



GLOBAL WHISTLEBLOWING POLICY



I. PURPOSE

Menarini's Board of Directors, Executive Offices and Management Teams are committed to ensuring that all its operations are conducted ethically and with utmost integrity and considers reporting of concerns and whistleblowing as a pivotal component to assure compliance programs effectiveness.

Menarini works to improve the existing culture of transparency by creating an open and constructive environment for employees and all other stakeholders to raise their concerns.

This Policy, inspired by the principles outlined in Menarini Global Code of Conduct, establishes general and foundational principles to promote responsible and secure whistleblowing practices.

The purpose of this Policy is to encourage employees and third parties, where applicable, to report in confidence and without fear of retaliation any reportable incidents and to provide guidance on how to raise a concern.



II. SCOPE

This Policy applies to all employees, officers and directors of Menarini Group (Employees) and third parties (such as business partners, contractors, agents, etc.) and shall be applied in all Menarini Group's subsidiaries and affiliates worldwide (hereinafter also "Menarini" or "Menarini Group").

Menarini respects the laws and regulations across the countries and jurisdictions in which it operates. This Policy is not intended to overrule local laws and regulations. If there is a conflict or inconsistency between any external requirements, the more stringent rule shall apply.

Do not use this Policy:

- To report events presenting an immediate threat to life or property.
- For any grievances, you may have in relation to your terms of employment, unless they concern matters listed in par. III.1.
- For pharmacovigilance related, safety information and adverse event reporting, product/service complaints, and all other matters which do not involve potential misconduct and are handled according to other defined policies and procedures.
- To settle personal or legal disputes.
- To make accusations which you know are false.



III. POLICY

III.1. Reporting

Any Employee who has a reasonable belief that there is serious malpractice relating to any of the matters specified below, may raise a concern under this policy. You can raise your concern at any time about an incident that happened in the past, is happening now, or you believe will happen in the near future.



Employees and third parties are encouraged to report, in good faith, any genuine complaints or concerns about suspected ethical, legal, and policy violations, which include:

- Breach of Laws and Regulatory Requirements
- Industry codes, guidelines and ethical standards
- Bribery and/or corruption
- Anticompetitive practices
- Violations of Menarini's Global Code of Conduct, Policies and Procedures
- Harassment, Threats and Discrimination
- Conflicts of Interest
- Safeguarding of assets / Theft
- Export controls
- Financial and Accounting
- Money Laundering
- Health, Safety, and Environment internal measures
- Retaliation

What kind of information do you need to provide?

Reporting must be made in good faith and should, as far as possible, provide specific and relevant information on the alleged misconduct (time, location, matter, context, persons, all details regarding the alleged violation, etc.), including possible supporting documents, to enable investigation and analysis.

The report shall include only facts and events and not opinions/evaluations of the reporter about both circumstance and potential concerned persons.

III.2. Principles

III.2.1. Confidentiality

Menarini assures that all concerns will be treated in confidence and every effort will be made not to reveal your identity if that is your wish. If disciplinary or other proceedings follow the investigation, it may not be possible to take action as a result of your disclosure without your help, so your personal evidence may be essential. In such cases, we will discuss with you whether and how the matter can best proceed.

Where an individual does not wish to come forward as a witness, Menarini retains the right to pursue the matter further but will respect the anonymity of the individual.

III.2.2. Anonymous reporting

This Policy encourages you to put your name to your allegation whenever possible. If you do not tell us who you are it will be much more difficult for us to protect your position or to give you feedback. This policy is not ideally suited to concerns raised anonymously.

Concerns expressed anonymously are much less powerful but will be considered at the discretion of the company. In exercising this discretion, the factors to be taken into account would include:

- The seriousness of the issues raised;
- The credibility of the concern;
- The likelihood of confirming the allegation from attributable sources.

III.2.3. Objectivity and independence of the Investigation

All reportable incidents raised (even anonymously) will be treated fairly, properly reviewed and investigated in strict confidence, with integrity and an objective approach.

The investigator is independent from any of the parties that may have an interest in the concerned case matter itself. As a consequence, in the event that a given report concerns the same process owner of the



investigative process and/or investigated matters, a segregated case management and follow up will be ensured.

III.2.4. Prohibition of retaliation and good faith reporting

Employees are encouraged to share their concerns without fear of retaliation. Menarini takes the necessary and appropriate measures to safeguard and protect from retaliation the whistleblower and anyone who participates or assists in the investigation.

No adverse action will be taken against those who submit reports in good faith, irrespective of whether the suspicions or reported allegations are proven unsubstantiated.

However, if false information is intentionally reported, this circumstance could lead to disciplinary actions against whistleblower.

Anyone who retaliates or attempts to retaliate will be sanctioned. Any person who believes he or she has been retaliated against should immediately report the fact.

III.2.5. Data processing

Menarini is committed to respect the privacy of everyone involved and will protect personal data from unauthorized access and processing.

Accordingly, personal data shall be exclusively processed in compliance with the principles of fair, lawful, minimised and transparent data processing as set forth by the applicable Privacy Laws.

Data shall be processed for no longer than necessary to achieve the purposes for which they were collected (e.g. to handle investigations, draft the reports and, where applicable, to pursue a legal claim, etc.), and protect the integrity and reputation of Menarini Group.

III.3. How to raise a concern

If you have a concern about a risk, malpractice or wrongdoing at work, we hope you will feel able to raise it firstly with your line manager, Human Resources manager or compliance manager. Managers must help to create a climate where staff feel able to talk in confidence and clarify their concerns without the threat of disciplinary action being taken against them.

However, in order to assure the due independence and confidentiality a dedicated whistleblowing corporate channel is in place to allow and encourage you to effectively report your concerns.

Therefore all concerns and alleged violations can be reported through a dedicated whistleblowing website managed by an external service provider:

<http://menarinigroup.ethicspoint.com/>

An exception is made for any Anti-Competitive practises/issues that can be alternatively also reported to compliance.menarini@legalmail.it or to the confidential hot line +39 055 5680 9660.

All Regional or Company related whistleblowing channels remain in place and are managed through Regional/Company processes and procedures.