



Code of Conduct

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Message from the President and the Chief Compliance Officer

Dear R-Pharm US Colleagues:

R-Pharm US is committed to integrity in every aspect of our business. For each of us, that means conducting ourselves according to high ethical and legal standards. Our Code of Conduct summarizes the industry standards, as well as our own policies, that guide our actions where we conduct business.

It is the responsibility of every R-Pharm US colleague and agent who engages in activities on the company's behalf to be knowledgeable about, and comply with, R-Pharm US' policies and commit to adhere to the letter and spirit of the Code of Conduct. Any violation of these policies will be taken seriously by R-Pharm US.

As the President of R-Pharm US, how we conduct business is of vital importance. It is a privilege to work for a company that has such a tremendous impact on the lives of the patients who use our products. Every R-Pharm US colleague is expected to deliver high performance while contributing to a culture of trust and respect where everyone feels completely comfortable speaking up and voicing alternative views and opinions.

As we change and grow, our values and standards will remain constant. And those values and standards – along with our personal integrity – will always be the basis of our success.

I look forward to your strong support of our Code of Conduct.

Sincerely,



Demetrios Kydonieus
President
R-Pharm US, LLC



Jignesh Shah
Chief Compliance Officer
R-Pharm US, LLC

Our Commitment and Pledge

We are all expected to take ownership of compliance and to perform with integrity—your personal commitment to performing with integrity is vitally important to R-Pharm US' success.

We can help ensure that we conduct business to the highest standards by:

- Taking responsibility and holding each other accountable
- Raising concerns and asking questions
- Exercising good judgment and making the right decisions even when the decisions are difficult
- Following R-Pharm US policies in everything we do and everywhere we operate

Colleagues will be asked to sign a pledge indicating that they are familiar with the provisions of our Code of Conduct and that they pledge to perform their day-to-day responsibilities with integrity and consistency to align with the principles of the Code.

Our Principles of Conduct:

Integrity in the Marketplace

Individual Responsibility

It is important to R-Pharm US that all actual and potential violations of law, policies, or our Code of Conduct are fully evaluated by appropriate personnel. Each R-Pharm US colleague is expected to report any violation as soon as he or she becomes aware of the violation. Many violations of laws that apply to our business carry civil or criminal penalties. Any conduct that you believe to be unlawful or a violation of our Code of Conduct should be reported to your supervisor or to the Chief Compliance Officer. You may choose to identify yourself in the communication or you may make the report anonymously. All employees are required to cooperate fully in any investigation. R-Pharm US will take measures to ensure confidentiality of communications to the extent possible and will investigate reports of possible misconduct.

The R-Pharm US Compliance Program

All colleagues are expected to take ownership of compliance and to perform all tasks with integrity and remain consistent with the principles of the Code. Our policies will evolve to take into account updates and changes in the laws, regulations, standards, and codes impacting our industry, as well as to incorporate improvements learned over time. Our Compliance Program incorporates the elements in accordance with the “**Compliance Program Guidance for Pharmaceutical Manufacturers**” developed by the United States Department of Health and Human Services, Office of Inspector General (OIG). Below is a brief description of how our

Compliance Program embodies each of the seven elements of an effective compliance program:

1. Governance: Involvement and Dedicated Compliance Personnel

R-Pharm US' Chief Compliance Officer is responsible for overseeing all aspects of R-Pharm US' global compliance program, including implementing Code of Conduct training; developing and conducting training on key areas of legal risk; developing and implementing monitoring systems; providing channels for employees, suppliers, agents, and customers to report suspected legal and ethics violations; and reporting compliance and ethics activities and issues as appropriate. Additional compliance support is provided by Legal, Regulatory, Finance and other functional groups as appropriate.

The Chief Compliance Officer and the Compliance Team has responsibility for investigating, or directing the investigation of, significant potential, suspected or actual violations of law or policy. The Compliance Team may request the assistance of appropriate R-Pharm US personnel in conducting the investigation.

2. Written Policies and Procedures

R-Pharm US is implementing policies and procedures that provide colleagues with direction in their day-to-day activities including, but not limited to, our Code of Conduct. R-Pharm US has adopted the Pharmaceutical Research and Manufacturers of America (PhRMA) “**Code on Interacting with Healthcare Professionals**” (PhRMA Code, attached), as well as the Advanced Medical Technology Association (AdvaMed) “**Code of Ethics on Interactions with Health Care Professionals**” (AdvaMed Code, attached). Other R-Pharm US policies are available from the Compliance Office and will be circulated when issued.

3. Effective Training and Communication

R-Pharm US is committed to providing effective training to employees, managers, officers, directors, and our agents/consultants on our compliance policies on an ongoing basis. Training is conducted via a variety of methods including online education, self-study, and live classroom training as appropriate.

4. Effective Lines of Communication

Fostering an environment that encourages open communication regarding our Code of Conduct, Company policies, or concerns about suspected improper business practices is important to R-Pharm US and forms a key aspect of our Company culture. R-Pharm US provides multiple channels for raising compliance concerns.

The Company has an “Open Door Policy” and encourages colleagues to discuss all issues, concerns, problems and suggestions with their immediate supervisors or other managers without fear of retaliation.

Contact the R-Pharm US Compliance Team Directly

Email: ashley.hamilton@rpharm-us.com

5. Internal Monitoring and Auditing

Internal monitoring and auditing are vital parts of the compliance program. The Compliance Team identifies potential risk areas on which to focus its auditing and monitoring activities. With our monitoring and auditing mechanisms, R-Pharm US is able to verify the efficient operation of its policies and practices, determine where enhancements can be made, and have the capability to detect and prevent deviations before they grow into larger compliance concerns.

6. Enforcement Through Appropriate Discipline and Recognition

Our Code of Conduct puts all colleagues – employees and our agents – on notice that failure to adhere to our compliance standards may have disciplinary consequences, up to and including termination of employment. If an investigation suggests that discipline may be warranted, appropriate action is taken. Likewise, R-Pharm US' practices recognize colleagues for exemplary behaviors that serve as best-in-class examples of R-Pharm US' company values and core commitment to integrity.

7. Prompt Response and Corrective Action for Detected Problems

Our compliance program supports prompt response and corrective action for detected problems as appropriate under the circumstances. It is expected that compliance concerns referred through any of the communication channels will be carefully reviewed, thoroughly and thoughtfully investigated in a timely manner, and appropriately resolved. Upon conclusion of an internal investigation, corrective action and preventive measures will be determined and implemented as appropriate.

Healthcare Laws and Regulatory Requirements

Various laws and regulatory requirements worldwide govern the manufacture, labeling, sale, distribution, government contracting, marketing, and promotion of our Company's products in order to assure their safety and efficacy and protect the integrity of the healthcare system. Violations of these laws can result in severe penalties to the Company and individual employees and agents. Because R-Pharm US is a company with operations within and outside of the USA, the laws and regulatory requirements of one country may apply to activities in another country. All R-Pharm US employees and agents are expected to comply fully with the laws, regulatory requirements, standards, industry codes and policies applicable to his or her individual role or segment of the business. In the event you should have a question concerning these laws or requirements, you should consult with the Chief Compliance Officer.

Promotional Activities and Interactions with Healthcare Professionals

Regulation of advertising and product promotion directly affects our customer relationships. All employees and agents must follow R-Pharm US' policies on promotional activities and interactions with healthcare professionals. R-Pharm US' internal policies and procedures are designed to ensure that all promotional materials and communications are

accurate, not misleading and that they are compliant with all applicable medical, legal and regulatory laws.

- All interactions with healthcare professionals must be guided by laws, regulations, and the Pharma Code. For further guidance on this, please see the PhRMA Code on Interactions. **1. 2. To Third Party Clinical Investigators:**

R-Pharm US may support *bona fide* research studies initiated and conducted by third party investigators that may use R-Pharm US products. The proposed research must contribute to the broader medical community and the principal investigator should plan to publish the research results in a peer-reviewed medical journal or present them at a medical conference. Funding decisions are not based on the principal investigator's relationship to R-Pharm US or prescribing habits; payments are never contingent on research outcomes or prescribing patterns. Payments are made to the principal investigator's institution, not the individual principal investigator and the related budget must be reasonable and based on fair market value.

- To Customers:

In addition to physicians and researchers, we also interact with other important parties, including wholesalers, distributors and retailers. With respect to customers, only business-related items of nominal value are permitted as gifts and an employee must notify his/her manager before accepting a personal gift from a current or potential vendor, contractor or client if the value exceeds \$100.00. For additional assistance and guidance, please consult with the Legal Department.

- To Patients:

We respect the privacy of the relationship between patients and their doctors and other healthcare professionals. We acknowledge that the physician is in the best position to determine, in consultation with the patient, what treatment is best for any particular patient.

Monitoring the Safety, Performance and Quality of Our Products

We all have a role to play to help R-Pharm US deliver on its commitment to improve human health. One of your most important responsibilities is to inform the Company of any adverse experiences (AE) or product quality complaints. We are all required to report any AE that may be associated with the use of our products immediately or at the latest, within one day of becoming aware of an AE in accordance with Company policy. To report an adverse experience, please call: (844) 586 – 8953 or email: DrugSafety@propharmagroup.com.

Our Pledge to Each Other

Integrity in the Workplace

Promote Equal Opportunity in Employment

R-Pharm US promotes diversity and equal opportunity in employment. Each of us is responsible for maintaining a positive work environment and ensuring that all individuals are treated with respect and dignity. Our employment-related decisions must be based upon an individual's skills, qualifications, and job performance. We do not allow decisions to be made based on any factors that are discriminatory and prohibited by law – including in the United States for example, race, color, sex, age, disability, veteran status, religion, national origin, ancestry, sexual orientation, or citizenship status.

Prohibition on Discrimination or Harassment

R-Pharm US does not tolerate any form of harassment, which includes verbal or physical behavior that denigrates or shows hostility or aversion toward an individual because of his/her sex, race, ethnicity, sexual orientation, age, religion or any other legally protected characteristics, and:

- (i) has the purpose or effect of creating an intimidating, hostile or offensive work environment;
- (ii) has the purpose or effect of unreasonably interfering with an individual's work performance; or
- (iii) otherwise adversely affects an individual's employment opportunities. Harassment is not only unacceptable in R-Pharm US' offices, but also in any other R-Pharm US-related setting such as an R-Pharm US-sponsored event, or when using R-Pharm US' electronic assets (e.g., email, voicemail and Internet). Each of us must avoid engaging in any of this conduct, and if we have knowledge of it or observe it, report it to Human Resources.

Our Pledge to R-Pharm US

Integrity in Protecting Company Assets, Reputation and Goodwill

Books and Record Keeping

We make decisions based on information recorded at every level of the Company. Incomplete or inaccurate information may lead to poor decisions and negative consequences; for example:

- Improper recording of revenues and expenses leads to misrepresentation of the Company's financial position and is illegal.

- Incomplete or inaccurate manufacturing documents could jeopardize the supply of a product and violate regulations.

We must record all information honestly and accurately. This includes, but is not limited to, expenses, revenues, research test results, production and quality data and any other corporate information. All financial transactions and payments must be authorized and recorded. Strict compliance with corporate accounting methods is required, as is cooperation with our designated auditors. Contact the Finance Department with any questions concerning the proper recording of financial transactions.

Conflicts of Interest

R-Pharm US' expectation of each of us regarding conflicts of interest is straightforward: never let your business dealings on behalf of R-Pharm US be improperly influenced – or even appear to be improperly influenced – by your personal interests. We must always conduct ourselves in a way that avoids actual or apparent conflicts of interest. You should report potential conflicts of interest to your manager, who will work with the Legal Department to best handle the situation.

Confidentiality, Protection of Trade Secrets, and Intellectual Property

Information is an important R-Pharm US asset that must be protected. The loss of confidential or proprietary information can be extremely damaging to our competitive position and reputation. Examples of confidential information include, but are not limited to, pricing, formulations, research results, manufacturing methods, financial data and marketing and sales strategies and plans. Confidential information also includes sensitive information regarding the Company's business, employees, customers, clients and/or business partners. You must never disclose any confidential Company information unless there is a valid business purpose and you receive prior authorization by Management. If you do not know whether certain information is confidential or proprietary, consult with your manager prior to disclosing the information.

R-Pharm US intellectual property consists of any business ideas or information that the Company owns, such as unique products and business methodologies. Each of us is responsible for protecting the confidentiality of Company information and trade secrets, which is vital to protecting R-Pharm US intellectual property.

Any violations of this policy will not be tolerated and R-Pharm US reserves the right to terminate employment and take legal action against employees who disclose confidential information without authorization.

General guidelines for protecting confidential Company information include:

- Not discussing sensitive or confidential Company business in public;

- Using password protection on computer files (and not sharing your password with other employees);
- Securing sensitive information in locked files and cabinets;
- Securing sensitive information on laptop computers while traveling;
- Exercising caution when using speakerphones and cellular phones;
- And finally, when you are in doubt about the confidential nature of information, treat it as confidential.

Even after we leave the employment of R-Pharm US, we are obligated to maintain the confidentiality of Company information and return all documents and files (including electronically stored information).

Protection of Personal Information

We have clear responsibilities to protect personally identifiable information, including sensitive personally identifiable information gathered from employees, consumers, healthcare professionals, clinical trial subjects and patients worldwide. We must make sure we comply with global laws whenever we collect, store, transfer, and use this information. The highest standards of integrity must be applied when handling personally identifiable information. A useful guideline is to always protect it as though your own information were being used. We may monitor your personal communications on company computers or cell phones for business reasons, to properly review the use of corporate assets, correct technical issues, investigate possible wrongdoing and ensure compliance with applicable laws. Any monitoring will be conducted in compliance with our Internet and email usage policies, and to the extent permitted by applicable law. If you believe data is being misused or is inadequately protected, please contact the Chief Compliance Officer.

[Our Pledge to Customers and Business Partners across the Globe](#)

[Integrity in Business Relationships](#)

Respect for Fair Business Practices and Competition

We must conduct business – selling and marketing products, interacting with health care professionals, contracting with third parties – in a fair manner. Taking advantage of anyone through, for example, manipulation or misrepresentation of information is not acceptable or tolerated. R-Pharm US competes strongly, but fairly, around the world. We seek to maintain and grow our business through superior products and services – not through any improper or anticompetitive business practices. So, each of us must strive to understand and comply with global competition and antitrust laws. Be mindful that competition and antitrust issues may arise from contacts between R-Pharm US and its competitors, or between R-Pharm US and its suppliers and customers. Never discuss with our competitor's issues relating to:

- Prices (for example, do not discuss price scales, pricing methods, chargebacks, promotional and billing terms, margins, or discounts);
- Products (for example, do not discuss marketing plans and strategies);
- Production (for example, do not discuss industrial capacity, logistics, product quality);
- Market division by region, customer or therapeutic field;
- Financial information (for example, do not discuss cost of goods, profits or margins);
- Tenders (for example, do not discuss the intention (or not) to bid for them).

At forums, conferences, doctors' offices and other meetings, avoid informal contacts with competitors so that you do not discuss issues that might violate antitrust or competition law. If one or more competitors approach you about such an issue, indicate your unwillingness to continue with the discussion. Do not hesitate to say that you object to the issue having been raised, and to withdraw from the discussion. Competition and antitrust laws can be very complex. If you are unsure of appropriate business practices, you should consult with the Legal Department.

Anti-Bribery and Anti-Corruption Payments to Government Officials

Most countries in which we do business have laws that forbid offering, promising, making, authorizing or providing (directly or indirectly through third parties) any payments, gifts, or anything of value to any government official to influence an official act or to influence a decision to award or retain business. In the United States, the U.S. Foreign Corrupt Practices Act (FCPA) makes it illegal for employees of U.S. companies to directly or indirectly give anything of value to a non-U.S. government official in order to gain an improper business advantage. The FCPA also makes it illegal to inaccurately record transactions. As a U.S. company, all R-Pharm US directors, officers, employees or third parties must comply with the FCPA, as well as with all local anti-bribery and anti-corruption laws. Commercial Individuals and Companies R-Pharm US also prohibits "commercial bribery." Generally, commercial bribery is giving, offering or receiving something of value to or from an individual or entity in exchange for improper commercial conduct. R-Pharm US prohibits any director, officer, employee or third party from directly or indirectly engaging in any form of bribery. No director, officer, employee, or third party should assume that the Company's interest ever requires otherwise. Facilitation Payments Facilitation payments—sometimes referred to as "grease" payments—are unofficial payments made to a public official or other person in order to secure or expedite the performance of a routine or necessary action. R-Pharm US prohibits facilitation payments and all R-Pharm US employees and third parties should avoid making any such payment on behalf of the Company unless reviewed and approved by legal counsel and the R-Pharm US Board.

Manage Suppliers, Contractors and Third Parties Diligently

We expect that our suppliers and contractors will conduct all activities on behalf of the Company consistent with our Code of Conduct, and according to their contracts with R-Pharm US. We must be diligent in assuring that these parties live up to their obligations. In addition, we must be careful to avoid situations involving third parties that may lead to a violation of the law.

It is unacceptable for a third party, such as a sales agent, distributor or other representative, to provide or offer to provide any payment or anything of value to anyone on behalf of R-Pharm US in an attempt to acquire or preserve business or obtain an improper advantage. Therefore, all employees should observe the following guidelines:

- Each third-party representative should be carefully selected and evaluated before being retained.
- All arrangements and contracts with third parties must be in writing and reviewed and approved by the Legal Department.
- Compensation must be customary and reasonable in relation to the services provided.
- All payments must be properly reflected in R-Pharm US' records, books of account and financial statements.
- No payments may be made in cash to third parties or to bank accounts that are not in the third party's name.

Global Trade Compliance

We may not export or sell products without proper approvals by the Legal Department. In addition, our products must meet the legal requirements of the producing country and the countries to which the products would be exported, as well as certain U.S. requirements.

Trade Securities Legally

There are strict laws that prohibit the use of insider information when buying, selling or trading publicly traded securities. You must not buy, sell, or trade the securities of companies about which you have insider information – until that information becomes public. Insider information can take many forms, but generally is considered to influence an investor's decision to buy, sell or hold securities in a company.

Human Subject Protection in Clinical Research

Clinical trials determine the safety and efficacy of our products in people who volunteer to participate in our studies. It is, therefore, crucial that we conduct these trials with the utmost regard for the health and safety of participants while furthering the interests of science and society.

R-Pharm US is committed to ensuring the safety of the patients and volunteers who take part in our clinical trials, and to upholding the highest ethical, scientific and clinical standards in all of our research initiatives worldwide. All R-Pharm US-sponsored clinical studies are designed and conducted in accordance with applicable laws and regulations as well as recognized medical and ethical standards. Our policies and procedures are intended to ensure R-Pharm US' respect for the health, well-being and safety of research participants as well as for the culture, laws and regulations of the countries in which studies are conducted. Our international trials, including those done by R-Pharm US or by external clinical research organizations for R-Pharm US, follow

globally recognized principles of international ethics and guidelines for research involving human subjects. These trials are prospectively reviewed by a qualified Institutional Review Board or Independent Ethics Committee. Some of our trials may use independent review of safety data in addition to internal reviews by our research colleagues to help ensure patient safety. In addition, in all research endeavors sponsored by R-Pharm US, R-Pharm US colleagues and those working on behalf of R-Pharm US shall refrain from inappropriately influencing the results and conclusions published from such research.

Information about specific R-Pharm US sponsored patient trials is available on <http://www.ClinicalTrials.gov>, a publicly available study registry and results database maintained by the U.S. National Institutes of Health.

Our Pledge to the Communities We Serve

Integrity as a Socially Responsible Corporate Citizen

Involvement in Political and Public Life

Good corporate citizenship requires that we do not unfairly or illegally influence the political process in the communities in which we operate. Due to the complexity and diversity of laws and regulations governing corporate political activities, political contributions and other related activities on a company level may only be undertaken with the prior approval of the Legal Department. As private citizens, we may participate in the political process, including contributing to candidates or parties of our choice. However, we may not use Company time, property or resources for our personal political activities.

Philanthropy and Community Investment

R-Pharm US provides charitable donations, sponsorships, and contributions for educational, humanitarian, and social projects. We are proud of our history of giving back to the communities we serve and of being a socially responsible corporation. Nonetheless, all charitable contributions must be transparent and paid to not-for-profit organizations whose charitable goals are compatible with R-Pharm US' policies. Before you use R-Pharm US funds to donate to a charitable organization on behalf of R-Pharm US or allow the use of R-Pharm US assets by or for such an organization, you must obtain written approval from the Chief Compliance Officer/President.

Contact the R-Pharm Compliance Office

Ashley Hamilton, HR and Operations Manager
Ashley.hamilton@rpharm-us.com

Demetrios Kydonieus, Chief Compliance Officer

demetrios.kydonieus@rpharm-us.com

Attachments:

[“Code on Interacting with Healthcare Professionals”](#) (PhRMA Code, 2019)

[“Code of Ethics on Interactions with Health Care Professionals”](#) (AdvaMed Code, 2020)