



Anti-Corruption Policy

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Version: 2.0

SCOPE

The scope of this policy is to set out the responsibility of all Camurus’ employees, directors, officers, permanent and temporary, contractors, consultants and agents working on behalf of Camurus (below collectively referred to as “employees”), to observe and uphold the company’s zero-tolerance position on corruption. The policy applies to all Camurus employees.

OVERVIEW

Corruption has far-reaching consequences, for society at large as well as for Camurus as a company. Corruption harms fair competition and deters investment, undermines democracy as well as reduces trust in public institutions, the market economy, business, and companies. Camurus has zero tolerance against all forms of corruption and is committed to conducting its business honestly and transparently, always.

When conducting business, Camurus should always, as a minimum, follow applicable laws, regulations, and internal routines, policies, and guidelines. If there is a conflict between the provisions set forth in applicable laws or regulations, versus this policy, the strictest provisions will always apply.

ROLES AND RESPONSIBILITIES

Role	Responsibility and Obligations
Corporate Development & Legal (Compliance Officer)	<ul style="list-style-type: none"> • Review and suggest updates to this policy as needed • Accountable for implementing this policy • Ensure surveillance of anti-corruption related developments among regulators, customers, industry peers, and investors
Line managers	<ul style="list-style-type: none"> • Ensure awareness of this policy to their employees, to lead by example and provide guidance to the employees reporting to him or her as needed
All employees	<ul style="list-style-type: none"> • Adhere to the principles and rules set out in this policy

POLICY

Corrupt behaviors may occur in any situation. This policy points out seven common areas where non-acceptable behavior may occur: (i) Contracts, Agreements and Business Transactions (ii) Bribes, Gifts, Entertainment, and Hospitality, (iii) Facilitation Payments, (iv) Fair Competition and Taxes, (v) Conflict of Interests, (vi) Political Involvement and Lobbying, (vii) Grants, Donations and Sponsorship.

In accordance with the Camurus Code of Conduct, and as further expressed in this policy, Camurus has a zero tolerance for corruption. Camurus' employees shall not bribe anyone, and shall not use any intermediaries, such as agents, consultants, advisers or distributors to commit acts of bribery.

Contracts, Agreements and Business Transactions

All contractual agreements shall be in written form, signed by authorized representatives of all parties to the agreement, and contain clear Terms and Conditions.

All supply and purchasing decisions and contractual relationships shall be made according to:

- applicable purchasing procedures for Camurus
- Camurus Code of Conduct (1)
- this policy

When engaging with Third Parties, Camurus may only do so if all the following requirements are met:

- There is a legitimate need for the services or the goods that they provide
- The services and goods are priced at no more than market value
- The Third Party is deemed suitable from an anti-bribery perspective
- There is a written contract or other written document with a similar legal effect (e.g., purchase order)

The receipt of services or goods must be appropriately documented in accordance with applicable SOPs and/or instructions (e.g. invoice to support a payment).

Engagement of Third Parties, including Healthcare Professionals as consultants, must never be used to create an incentive, to reward or to secure any improper business advantage for Camurus. For interaction with Healthcare Professionals, Healthcare Organizations and Patient Organizations, additional requirements apply, as set forth in GUI-0028 “Healthcare Interactions Policy” (2).

Before entering into an agreement concerning a business transaction (for New Business or entering into a Joint Venture, or distribution or licensing agreement), adequate anti-corruption due diligence must be completed. In addition, a remediation plan should be developed and implemented to address any identified issues.

Vendors and Third-Party Intermediaries are subject to certain risk management procedures with regards to anti-corruption, as defined in SOP-0150 “Vendor Sustainability Due Diligence and Risk Management” (4), and SOP-0153 “Anti-Corruption and Compliance Risk Management of Third Party Intermediaries (3), respectively.

Bribes, Gifts, Entertainment and Hospitality

Bribery is the offering, giving, or receiving of a gift or service, for the purpose of influencing the conduct or judgement of another person. A bribe can be anything of value, such as for example money, gift certificates, travel, entertainment, material gifts and favors of service. Even if the material value is low, a gift can be construed as a bribe if it could influence the actions of the recipient.

Camurus’ employees shall not offer, ask, give, or accept, directly or indirectly, any undue advantage towards any Third Party.

The following provisions applies:

- No gifts, entertainment, money or other favors or benefits may be offered in contravention with this policy or applicable law or regulations, to recipients in the public or governmental sector, nor to any Healthcare Professional or Healthcare Organization, either for their personal or professional gain. For other recipients, Camurus generally apply the same restrictions, however this is subject to exemptions, if approved by the CEO or Compliance Officer.
- No one covered by this policy is allowed to accept gifts, including but not limited to, cash, gift vouchers, services, tickets for entertainment or other personal benefits.

- Gifts from external parties, such as suppliers or customers, are only allowed to be received on behalf of the company. Gifts addressed to an individual are not accepted. Any employee that accepts a gift on behalf of the company shall inform his/her Line manager.

However, during interactions with Healthcare Professionals and Healthcare Organizations, for example to attend legitimate scientific, educational or promotional events or meetings, Camurus may, in accordance with the EFPIA Code of Practice (5), and subject to applicable laws, regulations and industry codes, Camurus Healthcare Interactions Policy (2) and/or relevant SOPs, provide meals, reasonable hospitality (limited to required travel, accommodation) and/or registration fees to such attendees, to support the transfer of professional knowledge and training, in the areas of science, medicine, diseases and their treatment. The provision of travel, accommodation, registration fees and meals in connection to such events require written approval in advance of execution. Regular field meetings in hospital/clinic setting, and other legitimate business meetings with Healthcare Professionals (e.g. to discuss a joint development or research project), may be exempted from preapproval, provided that the meal spend per attendee is below the applicable set threshold, and all other applicable compliance standards are adhered to. Refer to SOP-0158 “Healthcare Compliance” (6), and/or the relevant SOPs, as well as EFPIA Scorecard Meals and Drinks (7), for further details.

Gifts provided by Camurus to its employees, shall be handled in accordance with national tax laws and regulations, but is otherwise out-of-scope of this policy.

Facilitation Payments

Facilitation payments entail giving a payment or a gift to a Public Official to speed up the performance of a certain action or process. Facilitation payments are sometimes known as a “grease payment” or a “speed payment” and typically solicited to facilitate or expedite the performance of a routine transaction or service to which the person or company making the payment is normally legally entitled, but not to affect the actual outcome of the transaction or service. For example, a facilitation payment may be demanded at border crossings, where officials will hold up a company’s goods from entering until they receive a small payment, or a payment demanded to expedite the issuance of a visa.

Facilitation payments are illegal within many countries. Camurus recognizes that facilitation payments are a form of bribery and does not accept and will not make any form of facilitation payments. Lawful payments to a government agency are not facilitation payments.

If a facilitation payment is requested, the employee who receives the request should inform his/her Line Manager about the situation as soon as possible, whether or not a payment has been made. The Line Manager decide on the proper handling of the situation in dialogue with Camurus Legal or Compliance representatives, and other relevant functions.

Fair Competition and Taxes

Camurus is firmly committed to free and fair competition in open markets and in all parts of the business. Camurus does not allow any form of price collusion, cartel formation, beneficiary services, or abuse of market dominance. Camurus shall further not engage in activities that may hinder the development of fair competition and shall always comply with all applicable laws and regulations on competition.

Camurus will look to operate in countries where governments, regulators and markets encourage free and fair competition. If Camurus operates in markets that are not generally considered to be free and fair, Camurus will take extra precaution to pursue behaviour consistent with this policy.

Camurus shall always submit truthful and accurate tax declarations to tax authorities in all countries where Camurus has operations. Furthermore, Camurus will not conduct transfer mispricing.

Conflict of Interests

Business decisions within Camurus are to be made in the best interest of the company. When there is a risk of a conflict of interest, even if perceived, for example if a Camurus employee has a financial or other relationship with a presumed business partner or supplier, Camurus must always take precautionary measures before proceeding, which may include to refuse the cooperation with the party in question.

To avoid risk of conflict of interest the following applies:

- Employees shall not engage in competing activities to Camurus or hold other employments, assignments, or business activities of such scope that it that interferes with the performance of the ordinary tasks at Camurus. This also applies to side jobs that do not generate compensation.
- Employees may only work outside Camurus (e.g., employment, consultancy, board membership) with the company's written consent.
- If there is any risk for conflict of interest, even small or perceived, employees are expected to immediately inform their Line Manager who will then consult with a Camurus Legal or Compliance representative for guidance.
- Potential gains for relatives and friends or favoritism based on familiar and acquaintance relationships where someone exploits his or her powers and authority to provide a job, or a service, is not allowed under any circumstances. In both internal and external recruitment, a specification is always drawn up for the desired competencies to ensure that the candidate gets employment based on merits and not relationships.

Political Involvement and Lobbying

Camurus observes neutrality regarding political parties and candidates and does not make political contributions. Camurus also abides with applicable international treaties and national laws and regulations on lobbying activities.

The company may only engage in lobbying activities to provide policy makers with data and insights to enable widely informed decision-making conducive to improving patient outcomes and sustainable business. Activities that target the general healthcare system, on a policy level, may be fully legitimate for Camurus to consider. On the other hand, supporting activities aimed to leverage and impact authority and / or political decisions, and that are in favor of specific HCP's or HCO's interests, would constitute an improper benefit, and is not allowed.

At the country level, all lobbying, or other public affairs activities, is carried out through the General Manager (GM)/ President or is subject to the approval by him or her. Any other type of lobbying activities or improper influence such as any corrupt or illegal purposes, or to improperly influence any decision, is not allowed.

Grants, Donations and Sponsorship

Camurus may provide funding or other support to external organizations and events, including for charitable activities and events. Such funding is subject to applicable laws, regulations, industry codes,

the provisions in the GUI-0028 “Healthcare Interactions Policy” (2) (and/or other relevant SOPs, and require written approval in advance of execution, as per SOP-0158 “Healthcare Compliance” (6).

POLICY COMPLIANCE

Breaches of this policy will not be tolerated and may lead to disciplinary actions up to, including termination of employment.

It is the responsibility of all Camurus employees to immediately report any suspicion of violation of this policy. Such concerns can be reported through ordinary Line manager reporting, HR, Camurus management, or to a representative of Camurus Legal or Compliance functions.

Reports can also be made through Camurus’ whistleblowing system, which facilitate anonymous reporting and follow up. The whistleblowing system is available via Camurus intranet and the corporate website.

Camurus will not tolerate retaliation against anyone for reporting concerns in good faith.

ABBREVIATIONS AND DEFINITIONS

Bribery	<p>Bribery means offering, giving, or promising (or authorizing someone to offer, give, or promise) an improper benefit, directly or indirectly, with the intention of influencing or rewarding the behavior of someone to obtain or retain a commercial advantage.</p> <p>Bribery can take a variety of forms – offering or giving money or anything else of value. Even common business practices or social activities, such as the provision of gifts and hospitality, can constitute bribes in some circumstances.</p>
Conflict of Interest	<p>A conflict of interest arises when an employee place their personal interests before the interests of Camurus and where such personal interests improperly influence or could be seen as improperly influencing their business judgments, decisions, or actions.</p>
Donation	<p>Funds, assets or services freely provided by Camurus to legitimate non-profit organizations (generally to non-healthcare-related recipients) for an altruistic, charitable and non-business purpose, without agreement or intent to receive any benefit, consideration or service in return.</p>
Entertainment	<p>Entertainment generally includes attendance at events such as plays, concerts, and sports events.</p>
Facilitation Payment	<p>Facilitation payments are payments to public officials to expedite the performance of duties of a non-discretionary nature. These payments are intended to influence only the timing of the public officials’ actions (e.g., payments to expedite the issuance of a visa or clearing goods through customs), but not their outcome.</p>
Gift	<p>Gifts are benefits of any kind given to someone as a sign of appreciation or friendship without expectation of receiving anything in return. They include ‘courtesy gifts’, which are small gifts given at</p>

	culturally recognized occasions (e.g., weddings, funerals) or special times of the year (e.g., Christmas, New Year).
Grant	Funds, assets or services freely given by Camurus to a Healthcare Organization or Patient Organization in response to their independent request, to support a specific purpose (healthcare, scientific research or education) without any tangible benefit (a measurable or quantifiable and objective benefit) in return.
Healthcare Stakeholders	Healthcare Professionals, Healthcare Organizations, Payers, and Non-Profit Organizations such as Patient Organizations, as well as patients or their caregivers, and other Public Officials, etc.
Hospitality	Hospitality generally includes refreshments, meals, and accommodation.
Joint Venture	Any type of joint agreement or arrangement between Camurus and one or more Third Parties to own and operate an enterprise as a separate business.
Lobbying	“Lobbying” describes interactions with policy makers and other external stakeholders with the intent to represent Camurus perspective in the policy making process.
New Business	Any transaction involving the acquisition of all or any part of a third party or business, or the merger of a Camurus business with another company or business.
Political contribution	Political contributions are monetary or non-monetary (commonly referred to as “in-kind” contributions, which include uses of resources, facilities, etc.) contributions to support political parties, politicians, or political initiatives.
Sponsorship	Support provided by Camurus for an activity (including an event such as a congress, conference, symposium or similar) performed, organized or created by a Healthcare Organization (a society, institution etc.), a Patient Organization, or other third party, to establish a beneficial association between Camurus’ image, brands or services, and the sponsored activity or event.
Third Party	In the context of this Policy, A Third Party is any natural person or legal entity with whom Camurus interacts and who poses, due to the nature of their business, a particular level of bribery risk.
Third-Party Intermediary	Any external party, whether an individual or an entity which is appointed by Camurus to represent Camurus in a particular matter and to whom Camurus provides money, goods or other assets. A TP Intermediary includes any external party, who interacts with healthcare stakeholders or Public Officials on Camurus behalf, including re-selling Camurus products to the relevant end-customer (e.g. to a pharmacy, hospital, clinic, healthcare region or healthcare organization).