customer, another internal area disappoints him/her. A high-quality customer attention should be provided by the whole company.
- If a customer has any question about any theme you don’t know, immediately refer him/her to our customer service. The professionals from this department are prepared to properly forward him/her.

**Eurofarma Group’s customer service hotline**

**0800 704 3876**

**Momenta Call Center**

**0800 703 1550**

or:

**[www.eurofarma.com.br](http://www.eurofarma.com.br)**

## **IMPORTANT**

- Eurofarma Group’s customers are:
  - ☑ Consumers in general;
  - ☑ Drugstores;
  - ☑ Distributors;
  - ☑ Hospitals;
  - ☑ Medical and veterinary clinics;
  - ☑ Physicians;
  - ☑ Health professionals;
  - ☑ Other pharmaceutical laboratories, customers or business partners;
  - ☑ The government, in bids won by Eurofarma Group.

## EUROFARMA GROUP AND EXTERNAL RELATIONS

### 2.2. SUPPLIERS

Our suppliers should be aligned with the organization's operational goals and ethical standards.

When selecting its suppliers, Eurofarma Group uses fair and objective criteria, as well as technical specifications required for product and service procurement. Also avoided are family links with other employees of the company, to prevent potential conflicts of interest, as well as other objective aspects that may affect the company's internal environment.

**We build partnerships that add value to the organization.**

#### **Eurofarma Group's standard**

- We hire suppliers that add value to the organization and are aligned with our strategic goals, and we do not establish commercial relations aiming to satisfy personal interests.
- We do not accept illegal practices such as child labor, slavery-like practices or any other type of exploration not in agreement with the company's principles.
- We build partnerships with suppliers that do not adopt corporate practices that promote environmental stress, contamination or permanent damage, affecting the sustainable development.
- We understand suppliers have a strategic role in our business and, for this reason, we created this Code of Conduct for Eurofarma Group's Suppliers, whose proposal is to ensure ethical and transparent businesses. This Code promotes trustworthy relations, in which mutual development and learning are key to reach the company's economic, social, and environmental results.
- To suppliers with employees permanently working in our facilities, we formally require their commitment to act in compliance with this Code of Conduct.



- We do not accept the provision of services that have not been previously and formally approved.
- We request our suppliers to instruct their employees to refrain from offering personal services to Eurofarma Group's employees. That is a special care to prevent any suspicion of favoring services on both parties.
- Antitrust (anti-competitive) practices are morally condemnable in our organization, and it is against the law. We do not accept such practices.
- Then, as we strive to prevent risks of any nature to our suppliers, we do not accept unknown risks caused by commercial relations with suppliers. For this reason, our suppliers should inform us of any outsourced production stage for services and products.
- Our suppliers are not authorized to speak or act on behalf of Eurofarma Group.

### **Practical guidance**

The procurement management for direct and indirect materials, assets and services is centralized in the Supplies department to ensure:

**Better quality** We buy products of certified quality, which observe the requested specifications. We buy materials from technically approved suppliers.

**Better service** We hire suppliers that offer fast and efficient service, including after-sales services and on-time delivery.

**Lower cost** Among the proposals that fulfill the conditions specified by company, the supplier submitting the best cost-benefit ratio (with justification) should be awarded.

**Supplier payment** Every approver has a specific responsibility that should be respected. It is not allowed to negotiate with suppliers and break the order into smaller values aiming to have the approval of a department or for another purpose.

## EUROFARMA GROUP AND EXTERNAL RELATIONS

**Alignment with our values** We want to have relationships with companies and organizations that share our beliefs, values and responsible practices.

**Operational Compliance** Any process involving a payment to suppliers should be performed in compliance with the policies of the Supplies department. No supplier should be hired without a prior and formal approval from the company.

**Antitrust** We do not accept anti-competitive practices of our suppliers, as these actions violate free competition and healthy competition. Penalties are severe for such violation of the competitive law, and they may affect the company and involved employees.

### IMPORTANT

- Examples of anti-competitive practices:
  - ☑ Price combination;
  - ☑ Division of customers and markets;
  - ☑ Refusal to sell without an apparent reason;
  - ☑ Criminal cartel activity;
  - ☑ Predatory pricing;
  - ☑ Participation in bids by submitting proposals from companies belonging to the same partners, managers or family members;
  - ☑ Illegal practices, such as piracy, smuggling, counterfeit and product and brand tampering, as well as provision of products whose related taxes have not been paid.

### 2.3. THE PHARMACEUTICAL MARKET AND COMPETITION

The dissemination of rumors or uncertain information can affect the internal environment and the market; for this reason, we value the protection of market information. Likewise, we understand our competitors are special and essential agents for a healthy growth of Eurofarma Group in such market. Lastly, we build relationships based on our organizational values, with transparency in relations in the pharmaceutical industry and among health professionals.



## A fair competition is essential for the sustainable growth of the market where we operate.

### **Eurofarma Group's standard**

#### ▪ Market

- We disseminate attested and technical information, previously authorized by Eurofarma Group's top management.
- We contribute to market growth and appreciation, as well as permanent development of market principles and structures.
- We do not accept any individual or combined action that affects or is intended to affect price mechanisms, creating artificial conditions of demand and supply, or which manipulates market conditions.
- We do not trade and we are not interested in products that do not observe legal standards or comply with the regulated ethical market in which Eurofarma Group is inserted.

#### ▪ Competitors

- A fair competition is essential for the sustainable growth of the market where we operate. For this reason, we respect our competitors, seeking to create a healthy, fair and loyal competition, observing the applicable standards and laws.
- Making comments that may affect the image, obtaining strategic information using unofficial ways, publishing or discussing privileged information of our competitors and debating internal subjects with them are not practices admitted by Eurofarma Group.
- For us, industrial espionage and appropriation of secret information from other companies by hiring their employees are morally condemnable practices.

## EUROFARMA GROUP AND EXTERNAL RELATIONS

- Health professionals
  - We want to be recognized due to honesty and good faith; for this reason, we allow sponsorships to health professionals for their participation in symposiums, congresses and other technical and scientific events, provided that such support is for the development of health professionals.
  - When we hire health professionals as lecturers for technical and scientific events, we make this connection clear when introducing the health professional in the event.
  - The respect for laws and regulations of the healthcare industry is fundamental; then, the distribution of free samples of medications is exclusively to health professionals.

### 2.4. PUBLIC ENTITIES

Our relations with the public sector is based on transparency and ethics principles, ensuring they are conducted in professional manners.

**We observe the laws, standards and legislations in effect.**

#### **Eurofarma Group's standard**

- Our employees are required to keep transparent relations with representatives from public bodies, always based on the principles established in this Code.
- We value the compliance with laws, standards and legislations in effect, and we support governmental bodies in their functions for the development, social well-being and competitiveness of a fair and free market.
- Personal opinions on governors, authorities, public agents, politicians and their political parties are allowed and respected, provided that they are not



given through tools belonging to the company or on the behalf of the company, to divulge these opinions.

- Eurofarma Group does not perform or accept actions that may affect, through adjustment, combination or any other mechanism, the competitive character of bids.
- Eurofarma Group, as defined in its statute, is not allowed to make donations or contributions to political campaigns – as of February 2015.
- The company does not support political actions; it supports actions for social well-being and sustainable development of the community in which it is inserted.
- Any participation in political activities should have a personal character, not as a representative of the company.
- We do not allow any privilege or favoritism to public officers due to their positions, ethics should always prevail in subjects involving the organization and all government levels.
- Corruption is criminal practice and causes irreparable consequences to everyone involved. Aligned with our organizational values, we observe all anticorruption laws of the countries (Act nº 12,846/2013) of our commercial relations or where we operate.
- Eurofarma Group does not allow or accept any type of extortion, coercion or bribery practice.
- In the company's relations with the public sector, we should not offer or accept gifts, favors and courtesies from employees – approved or appointed - from any level and institution of the public sector, including politicians and members of political parties.
- Any promotional action or donation to public entities will follow the institution's policies and should be previously authorized by the Corporate Integrity department.

### Practical guidance

Any illegal form to obtain financial resources or other personal or corporate advantages is not allowed by the organization, even when it may apparently bring a short-term benefit to everyone involved.

### IMPORTANT

- We should know that:
  - **Bribe** – It is the act of inducing someone, whether a public entity or private party, to any action or omission with illegal, dishonest or unethical purposes, for their own or third parties' benefit, offering money, gifts, entertainment, benefits, advantages or any valuable thing.
  - **Active corruption** is a crime especially practiced against the public administration in general. It is characterized by improperly offering or promising something to a public officer, thus encouraging him/her to practice, omit or delay an act they should perform.
  - **Passive corruption** is a crime practiced by a public officer against the administration in general. It is characterized by requesting or receiving, for him/herself or another person, directly or indirectly, even outside the function or before assuming it, but due to it, an improper advantage, or accepting a promise of such advantage.
  - **Administrative impropriety** is every act practiced by public officers that is against moral standards, laws and good manners, and which does not honor proper conducts in actions related to the public administration. It includes acts that generate illegal wealth, direct or indirect economic advantage, overbilling, improper use of public funds, violation of the obligation of honesty, impartiality, legality and loyalty to institutions.
  - **Prevarication** is a crime practiced by public officers against the administration in general; it refers to undue delay or failure to perform a work-related activity, or perform it against the law, to satisfy a personal interest or feeling.



- **Extortion by public officers** is a crime in which a public officer demands, for him/herself or another person, an improper advantage, directly or indirectly, even if away from his/her assignments or before assuming it, and also as a result of such position.
- **Money laundering** is a crime that does not necessarily involve public officers and can be practiced by any person; it refers to a process where financial resources from illegal activities, such as drug trade, corruption, gun trade, prostitution, white-collar crimes, terrorism, extortion, tax exemption, among others, are hidden in several ways and are presented as a result of legal commercial operations, and that can be naturally absorbed by the financial system.
- **Public bodies** – State bodies and entities or diplomatic representations, of any level or sphere of government, as well as legal entities controlled, directly or indirectly, by the public power.
- **Public Employee or Government Employee** – Any official from government autarchies or regulatory agencies from public or government-controlled companies.

If you have any questions about whether a person is a representative of a public entity and, therefore, whether the organization's relations with them are subject to the provisions of this Code, seek the Corporate Integrity Area for clarification.

**REMEMBER:**

**We should not offer or accept gifts or favors to or from agents representing public bodies. Even when there is no improper motivation, this act may cause problems to the company, its employees and third parties involved.**

## EUROFARMA GROUP AND EXTERNAL RELATIONS

### 2.5. THE PRESS AND SOCIAL MEDIA

Aware of the important role of the press in the society, we want to keep a continuous, impartial and true dialog with all communication vehicles to generate trust and credibility, and contribute to a good image of the company.

We are also aware of the importance of social media, which allow fast communication, interaction and relation with companies and people worldwide. The great amount of information published by users can have both extraordinary and negative impacts, forcing us to establish precautions to protect the company's image.

**We keep the dialog with media vehicles.**

#### **Eurofarma Group's standard**

- Any written or oral statement on behalf of Eurofarma Group is made only by previously authorized people, ensuring a proper institutional viewpoint.
- The publication of texts, lectures, teaching activities, interviews or public participations of employees requires the approval of Eurofarma Group's Corporate Communication department.
- Media requests should be sent to Eurofarma Group's Corporate Communication department.
- Freedom of the press is one of the pillars of democracy, supported by the company.
- The publication of any inadequate information about our company, shareholders, executives and other employees is an improper conduct.
- The Code of Ethics and Conduct is also applicable to the digital environments (the web). All principles, guidelines and conducts presented in this



Code of Ethics and Conduct of Eurofarma Group are applicable to its participation on social media.

## **Practical guidance**

To mitigate risks of impact on the company's reputation and image in press publications and social media posts, guidance and training are required for awareness and good sense when dealing with information. Developing such awareness, coherence and good sense goes beyond the publication of a corporate handbook. That is why this Code is very important, but it alone will not be enough without the commitment of every employee.

- If someone outside Eurofarma Group wants to have information about the company, do not provide such information, unless you are authorized to do it; otherwise, forward the case to the Corporate Communication department.
- Do not use, under any circumstance, Eurofarma Group's logos or brands in publications that are not authorized by the director of the respective area.
- There is no going back for every media publication or social media post; for this reason, some consequences should be feared.
- Protect yourself, your privacy, confidential information and Eurofarma Group's legitimate interests. The material you publish is widely accessible, and will remain there for a long time. Therefore, consider the content carefully.
- Be polite and respectful when posting original content or commenting third party's content, keeping the subject relevance. It is possible to disagree politely. That is particularly important in professional subjects due to possible impacts on your image and Eurofarma Group as your employer.
- Do not publish comments about any competitor's actions or news. The results can be disastrous.

## EUROFARMA GROUP AND EXTERNAL RELATIONS

### IMPORTANT

- Press refers to the communications media considered as a whole that practice journalism and other functions of communication.
- Social media are tools people and companies use to share content, views, perspectives, opinions and profiles, facilitating the interaction among various groups and allowing anyone to publish content.

## 2.6. ENVIRONMENT, COMMUNITY, DONATIONS AND LABOR CATEGORY ASSOCIATIONS

Mature and responsible companies are not only focused on business. Besides their search for profits, institutions should incorporate an important social role, contributing to the development and growth of communities where they are inserted.

For a more overarching presence, Eurofarma Group is based on three principles:

-  Grow being a **Socially Fair** company, promoting social development, eliminating prejudice and discrimination, and contributing to universalization of social rights;
-  Operate with financial solidity, being an **Economically Viable** company, generating profits in responsible ways, with solid principles of corporate management;
-  Consolidate the company's image of a **Socially Responsible Organization**, seeking ecoefficiency and properly managing environmental risks, disseminating conscious consumption and seeking ways to preserve the environment.



## **We should be socially fair, economically viable and ecologically correct.**

### **Eurofarma Group's standard**

#### ■ Environment

- We encourage the responsible use of natural resources, contributing to the quality of life, public health and the environment.
- We do not perform any action that deteriorates the environment.
- We produce and disseminate our annual Socio-environmental Balance, to report our results and lessons learned from the environmental actions performed, allowing successful practices to be replicated and benefit the society as a whole.
- We seek improvement and ecoefficiency through projects funded by the company.

#### ■ Community

- We support actions that promote citizenship and we disseminate the principles of social justice and human rights.
- We have strong operations in the area of Social and Environmental Responsibility and we encourage our employees to participate in voluntary actions.
- We do not accept exploration of people through labor, especially child labor.
- We invest in the preservation of the communities where we are inserted, acting in partnership with governmental bodies, social institutions and other groups for the development of these communities, especially through social responsibility practices performed by Eurofarma Group.

## EUROFARMA GROUP AND EXTERNAL RELATIONS

### ▪ Donations

Eurofarma Group's mission "promote the access to health and quality of life with treatments at a fair price..." clearly shows the company's concern about and commitment to offering access to its products. Eurofarma Group's pricing mechanism is based on this principle and shows the need of a profitable operation that allows investments for the organization to survive.

- Medication samples distributed in great number to physicians have an important social function, because they allow to start or conclude a treatment, after an evaluation by a health professional.
- The company does not have a formal policy for donation of products to individuals. Exceptions, such as requests from physicians for patients not included in pharmaceutical programs from the government, are analyzed on a case-by-case basis, as well as medicine donations to victims of catastrophes or natural disasters. The responsibility for donations is incumbent upon the Corporate Responsibility area.
- Other donations for charity, including resources, foods, medication and equipment, are analyzed and performed by the Social Responsibility department to non-profit institutions and organizations whose proposals are aligned with Eurofarma Group's mission and values.

### ▪ Labor category entities and associations

- Eurofarma Group recognizes the important role of legally created labor category entities and associations.
- It is our obligation to follow their initiatives and practices, remaining open to dialog in any situation involving the institution, and always seeking a solution that satisfies all related parties.
- We ensure the representatives of such labor category entities and associations will not suffer discrimination and the access to the members in the workplace, in moments that have no impact on business processing.



- We do not agree with movements contrary to the Labor Law Convention.
- We respect the right to present different opinions, we support the dialog and we do not impose interests through power.
- Eurofarma Group is part of Pharmaceutical Associations, which represent the company in responsible ways and practice the moral values described in this Code.
- In turn, the company respects and practices the principles described in the Codes of Ethics and Conduct of the entities it is associated with.

## **2.7. RESEARCH AND DEVELOPMENT**

The clinical and pre-clinical studies at Eurofarma Group follow the regulatory and Good Clinical Practice standards. These are conducted aiming at data quality and prioritizing the safety of those involved, always acting with quality, ethics and transparency. Eurofarma acts in all phases of laboratory and clinical research and ensures compliance with the research protocols when acquiring a patent or exploring a patent. Due to regulatory requirements, medicines developed and marketed undergo clinical trials in animals and humans.

**3. EUROFARMA  
GROUP AND  
INTERNAL  
RELATIONS**





### 3.1. INTERNAL RELATIONS

The relationship between people is a challenge in any segment of the society due to differences in personalities, beliefs and ideologies coexisting in a certain place. To keep a healthy environment, the company promotes respect for gender and thought diversity in professional relations.

In addition, Eurofarma Group encourages a balance between social and professional life and between work and family, aiming to achieve personal and professional well-being. It also supports initiatives to preserve physical integrity, occupational health, and safety and fight drug/alcohol abuse.

**We treat others the way we want to be treated.**

#### **Eurofarma Group's standard**

- We treat others the way we want to be treated.
- Regardless of hierarchical positions, every employee is expected to be liable for his/her own acts and learn from his/her own mistakes, recognizing them and not repeating them.
- We encourage mutual respect, active cooperation and diligence, because we believe this way Eurofarma Group will be able to offer increasingly competitive products and services.
- The one who wins the trust of the group is the one who uses fair and equal treatment and acts with responsibility in one's formal assessments, including feedback processes and goal-setting and performance plans.
- We do not favor individualistic attitudes to the detriment of the team.
- We do not accept in our workplace the predominance of fear of making mistakes, intimidation and suspicion.

## EUROFARMA GROUP AND INTERNAL RELATIONS

- We repudiate sexual and moral harassment, which embarrasses, humiliates and destroys personal self-esteem and organizational cohesion. In this sense, we highlight some unacceptable conducts to impose authority or obtain advantages using the hierarchical power granted by the company when dealing with subordinates and peers:
  - Public humiliation, threat and offense;
  - Disrespect regarding functional assignments;
  - Submit works or ideas of colleagues without ensuring their credit;
  - Request employees to provide personal services;
  - Embarrass an employee to obtain sexual favors.

### Practical guidance

Harassment is not compatible with Eurofarma Group's values; therefore, it is unacceptable in our workplace. In addition, no communication should have any offensive statement or material.

### IMPORTANT

Moral harassment is an abusive action practiced by one or several people against one individual or group to depreciate the victim of this action. It does not necessarily involve a relation of hierarchy, but it usually involves **frequent** hostile attitudes, including gestures, words or actions that humiliate and underestimate the victim. It is a condemnable practice, because it causes shame, embarrassment, exposure to upsetting situations, humiliation, discrimination and fear, with negative impact on the employee's workplace and health.

On the other hand, a demanding and rigorous manager, who values excellence in task execution should not be considered a perpetrator. This conduct is part of his/her disciplinary position as a manager. Conflicts and verbal or heated discussions, may occur with the common purpose to achieve goals



and results. These situations cannot be understood as moral harassment. Isolated incidents, resulting from work-related tension, are not moral harassment. Both isolated incidents and moral harassment are not accepted in Eurofarma Group, but they are different things. Moral harassment is constant and repetitive, and verbal aggression is an isolated fact.

- Sexual harassment is a crime, as defined in the Brazilian Penal Code: (Art. 216-A) embarrass someone to obtain sexual favor, mostly with the perpetrator from a superior hierarchical position in the workplace.
- A moral damage happens when someone thinks he/she has been affected psychologically, morally and intellectually, due to any offense to his/her honor, privacy, intimacy, image, name or his/her own body, and it can be extended to property damage if such offense somehow prevents or hinders the victim's professional activity.

Moral damage would correspond to a harm someone suffers, consisting in non-economic violations. It happens when a moral asset, such as someone's honor, is affected.

Moral damage and moral and sexual harassment are different things. Harassment of any kind causes moral damage, but not every moral damage is caused by harassment.

### 3.2. PROFESSIONAL ATTITUDE

A proper internal relationship and an inspiring workplace can only be established through a corporate culture assimilated and practiced by everyone, where dignity prevails in the relationships, as well as the respect for others in daily conducts. Establishing guidelines for professional attitudes is the starting point to reach sustained results.

**A healthy environment is where professionalism prevails.**

## EUROFARMA GROUP AND INTERNAL RELATIONS

### **Eurofarma Group's standard**

- Every professional linked with Eurofarma Group should take care of the company's name and ensure its values are rigorously complied with. Informing the Corporate Integrity department of any sign that somehow can affect the company's reputation is everyone's responsibility.
- Everyone should be aware of and comply with all requirements and provisions defined in laws, policies and internal guidelines, observing the principles of integrity and good faith.
- All employees are expected to perform their activities with the highest quality and professional standards, always seeking to identify opportunities for improvement in our processes.
- Criticism to functional performance, feedback, guidance regarding company or market policies and request for conduct change are part of the professional development process, and should not be understood as personal criticism.
- Our employees are requested to act with character integrity, honesty, uprightness, loyalty and fairness, always choosing, when given more than one option, the best and most advantageous to Eurofarma Group.
- Immoderate alcohol consumption causes embarrassment to colleagues, absence without legal justification and unsatisfactory performance of work-related assignments.
- Using illicit drugs is a crime and seriously affects the life of users in all aspects, including the professional life, and it is not accepted by the organization.
- The marketing of goods by employees in Eurofarma environment is not allowed, as it leads one to wasting away valuable working time and may cause embarrassment to other colleagues.
- Eurofarma Group does not allow any act of gender, ethnic, race, religion, social class, age, sexual orientation, physical inability or any other physical or ideological form of discrimination.



- The company's system should not be used to electronically send or receive images or texts of nature or content that can be considered as embarrassing, offensive or discriminatory, including pornography.
- Borrowing money from suppliers, customers or commercial partners is not compatible with the organization's values.
- Providing unfounded or personal references or information about suppliers, health professionals, auditors, members of regulatory and governmental agencies, and even about colleagues or former colleagues from Eurofarma Group, is a violation of this Code.

### **Practical guidance**

The professional attitude expected by the organization from those representing it in various sectors should reflect behaviors of integrity, always seeking to observe the company's values and, consequently, positive results.

- Negativism or pessimism in any organizational action is not acceptable and does not reflect an employee who works towards the organization's growth.
- Demanding a differentiated treatment regarding Human Resources processes, that will not observe the equality rights of others and third parties, is a violation of this Code.
- The employees should be committed to occupational safety. Reporting unsafe situations to the Occupational Safety department is an example of such commitment. Leaders should treat these safety concerns with attention, seeking to resolve problems and dedicating a proper priority to those themes.
- Punctuality and discipline are values of the company and should be respected at the electronic time clock system, in meetings, room utilization, external trainings, customer visits and task conclusion. This is a professional commitment to the organization.

## EUROFARMA GROUP AND INTERNAL RELATIONS

### IMPORTANT

- Every professional is expected to have basic preparation, but the ones showing dedication and interest in learning stand out.
- The employees should present availability and good administration of their time and tasks; those motivated to work will be valued.
- Eurofarma Group invests in employee training, so mutual interest and application of new knowledge should be practiced.

### 3.3. CONFLICT OF INTEREST

Corporate integrity requests people to observe the values of honesty, truthfulness and justice in relations kept as representatives of the organization and in all activities employees act on behalf of the company. The obligation to observe these values is also applicable to personal activities that may have a conflict with the company's interests.

The Conflict of Interest occurs whenever personal interests, activities and/or those of family members interfere or appear to interfere, in any way, directly or indirectly, with the company's interests.

**If our interests go hand in hand, we will achieve excellence.**

#### **Eurofarma Group's standard**

The trust customers have in our institution should be the same as the trust we have in our employees. For this reason, the company offers full support to employees in situations that may be a conflict of interest, helping them resolve such situations.

- To prevent any suspicion of favor, the employees should request a formal authorization from Eurofarma Group's top management to establish com-



mercial relations with companies or people they might have personal connections or direct or indirect interests.

- Every employee should give up habitual private commercial relations with customers or suppliers, except for transactions observing usual market conditions.
- Facilitating businesses with Eurofarma Group due to family or friendship connections is not accepted.
- The employees should have a prior authorization from Eurofarma Group before accepting a second job or activity. It should not have any conflict with the company's interests or interfere in their ability to fulfill their responsibilities.
- In addition, employees should avoid external positions of director, curator, administrator or consultant in for-profit organizations. Exceptions should be authorized in advance by the organization.
- The company offers several resources to help everyone in their daily activities. The improper use of such resources, such as telephone, equipment, office supplies, prints, working hours, among others, for personal purposes and immoderately, will generate conflicts with the organization's interests.
- Every employee should carefully analyze whether a single or continuous action may generate personal benefits or inadequate advantages to him/herself or third parties.

### **Practical guidance**

Conflicts of interest can occur in several ways, have different levels and be caused by different reasons. But whatever its characteristics, a conflict is observed when an agent, author or participant of a decision has an extraprofessional personal interest that makes this person act in disagreement with the company's interest.

To avoid situations of conflicts of interest:

## EUROFARMA GROUP AND INTERNAL RELATIONS

- Do not participate in decisions about businesses with organizations in which you or a member of your family may have any interest.
- Avoid situations in which your personal interests may conflict with the interests of Eurofarma Group or its customers.
- If you have an external activity, try not to use all your energy in such external activity, which should be a secondary and exceptional (complementary) activity. Dedicating excessively to another activity, without sufficient rest, and consequently, the failure to properly work for Eurofarma Group, is a conflict of interest and a violation of this Code.
- If you have any participation in other businesses or activities, including in sectors other than the pharmaceutical market, be transparent and report the situation in the Code Adherence Statement.
- The transactions made with usual market conditions assume that these are not conducted in Eurofarma Group's facilities, their agreed values are compatible with those to common public and, whenever possible, they involve the issue of a payment document.

### IMPORTANT

Is it possible to make great business and be always ethical?

A good business is good for all parties involved. One of the conditions for that is to keep legitimate interests and everyone's rights balanced, loyal, fair, equitable, legal, honest and without any improper advantage. The main interest of the company is longevity and a condition for that is making sustainable businesses. Ethics is one of conditions of sustainability.

## 3.4. EMPLOYING FAMILY MEMBERS

Just as in any corporate process, employing family members to work in the same organization can lead to benefits or situations of conflict. Due to the large number of employees and units, only Brazil's operation hires relatives



of employees and intends to maintain this habit; however, to avoid suspected favors, one should comply with the company's guidelines that set forth the criteria for these situations.

## We adopt technical, fair and equitable criteria in the recruitment process.

### Eurofarma Group's standard

- Employment professionals with some family or sentimental relation with an employee of the company will follow the technical admission criteria, going through an equitable recruitment process applied to any other candidate.
- To avoid any suspicion of privilege, employing professionals with some family connection or in a consensual union will not be accepted when it fits the following situations:
  - **Commercial Vice Presidency** – The same top management for internal areas and the same management for the sales force. Exclusively in the Medical Prescription division, this restriction will be applied per promotion line;
  - **Innovation Vice Presidency** – The same top management;
  - **Vice Presidency of Operations** – The same top management. Exclusively in the Industrial Area, the restriction will be applied per management;
  - **Administrative areas** – The same top management, including the International Area;
  - **Direct subordination** – No area;
  - **Pre-existing situations** – Will be analyzed by the organization.
- A daily healthy interaction in the workplace can cause affectional bonds between employees, which may lead to marriage or stable union. If you

## EUROFARMA GROUP AND INTERNAL RELATIONS

find yourself in this situation, be transparent and talk to your manager. He/She will know how to conduct the case properly with the company's Corporate Integrity and Human Resources departments.

- Employing professionals for leadership positions with relatives in competitors, suppliers, customers and/or other service providers in the pharmaceutical sector should be reported to the Corporate Integrity and Human Resources departments for risk assessment.
- In rare cases, when the circumstances are not clear to indicate non-compliance with this Code of Ethics and Conduct, Eurofarma Group's Ethics Committee may be involved to resolve these cases.

### Practical guidance

An employee may recommend family members to openings in the company, informing the kind of bond. If the recommended candidate fits the profile for the opening, he/she may participate in the recruitment process.

- When recommending a relative, besides sending the candidate's professional résumé to the Human Resources department, you should inform the kind of bond you have with the candidate.
- During the employment period, internal changes, such as transfers or promotions, may lead to a situation of potential conflict. In this case, inform it to your immediate superior, the Human Resources department and the Corporate Integrity department. The group together will try to find a solution observing the regulations in force.
- If you have a leadership position and are engaged or in a stable union with a subordinate, be transparent and talk to your manager or report it to the Human Resources department.
- A promotion granted to an employee should not be attributed to having a family member in the company. Eurofarma Group has objective decision making processes and mechanisms regarding employee careers.



- A manager who has among his/her staff an employee who is relative to other managers should not consider this situation under any circumstance.
- A manager with a relative in the organization should be aware that this relation will not be considered under any circumstance.
- After signing the commitment statement, an employee should report, as applicable, any family member working in the company. If that happens with time, update your Code Adherence Statement with the Human Resources department. The omission of this information constitutes an infraction to the Code.

### IMPORTANT

Relatives/family members are considered:

– **By consanguinity** – a relative due to common ancestry.

- ☑ Father, mother and child;
- ☑ Brothers, sisters and grandparents;
- ☑ Uncles, aunts, nieces, nephews and great-grandparents;
- ☑ Cousins.

– **By affinity** – a relative due to a marriage or other social relations.

- ☑ Spouse;
- ☑ Mother in law, father in law;
- ☑ Daughter in law, son in law;
- ☑ Brother in law, sister in law;
- ☑ Spouse's brother/sister in law;
- ☑ Step father, step mother;
- ☑ Stepchildren.

## EUROFARMA GROUP AND INTERNAL RELATIONS

### 3.5. GIFTS AND PRESENTS

A common practice in the market is the exchange of gifts, which may strengthen relations between business partners. For this reason, in general, Eurofarma Group allows giving and receiving gifts, presents and entertainment. However, it is important to establish some criteria to avoid negative consequences to the company, its employees and partners, as well as any suspicion of improper influence on decisions about a business, due to potential conflict of interest.

**Professional excellence is the best gift we can give our business partners.**

#### **Eurofarma Group's standard**

Consider the criteria below:

- Offering and accepting the items below is usually allowed:
  - Occasional meals;
  - Tickets for sport, cultural and scientific events;
  - Branded promotional items (for example: organizers, pens, mouse pads and USB flash drives) on commemorative days;
  - Consumables such as box of chocolates and a liquor bottle.
- Offering and accepting the items below is never allowed:
  - Money or similar (coupons for stores, stocks, loans, etc.);
  - Deluxe accessories, electronic equipment or sport gear;
  - Trips and hotel services;



- Any gift given as part of an agreement aiming to have something in return.
- For proper exchange of gifts, the values of such items should be up to 1/3 (one third) of a minimum wage in force at the moment.
- The areas with prior authorization due to meetings or courtesy, may afford such gifts, like meals, entertainment, transport and accommodation of customers, but observing the limits defined in the company's policy of supplies in force, provided that such gifts do not cause any embarrassment to guests or any return from them.
- The action of directly and indirectly offering or accepting personal gifts can't affect decisions, facilitate business or benefit third parties.
- We do not accept commercial practices, promotion or dissemination of materials in disagreement with the legislation in force.
- The payment to health professionals and customers (financial resources, trips, gifts of high value) expected to win prescriptions and/or sales of Eurofarma Group products is not a practice adopted by the organization.
- In compliance with regulations, free medication samples cannot be used, under any circumstance, as gifts or presents to third parties.

### **Practical guidance**

- Firmly and politely refuse gifts or presents that involve the obligation to return something or that exceed the limit indicated above.
- In some countries, refusing a gift from someone or a company in negotiations may seem a rude attitude that can affect future businesses. In these cases, talk to your superior about how to proceed.
- Presents and gifts received by employees that exceed the value of 1/3 (one third) of a minimum wage in force and which cannot be refused, should be reported to the Corporate Integrity department, using the principle of transparency in professional relations, and the Ethics Committee will de-

## EUROFARMA GROUP AND INTERNAL RELATIONS

fine the best destination to the gift, including the possibility of donation to a legally constituted social entity, upon formal proof.

- Never receive or give gifts or presents outside the workplace. Never accept gifts on behalf of the company in your house.
- If you have any question, ask yourself: If this exchange of gifts were publicly revealed, would it affect Eurofarma Group's image or my image? In case you still have questions, please talk to your manager or with the Corporate Integrity Area to get a proper recommendation.

### IMPORTANT

- **Gifts** – any type of object or material of low unit value, customized with the sponsor's brand. In general, these are products provided by the supplier, given as courtesy.
- **Presents** – products or services of higher value, used in customer relationship actions. In general, they are not personalized.

#### REMEMBER:

**We should not offer or accept gifts or presents from agents representing public entities. Even when no improper reasons are involved, this act may bring consequences to the company, its employees and third parties.**

### 3.6. FRAUD PREVENTION AND MANAGEMENT

Fraud is a trickery, deception or action in bad faith with the purpose to harm or cheat other people or evade from a responsibility. It occurs in processes of smuggling, counterfeit, product and brand tampering, tax evasion, etc. To prevent frauds, Eurofarma Group has internal controls over the main processes and periodically reinforces its values and principles to employees, especially from top management.



A fraud may involve high amounts of money, but usually small deviations are more common in organizations. Eurofarma Group is severe when dealing with fraudulent practices.

## **A fraud is an unacceptable violation of this Code.**

### **Eurofarma Group's standard**

- We do not allow disclosure of misleading information or “masking” of situations found in the company under the false pretext of fulfilling the institution’s interest.
- Asking colleagues to record your attendance in the time clock is a serious violation, with consequences provided in the Labor Law Consolidation.
- Some examples of unacceptable conducts, considered fraudulent practices are provided below:
  - Pretend to be someone else;
  - Change data to benefit yourself;
  - Operational mistakes intentionally made to harm someone, a group of people or the organization in general;
  - Use the hierarchical power granted by the company and force subordinates to hide or falsify situations and documents to fix a mistake or achieve a goal;
  - Deviate Eurofarma Group’s resources or products to any purpose;
  - Make a mistake and try to hide it by using any mechanism is a fraud. If you make any mistake, report it immediately to your manager;
  - Request refund for inexistent expenses;

## EUROFARMA GROUP AND INTERNAL RELATIONS

- Use inexistent means to obtain benefits from the Human Resources department;
- Procure overpriced goods;
- Provide false testimony.

### IMPORTANT

- A mistake is an unintentional fault, while fraud is a deliberate falsification to harm, obtain advantages or hide actual situations.

## 3.7. INFORMATION SAFETY AND PRIVACY

We consider information as all data recorded involving the company, its processes and strategies, data of customers, suppliers, employees, competitors, and the market. Information is one of the main assets of the organization and it is closely related to its strategic management; then, it should be properly handled, protected and disclosed.

The use of information can generate both positive and negative results to an institution. For this reason, the safety and privacy of this asset is essential for the company's image and credibility. This theme is so relevant that, in certain situations, the restricted access to information is protected by law, such as legal confidentiality and banking secrecy.

**We care about the information from all departments of the company.**

### **Eurofarma Group's standard**

- Protecting the customer, employee and market information is provided in the company's Policies and Standards.
- Access to confidential or privileged information is restricted to leaderships.



Strategic information is available to employees to help them perform their activities; the organization recommends that it should not be shared with colleagues or third parties.

- We do not accept Eurofarma Group information manipulation or utilization without prior authorization or for personal benefit.
- In addition, we do not accept illegal use of information from the competition to generate advantage to Eurofarma Group, especially confidential information that have been obtained in prior jobs of the employee.
- The company does not accept the use of confidential or privileged information or its undue disclosure that may affect businesses and the market.
- Failure in observing the principles of intellectual property for personal purposes or transferring brands, technologies, methodologies or any information belonging to the company to third parties, even if obtained or developed by the employee in his/her workplace, is a serious violation of this Code.
- Everyone should observe the guidelines presented in the Eurofarma Group Information Safety and Privacy Policies.
- We are responsible for ensuring the proper safety according to degree of confidentiality required.
- Passwords used in the company are personal and cannot be transferred. Sharing passwords is a violation of this Code.

### **Practical guidance**

The employees are not allowed to use or disclose the company's confidential, internal or strategic information, except when properly authorized. When you have any doubt about the authorization, ask your manager for help.

Some rules are presented below that will help protect information:

## EUROFARMA GROUP AND INTERNAL RELATIONS

- Do not access, directly or indirectly, information of the organization that is not related to your activities.
- If you have identified any improper use or treatment of confidential information, immediately report the case to your manager.
- Do not keep Eurofarma Group's information in computers, palmtops, flash drives, smartphones or any other personal devices.
- If you need to take Eurofarma Group's information to perform your professional tasks, you have to return it to the company when you are done. It is not allowed to keep professional information at home or any other place.
- Examples of confidential or restricted information include, but are not limited to, business plans and processes, reports of economic or financial reviews, balance sheets, lists of customers, contact information of health professionals, non-public information received during your employment agreement related to, for instance, customers, suppliers, technologies or systems, software applications of the company, as well as information about industrial processes and product formulas.
- Adopt measures to prevent leaked confidential information. Be sure business-related documents are produced, copied, exchanged, filed, stored and discarded in such way to minimize risks of access of non authorized third parties or people to such information, and be sure confidential documents are not displayed on computer screens, on desks or forgotten in printers. In computers, use CTRL+ALT+DEL keys to block it when you are away from your desk.
- If anyone requests your password, even your superior, don't share it. You will both violating this Code's guidelines.
- Do not discuss or comment sensitive subjects or confidential information in public places, such as elevators, lobbies, reception, restaurants, rest rooms or public transport.



- At the end of the day, ensure safety of documents with important information for the company.

## IMPORTANT

- **Information safety** – All practices aiming to protect, preserve and restrict the access to information in its various forms of registration, such as: produced by computer programs and applications, electronically stored in network directories, removable or non-removable media, e-mails, printed on papers and verbally transmitted.
- **Information privacy** – It is the right granted to “information owners” to determine when, how and who can access their information.

### 3.8. USE OF EUROFARMA GROUP'S ASSETS

The organization offers its assets to be used as part of the production process and business strategies aiming to achieve the best results.

The protection of the company's assets, either intangible (such as brand and intellectual property) or tangible (finished products, raw materials, vehicles, electronic equipment, machines and daily resources), includes the responsible and ethical use, characterizing the attention every employee should dedicate to other people's assets as if they were their own assets.

**We take care of the company's assets with responsibility and ethics.**

#### **Eurofarma Group's standard**

- General resources
  - All rights regarding assets, intellectual property and information generated or obtained due to the employment relation, even after the employment agreement termination, are exclusive property of Eurofarma Group.

## EUROFARMA GROUP AND INTERNAL RELATIONS

- We are responsible for the protection, safety and integrity of the company's assets, and the proper use of these resources avoids wastes, general damage and unauthorized use.
- All assets belonging to the company should be used exclusively in Eurofarma Group's businesses and should not be used for personal benefit.
- Technological resources
  - Eurofarma Group's information technology resources refer to all computer equipment, including, but not limited to: personal computers (PCs), portable computers and devices (notebooks, iPads), network servers, access to internet and intranet of the company, email access devices, as well as voice mail and other voice systems, fixed and mobile telephones and fax machines.
  - We use applications licensed by their vendors, as we understand the use of unauthorized software is a crime, and a practice that violates the intellectual property principles.
  - The use of Eurofarma Group's resources to exchange racist and discriminatory messages, with obscene or offensive images and texts is a violation of this Code.
  - The users of Eurofarma Group's information technology resources should not assume they have been granted any right to personal privacy or confidentiality when using such resources.
  - Eurofarma Group reserves the right to monitor equipment, network systems and activities, including, but not limited to, email, voice mail, use of internet and any stored information, in proper circumstances and according to the laws in force. In addition, to maintain operations, protection, businesses, legal requirements, unlimited access to information from Eurofarma Group's information technology resources may be granted to authorized people and auditors, as allowed by law.
  - Eurofarma Group also reserves the right to cancel, at any moment, the



access granted to any user to Eurofarma Group's information technology resources, with or without prior notice.

#### ■ Use of Eurofarma Group brand

The company's logo is a distinctive symbol that represents, identifies and distinguishes our organization. Eurofarma Group brand should cause a positive impact, representing our essence. For this reason, we should take care while using it.

- Be sure the materials displaying our brand have the technical specifications, observing the shape and content required and the Visual Identity Manual.
- To ensure the defined standard, exploring Eurofarma Group brand or others in possession of the company, on objects, communication materials, advertising, presentations, uniforms, websites or other materials and/or vehicles, should have prior authorization from the director of the Corporate Communication department. If you have any question about it, contact the department in charge by calling 55 11 5090-8548, in Campo Belo.
- Eurofarma Group brand should not be used by third parties or on materials not approved by the commercial areas, for promotional purposes with customers and health professionals, or by the Corporate Communication department for institutional purposes.
- **Crisis Committee** – A group formed to deal with subjects of risk, which may impact Eurofarma Group's image. The Crisis Manual is available on the intranet and should be consulted by the leaders whenever necessary.

#### **IMPORTANT**

- **Intangible asset** – Non-monetary identifiable asset without physical substance or immaterial, for instance:
  - Software;

## EUROFARMA GROUP AND INTERNAL RELATIONS

- Licenses;
- Brands;
- Industrial formulae;
- Patents;
- Copyrights.

▪ **The brand power** – Creating and managing a brand is a critical issue in a global economy. In today's competitive environment, a strong brand can be an important strategic resource, due to its unique and specific value (the value of a brand is not transferrable to another brand), for being a rare resource (it is impossible to buy it in the market), long-lasting (if well managed, it can last several generations), and for its protection by reducing the risks of new entrants.

The brand is one of the most important assets of a company, and the effectiveness of our actions in brand management will be crucial to keep this value. Day by day, we have to consolidate and increase its visual and symbolic power, its ability to communicate our strong points and competitive advantages, through consistency and focus of its expressions.

For our brand to have legitimate institutional representativeness, a Visual Identity Manual was created and it should be respected.

### 3.9. EUROFARMA GROUP AND PROFESSIONAL OPPORTUNITIES

We are committed to attracting, challenging, retaining and rewarding the best professionals in the market and our current staff, creating an environment that allows their full potential development, valuing the human capital and their contribution to business.

**We are committed to attracting, challenging, retaining and rewarding the best professionals.**



## **Eurofarma Group's standard**

### ■ Professional opportunities

- Eurofarma Group should ensure equal opportunities of professional development to its employees, in order to qualify their contribution, and professional ascension based on merit, performance, teamwork, results, commitment and competence.
- Seeking internal candidates, whenever possible and when the candidate has equal conditions in relation to external candidates, is a goal for the organization.
- Reward employees, always based on meritocracy.
- Offer tools for continuous training and development, so that everyone is well prepared to perform their assignments.
- We appreciate professionals that actively seek to achieve high standards of technical knowledge and functional competence, for their own and the company's benefit. This active participation can occur, through independent study, participation in conferences and seminars, free courses and involvement in professional organizations. These attitudes show the professional seeks to be aligned with the institutional strategy of constant improvement of products and services offered in the market.
- Nepotism, a practice in which managers use the hierarchical position to delegate and/or promote close people without required qualification and merit, is highly condemnable.

### ■ Rehiring former employees

We wish that the new leaders hired in the market as directors and managers are supported by Eurofarma team and avoid unnecessary substitutions and the formation of "silos". For this reason, the organization will not allow:

- The hiring of professionals who had a direct subordination in their for-

## EUROFARMA GROUP AND INTERNAL RELATIONS

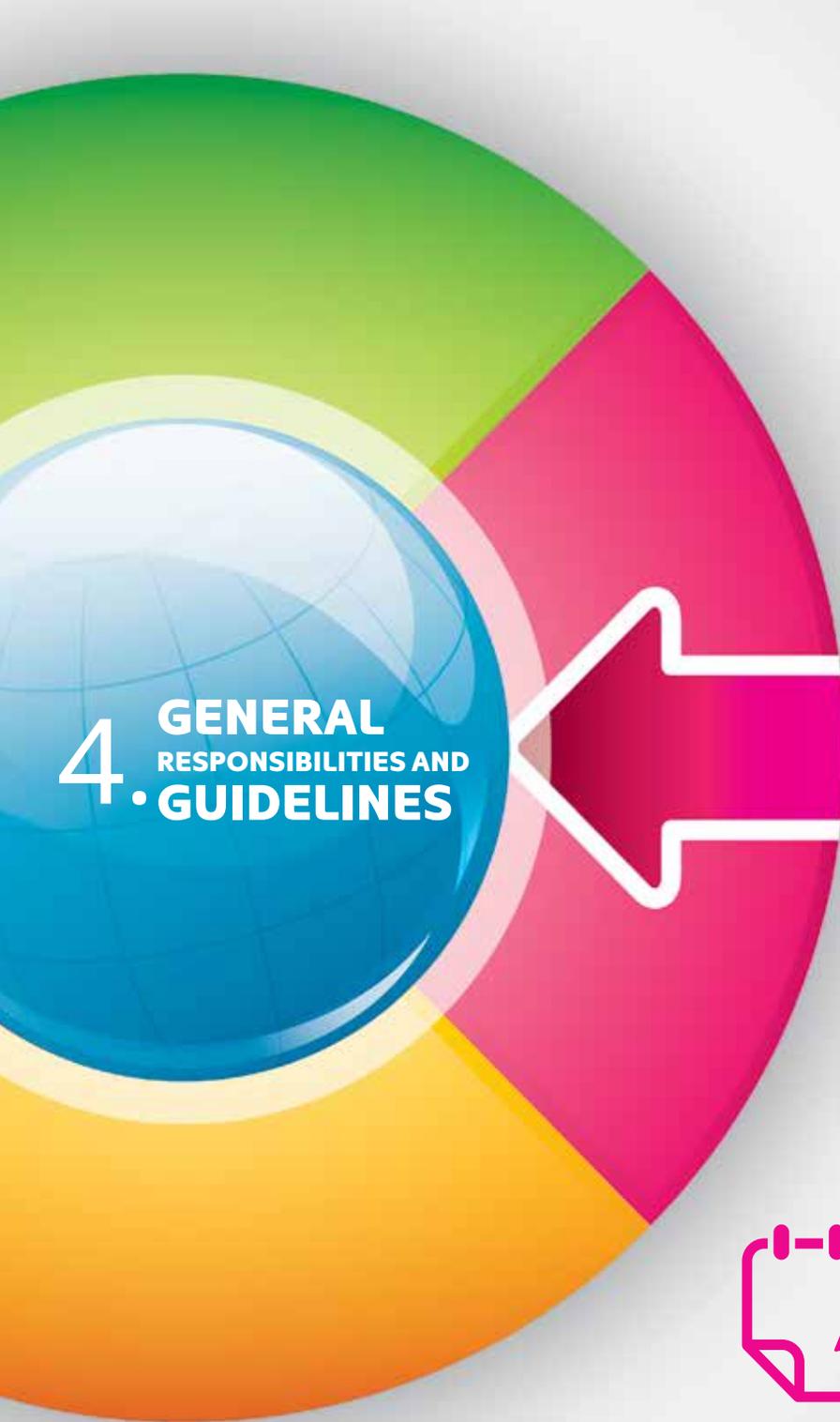
mer company, in case this relationship occurred less than two years ago. Even in the two-year rule, in case there is interest in bringing more than one professional, formal approval by Human Resources is necessary.

It is worth mentioning that this type of contract will only be allowed if there are no professionals in Eurofarma able to take on the position proposed. Exceptions must be discussed along with Human Resources.

### IMPORTANT

- Nepotism is characterized by obtaining unfair advantage through one's hierarchical position to delegate positions to close people, with or without family bonds, so that others with better skills are affected.





**4** GENERAL  
RESPONSIBILITIES AND  
GUIDELINES





## 4.1. THE ROLE OF EUROFARMA GROUP

A relationship based on ethical principles is like a two-way street, where the institution and those with which it they keep relations of functional, commercial, social or regulatory nature, should be solidary when observing their principles, holding equitable moral rights and duties.

In this context, Eurofarma Group establishes the guidelines that it should follow, as well as its partners, executives and other leaders, to create a favorable environment and promote the adherence to this Code.

**Commitment to maintaining a productive and inspiring, healthy and professional environment in the workplace.**

### **Eurofarma Group's standard**

- Comply with the laws, conventions and collective agreements, respecting and validating the rights of employees in their relationship with the institution, based on mutual trust and loyalty, which are essential conditions for a long-lasting relationship.
- Contribute to a safe and healthy work environment, which prevents occupational diseases and accidents in the workplace, and observe all applicable standards. We should adhere and practice the company's health and safety standards.
- Protect personal information and records of employees and service providers, keeping them restricted to those who actually need the access to such information, except in case of a legal requirement, regulation or court decision.
- Encourage and promote opportunities for social and environmental responsibility actions.
- Enforce respect and allow employees to associate with trade unions, civil society or religious entities and political parties.

## GENERAL RESPONSIBILITIES AND GUIDELINES

- Support freedom of expression, respect for people's integrity and privacy and curb any kind of threat, harassment or intimidation.

### 4.2. THE RESPONSIBILITY OF A MANAGER

The company's managers have an important role in achieving the organization's strategic and institutional objectives, because their daily examples, leadership skills, good guidance provided, courtesy and respect for employees will gain the adherence of the teams and achieve the desired success in the challenge of creating and keeping a productive, inspiring, healthy and professional work environment.

#### **Eurofarma Group's standard**

- To lead people, we should act in compliance with the company's values, contributing to personal and professional growth of each member of the team.
- Excellence in the manager's performance should contribute to team improvement. The challenges and the engagement of teams should be strongly encouraged and the merit should be rewarded.
- The management model guided by the practice and dissemination of mutual trust, with respect and incentive to innovation, through spontaneous actions of consulting with colleagues as a preliminary decision-making tool, making team members feel encouraged to identify opportunities for improvement and propose new processes.
- In all areas, dialog should prevail, as well as opportunities for employee participation, so that the achievements are celebrated as a group, ensuring permanent incentive to teamwork.
- The role of the manager is to properly represent the team and Eurofarma Group, not neglecting his/her duties.



- The omission, under any circumstances, of facts that violate the principles of this Code is not compatible with the organization's values.

### 4.3. THE ROLE OF THE HUMAN RESOURCES DEPARTMENT

The Human Resources department is the link and the main source of balance in the functional relationship between the company and its employees; its actions should be guided by ethics in people management, combining interests, rights and obligations.

In this regard, the Human Resources department is committed to adopting and enforcing a number of measures aiming to strengthen practices, values and attitudes that encourage the ethical conduct.

#### Connection and source of balance between the company and its employees.

#### Eurofarma Group's standard

- **Communication** – Ensure the basic principle of a relationship with transparency, acting as a channel of communication between Eurofarma Group's top management and employees.
- **Quality of life** – Value the employees' quality of life, seeking to keep a safe and healthy work environment.
- **Qualification** – Identify where improvements are required, acting as a facilitator for the participation of professionals in courses and trainings.
- **Career management** – Monitor with managers the performance of Eurofarma Group's professionals, creating mechanisms to keep them motivated while performing their assignments.

## GENERAL RESPONSIBILITIES AND GUIDELINES

- **Position and wage management** – Be sure the allocation of positions and their respective wages are compatible with market practices, in compliance with the company’s Salary Policy.

### 4.4. THE ROLE OF THE CORPORATIVE INTEGRITY DEPARTMENT

The main objective of the Corporate Integrity department is to preserve the institution’s image, ensuring that both the company and those related to it comply with all laws and regulations governing Eurofarma Group’s operations and performance as a pharmaceutical industry. The Corporate Integrity department promotes, supported by the other departments and leaders, the adequacy, strengthening and enforcement of the guidelines defined in this Code, and monitors the compliance with such guidelines.

With these principles, the Corporate Integrity department is committed to adopting and enforcing a number of measures aiming to enforce the practices, values and attitudes that ensure ethical conduct, such as:

#### Eurofarma Group’s standard

- **Laws** – Ensure adherence and compliance.
- **Ethical principles and rules of conduct** – Ensure the existence and compliance with all provisions described in this Code and other internal policies and standards.
- **Management of this Code of Ethics and Conduct** – Ensure updated guidelines of this Code, appropriate training to employees and proper support to the decisions made by Eurofarma Group Ethics Board and Committee.
- **Internal policies and rules** – Ensure their implementation, adherence and update.
- **Culture of controls** – Promote the culture of controls with the other pillars of the Internal Control System, while constantly seeking to enforce the compliance with such controls.



- **Impartiality and transparency** – Be based exclusively on real facts, not using personal opinions in the assessment of any violation of this Code, ensuring analysis and decision making based on the highest concepts of justice.
- **Help** – Act as a permanent consultant for all areas and employees of Eurofarma Group, helping them understand and apply the guidelines of this Code of Ethics and Conduct.

#### 4.5. THE ROLE OF THE CORPORATE INTEGRITY AGENT

These are employees appointed in each International Operation, responsible for ensuring compliance with the guidelines of the Code of Ethics. The Integrity Agent has an independent role and reports directly to the Corporate Integrity area of Brazil, in matters related to the Code of Ethics. This responsibility was assigned to the Human Resources Managers, who are the link between the international collaborators and the Integrity area of Brazil. In addition to these roles, they are also multipliers for the Corporate Communication area.

#### 4.6. THE ROLE OF THE TOP MANAGEMENT

For a successful achievement of an ethical culture, it is important to have leaders with strong moral values and firm desire to use the company's values as a guide to their actions and decisions. The executives should have the ability to change attitudes and behaviors of their teams by providing examples and expressing their personal standards of conduct. Without a strong moral leadership, it is impossible to implement an ethical culture.

It is under these assumptions that an Eurofarma Group leader is committed to adopting and enforcing a number of measures aiming to eliminate any attitude or behavior that encourages unethical conduct.

## GENERAL RESPONSIBILITIES AND GUIDELINES

Ethical leaders are able to transform through good examples.

### Eurofarma Group's standard

- **Internal competition** – Internal competition situations should be healthy, and teamwork should always be encouraged, not allowing a lack of team spirit and unethical acts, such as suppression of information, refusal to help colleagues and the provision of false data.
- **Punishment due to mistakes** – Fight against punishment due to mistakes made in good faith, because the fear of punishment makes people try to hide their faults or transfer the guilt to others. What should be punished is the omission and the transfer of guilt.
- **Punishment due to failure** – The failure to achieve goals should be analyzed by the leader, considering the results, causes of failure and strategies adopted.
- **Aggressiveness** – Aggressive and disrespectful behaviors should not be allowed in the workplace, because aggressiveness per se is already an unethical conduct.
- **Authoritarianism** – The leadership is expected to promote a healthy and open environment that does not allow unconditional obedience, because this requirement means denying the employee's right to disagree based on ethical principles, contributing through dialog. The company does not consider authoritarianism as the best way to overcome challenges.
- **Immediacy** – The immediate vision should never have priority over mid-term and long-term interests.
- **Win at all costs** – In Eurofarma Group, the end does not justify the means. In this sense, the company's executive leaders should monitor "how" the goals and objectives are achieved.



- **Goal planning** – Replace imposition with negotiation, because the power to impose goals to employees gives managers the ability to set very ambitious goals to increase their own awards or set impossible goals, to justify the dismissal of someone. In addition, imposed goals make managers place on the team the pressure they receive, creating across the hierarchical structure a mentality that goals should be achieved at all costs, including the use of unethical means. Goal negotiation in the company is a role of the leadership and it should be synergistic with the strategic objectives of the organization. Directors have to set ambitious and bold, but viable, goals.
- **Transparency** – This is a fundamental principle in the organization, and all leaders should act with transparency with their teams and peers.

#### 4.7. EUROFARMA GROUP ETHICS BOARD AND COMMITTEE

Eurofarma Group has two executive bodies in charge of the themes related to the conduct and ethics in the organization. The Ethics Committee is a group formed by members of the Executive Committee who act in support, follow-up and discussion of occurrences received, also recommending and guiding the work by the Corporate Integrity area. As for the Ethics Board, which has the participation of the company's CEO, it is a higher instance that is contacted in standoff situations, of greater severity and/or that involve a greater risk to the operation.

**Corporate governance guided by ethics.**

#### **Eurofarma Group's standard**

- These executive bodies should ensure the enforcement of this Code, supporting actions related to its dissemination and updating to ensure compliance with these guidelines.
- They ensure the correct interpretation of the guidelines presented in this Code, in the analysis of any violation, with the participation, whenever pos-

## GENERAL RESPONSIBILITIES AND GUIDELINES

sible, of managers in charge, and contributing to the decision-making process and adoption of disciplinary measures.

- Analyze situations not covered in this Code, absolute in the definition of measures to be adopted.
- Decide about the need for support from external and independent experts to determine critical situations that can cause significant risks to the organization.

### 4.8. GENERAL GUIDELINES

All employees are expected to practice ethics and good sense on a daily basis. If you are not sure about what to do, consider the following:

- Are these actions aligned with Eurofarma Group's values?
- If I do this, will I be acting in compliance with the law, guideline of this Code or an internal procedure?
- Would this action be positive and contribute to the good of consumers and customers, shareholders, employees and other stakeholders of Eurofarma Group?
- Would my family and friends feel proud of me because I was responsible for this action?

If, for any of these questions, the answer is "no", the action is inadequate.

- In case of doubt, contact the Corporate Integrity department and the Committee and the Board of Ethics for proper clarification.
- Any violation of this Code and its author, regardless of his/her hierarchical position, are subject to disciplinary actions, without prejudice to any other applicable legal penalty.
- Omission is unacceptable in the organization, and every employee should inform his/her superior or the Corporate Integrity department about facts or evidence of Code violation. The Ombudsman channel may also receive reported cases anonymously.



- The confidentiality of occurrences is respected in the organization and demanded from the Ethics Committee and Board and the directors when informed of the results.
- To ensure adequate and reliable verification of events, Eurofarma Group uses internal controls and access to all available tools.

#### 4.9. PERSONAL RESPONSIBILITY: INFORMING REAL AND POTENTIAL VIOLATIONS

We are committed to encouraging the dialog between the leaders and their teams through multiple communication channels. Those in leadership positions in the company should keep an environment that provides a direct and transparent communication.

**By addressing any deviation, the organization grows healthy and sustainable.**

- Employees should report any evidence or suspicion of Code violation to the respective director or the Corporate Integrity department through the channels below:
  - In person;
  - E-mails are to be sent to **compliance@eurofarmagroup.com.br**;
  - Internal mailbag system;
  - Phone;
  - Ombudsman channel (a more formal and confidential channel to report violations).
- If you suspect of a possible violation of laws, regulations or ethical standards of Eurofarma Group, or if you believe you have been asked to do something, as an employee, that is inappropriate or illegal, immediately inform this fact or concern to your manager or the Corporate Integrity department.

## GENERAL RESPONSIBILITIES AND GUIDELINES

- Everyone is expected to cooperate, when necessary, with the investigation of any reported non-compliance with this Code.

**Eurofarma Group curbs any retaliation against employees who present a legitimate concern or question regarding a violation of this Code.**

### 5.0. OMBUDSMAN

Eurofarma Group Ombudsman's Office is an external, independent and confidential communication tool, in which employees, customers, suppliers, business partners and other stakeholders may report suspicious episodes, facts and behaviors that are not in accordance with Eurofarma Group's Code of Ethics and Conduct.

The Channel is available 24 hours a day, with service in Portuguese and Spanish, and allows complaints to be sent by telephone (Brazil only) or via the website, while other countries should use the website.

Reported occurrences are formally and confidentially handled by specialized professionals.



**Eurofarma Group  
Ombudsman Channel  
0800 602 1834  
[www.contatoseguro.com.br](http://www.contatoseguro.com.br)**



### **What situations can be reported through the Ombudsman channel?**

Suspicious behaviors or attitudes in disagreement with this Eurofarma Group Code of Ethics and Conduct from the company's employees, suppliers, customers and partners.

### **Why should I report? This problem has nothing to do with me!**

A violation of the Code can affect the organizational environment, motivation, productivity, product quality, the company's image, financial results and, lastly, the business capacity to generate employment and income.

### **How many times should I report the same occurrence?**

If you are reporting a real or potential situation, do it only once. Making several records through the Ombudsman channel will not give more credit to the occurrence; on the contrary, it involves data processing costs for the organization, waste of time dedicated to the analysis and delayed conclusion of the investigation.

## **IMPORTANT**

### **Reporting x False reporting**

- **Reporting (occurrences)** – Reporting an occurrence refers to informing a concealed illegal act that violates the principles of an acceptable moral conduct, whether in relation to someone, a company, the society, the environment or even the government. After a case is reported, the facts should be investigated with the maximum impartiality and sense of justice.

For the report to be confirmed, it is necessary to establish a formal or informal process to investigate and analyze documents, witnesses and materials.

Only through well-informed and impartial evidence it is possible to conclude whether the occurrence is substantiated or not.

- **False reporting** – It refers to the false reporting of unfounded allegations, usually made by people who want to damage the image, discredit and tarnish the reputation of others, many times seeking to obtain personal advantage of the situation. False reporting per se is an unacceptable conduct and practice.

## GLOSSARY

**Nonpartisan:** A person who does not support any party or faction.

**Good Faith:** Without any hidden intention or without intention to deceive others.

**Cartel:** Agreement or alliance for a particular purpose.

**Compliance:** In agreement or accordance with something.

**Prudential Criteria:** Virtue that makes us achieve what we want, avoiding all dangers.

**Diligence:** Application, attention, care (to achieve something).

**Equal:** Of equal, fair spirit.

**Equitable:** Quality of something that is equal, fair.

**Promote:** Favor, drive, leverage (progress). Incite; favor, encourage.

**Intangible:** Something that is impossible to touch.

**Mitigate:** Become or make something less intense; attenuate; reduce.

**Nepotism:** Term that describes a situation in which someone favors relatives or close friends, rather than other more qualified people, usually involving appointment or promotion.

**Omit:** Failure to do, say or reveal something.

**Predatory Price:** Value much lower than the market price.

**Appreciate:** Admire; value.

**Probity:** Honesty; integrity; uprightness of character.

**Risk:** Uncertainty about the future.

**Safeguard:** protect, defend, secure from danger.

**Tangible:** Something that can be touched.

## INDEX

Theme	Page
Moral Harassment	34-35
Sexual Harassment	35
Gifts	23-25, 44-46
Customers	9, 15-17, 20, 37-40, 42, 45, 46, 48, 50, 53, 66, 68, 69
Ethics Committee	42, 45, 65, 67
Procurement	18-19
Community	23, 28, 29
Competitors	20, 21, 42, 48
Conflict of Interest	38, 40, 44
Smuggling	20, 46
Corruption	10, 23-25
Reporting	37, 69
Discrimination	28, 30, 34, 36
Donations	23, 28, 30
Drugs	25, 36
E-mail	52, 61, 67
Falsification	48
Suppliers	11, 18-20, 36, 39, 42, 48, 50, 68, 69
Fraud	46-48
Press	26-28
Social Media	26-28
Mission	7, 11, 15, 24, 30
Nepotism	55, 56, 70
Ombudsman	66-69
Patents	54
Piracy	20
Politician	22, 23
Pornography	37
Presents	44-46, 53

# INDEX

Health Professionals	17, 20, 22, 37, 45, 50, 53
Environmental Responsibility	29, 59
Social Responsibility	29, 30
Information Safety	48, 49, 51
Occupational Safety	37
Passwords	49, 50
Union	41, 42, 59
Bribery	23
Slave and Child Labor	18, 29
Vision	7, 11, 64