

# CODE OF CONDUCT

**Kainjoo SA**

v. 2025

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## 1. Kainjoo is committed to conducting business fairly, honestly and ethically.

To complement our Kainjoo Philosophy, this Code of Conduct outlines the overarching policies that Kainjoo expects from all individuals acting on its behalf, whether under an employment contract or any other form of engagement (hereinafter referred to as “Employees”).

Kainjoo’s policy is to comply with the substance and the spirit of all local laws, rules, regulations and applicable industry codes.

As it is impossible to list all rules regarding business conduct, Kainjoo expects its Employees to conduct business on its behalf in a manner consistent with the highest ethical standards, including those circumstances in which no guideline is specified.

Throughout the Code, you will find specific everyday situations through questions and answers.

The Executive Committee and Group Boards of Kainjoo have collectively endorsed this Code of Conduct. We count on all levels of management to create a culture that supports this Code and fosters an open environment where issues can be raised. We expect adherence to this Code at all times.

### 1.1. Global Standards

It would be best if you took no action on Kainjoo’s behalf, which you know or suspect will violate any applicable law or regulation. While we must compete vigorously, we must also do so in a compliant manner.

You may not assist or allow any other Employee or third party to violate applicable rules, directly or indirectly. Those responsible for engaging third parties must exercise proper oversight to ensure compliance with the Code while acting strictly on our behalf.

This Code of Conduct establishes Kainjoo’s international standards in its business operations. It prevails even where a country’s laws, regulations and industry codes do not cover the same topics. If adherence to this Code is incompatible with applicable local law, you must abide by the provisions of applicable law and report the matter to your Compliance Officer.

## 1.2. Fair Competition

Kainjoo is committed to fair competition and free markets within the bounds of the law. Therefore, you must refrain from illegal business practices, such as prohibited anti-competitive activities.

Anti-competition laws generally prohibit Employees from directly or indirectly engaging in discussions, making agreements or coordinating activities with actual or potential competitors; abusing a dominant position in a particular market; entering into contracts with suppliers, distributors or retailers that limit or eliminate free and fair competition, or engaging in any other behaviour that would otherwise restrict competition in breach of applicable laws and regulations.

## 1.3. Conducting International Business

Kainjoo endeavours to fulfil its purpose whilst adhering to the legal requirements of its countries. Kainjoo is committed to observing all applicable export and import laws, including trade sanctions, embargoes, and other laws, regulations and government orders or policies, whether imposed by the local government or by foreign governments with jurisdiction over a transaction.

## 2. Data Protection and Privacy

Kainjoo is committed to safeguarding the privacy and personal data of all its Employees and other persons with whom Kainjoo conducts business. Personal information includes any information that can directly or indirectly identify an individual. Such data must be adequately protected and secured. They may only be disclosed or transferred to third parties or internationally when legitimate grounds to do so have been established and adequate transfer mechanisms are in place.

Any data privacy breach must be reported through the Data Subject Contact Form. Please use this link if you are writing from the US.

### 2.1. Appropriate Retention of Records

You must not destroy, conceal or alter records for the time needed to comply with applicable laws and Kainjoo's record retention guidelines. For example, suppose there is a possibility of any litigation or internal or external investigation involving any record in an Employee's possession or under their control. In that case, that record must be retained and produced promptly upon individual instruction.

### 3. Anti-Bribery and Anti-Corruption

Kainjoo will not tolerate the payment, offer to pay, authorisation or receipt of any bribe or any other unlawful or improper payment to or from any public official or private person on behalf of Kainjoo. Bribery is the giving of money or something of value to influence the act or decision of someone who ordinarily would not change their course of action, or induce someone to influence any act or decision of the government to assist Kainjoo in obtaining or keeping business.

You must not make, offer, or promise any payment, gift, service, the offer of employment, or anything of value (directly or indirectly) that is intended to influence the actions of government personnel or Employees of other companies to advance Kainjoo's commercial interests or the Employee's standing.

You must not provide inappropriate value, including grants, donations, offers of employment, or gifts, to unduly influence the recipient's behaviour in government or private sectors, such as to impact formulary, purchase, or recommendation.

You must be familiar with the local requirements, including applicable laws and regulations concerning bribery.

If involved in government or government-owned tenders and other procurement activities, you must refrain from giving anything of value to any stakeholders in the process.

You should be aware that the culture in one country, including gift-giving practices, may not be lawful or appropriate in another.

If you know about a request for or payment of a bribe, you must immediately disclose this information to the Global Compliance Officer and the General Counsel.

A payment, even if small, to government officials to obtain or expedite routine government services is called a Facilitation Payment. Kainjoo prohibits its Employees from making such payments. The only exception is imminent danger to an Employee's security or health. For further information, please consult the Global Compliance Officer.

### 3.1. Political Activities and Donations

You must not directly or indirectly use or contribute company funds or assets to support a political party, a politician, a candidate for office or a campaign, nor use Kainjoo's premises or assets to raise funds or to campaign unless in compliance with the Group Delegation of Authority Limits including approvals up to the Group Chairman.

## 4. Interacting with External Stakeholders

All contacts and dealings with current or prospective customers, suppliers, vendors, lenders, competitors, as well as healthcare professionals (HCPs), healthcare organisations (HCOs) and patients, including patient organisations (POs) (“External Stakeholders”), must be conducted ethically to avoid a violation of any applicable law, regulation or this Code of Conduct and to prevent even the appearance of impropriety. You may not offer, ask for, provide or accept anything of inappropriate value for yourself or others in return for favourable treatment.

### 4.1 Business Courtesies (giving or receiving)

Providing, hosting, or accepting a business courtesy, such as a modest meal, gift or entertainment, may be acceptable under certain circumstances. However, business courtesy must be permissible under applicable laws and regulations and reasonably compatible with them. With industry standards and local customs. In addition, it is essential to exercise common sense, discretion, honesty, and sound judgment to avoid misinterpreting a conflict of interest or good intentions.

#### 4.1.1. Gifts (giving or receiving)

Giving: As for gifts, Kainjoo will not provide any personal gifts to external stakeholders, including clothing, accessories, cosmetics, or electronic gadgets. On the other hand, professional articles, such as scientific books and other medical resources, are acceptable.

Gifts to external stakeholders are common in most countries. In addition, cultural courtesy items such as perishable goods on special cultural occasions or festivities are generally accepted (e.g. moon cakes or mandarin oranges in certain parts of Asia).

Please consult the Kainjoo country-specific requirements in your country or contact your Compliance Champion.

Receiving: When accepting gifts, please politely decline any donations that would otherwise be beyond your ability to give to the relevant external stakeholder (as above). If returning a gift is considered impractical or an offence to the giver, the offering may be accepted on behalf of the company if it is possible to have it shared among employees (e.g., a

basket with several articles). It would be best to exercise common sense, discretion, honesty, and sound judgment to avoid a conflict of interest or having good intentions misinterpreted when receiving a gift.

To avoid doubt, even if acceptable under the laws and policies in your country, under no circumstances shall a gift of EUR 100 or more be accepted without being reported to and receiving approval from the Compliance Office.

#### 4.1.2. Hospitality (offering or receiving)

**Offering:** Kainjoo Employees are also requested not to provide any hospitality (including food, beverages, taxes, and tips) that they cannot offer in their country. For example, in many countries, providing a meal, such as a business dinner, that costs more than EUR 60 per person is not permissible. Accordingly, Kainjoo Employees from those countries or when visiting those countries are requested not to accept hospitality exceeding such an amount. Even if deemed acceptable under your laws and policies, the highest limit for any hospitality offered by Kainjoo is EUR 150.

**Receiving:** As for receiving hospitality, even if acceptable under the laws and policies in your country, under no circumstances shall hospitality of EUR 150 or more be accepted.

Any exceptions to any section of this chapter shall be approved only in justifiable circumstances by Kainjoo's Compliance Office at [globalcompliance@kainjoo.com](mailto:globalcompliance@kainjoo.com).

#### 4.2. Kickbacks and Other Improper Payments

A kickback is a form of remuneration provided in exchange for unduly influencing a formulary placement or writing a specified volume of prescriptions. You must not solicit, accept or give any kickback or other unlawful payment in any amount to or from anyone, including any company or government that does or wants to do business with Kainjoo.

#### 4.3. Conflicts of Interest

Kainjoo expect undivided loyalty from its Employees. A conflict of interest may arise when personal interests interfere with or are perceived as interfering with an employee's ability to perform a job effectively and



objectively. Therefore, you must not engage in any activities that could conflict with Kainjoo's business interests, adversely affect the company's reputation, or interfere with fulfilling the responsibilities of the Employee's job. In addition, you must not use your position with Kainjoo or Kainjoo's information or assets for your gain or the improper benefit of others.

A conflict of interest exists when an Employee's duty to give undivided business loyalty to Kainjoo can be compromised by actual or potential personal benefit from another source. While this Code covers a few specific situations where there is a risk that Employees' interests will conflict with those of Kainjoo, this list is to be considered non-exhaustive. Employees must consider all circumstances that may create an actual or apparent conflict of interest and are required to safeguard against situations that may impair their objectivity in making a business decision in the best interest of Kainjoo. Such conflicts of interest may derive from external commitments and personal relationships, such as family or other close personal relationships, or can be caused by accepting inappropriate gifts and invitations.

A conflict of interest exists when an Employee's duty to give undivided business loyalty to Kainjoo can be compromised by personal or undue influences, which will be exemplified further in this section. For example, such conflicts may arise from personal commitments, family ties, or other close personal relationships. In addition, financial interests or the acceptance of something of value, such as a gift, may also create the perception of or cause conflicts of interest.

When a potential conflict of interest is identified, the Employee must report that activity to the Global Compliance Officer, who will involve other functions as appropriate, which may include the following:

- Ethics;
- Legal;
- Internal Audit;
- Risk and Controls;
- Human Resources; and
- Corporate Secretary.

## 5. Loyalty to Kainjoo

No Employee should be subject to or even appear to be subject to influences, interests or relationships that conflict with the best interests of Kainjoo. This means avoiding any activity that might compromise or appear to compromise Kainjoo or the Employee or bring embarrassment to or adversely affect the reputation of Kainjoo or the Employee.

### 5.1. Second-Job Employment

You must not work in a second job or other activities as they may conflict with your role at Kainjoo or interfere with your ability to perform your function.

All second-job employment will be subject to prior approval by your manager in conjunction with Human Resources. In addition, when such a second job engagement involves acting as a consultant or agent for a Kainjoo customer, supplier, or competitor, it must also be approved by the Global Compliance Officer.

### 5.2. Business Opportunities

It would be best if you did not take advantage of an opportunity for personal gain that might fall within Kainjoo's business purpose and practice. For example, you must not sell your services or products or those of another person or firm if Kainjoo offers similar services or products.

### 5.3. Personal or Family Business with Kainjoo

You must not conduct Kainjoo business with family members or with a company in which family members have an interest. In addition, you must not sell goods or services to Kainjoo beyond the stated or implied scope of your employment. You must consult with the Global Compliance Officer for questions or to obtain approvals for exceptions.

### 5.4. Boards of Directors and Advisory Boards of Other Companies

You must not become officers or members of the Board of Directors or an Advisory Board of other companies, no matter their size or nature of business, without the prior approval of the Global Compliance Officer.

In principle, Kainjoo supports and will positively consider any request for approval regarding a non-paid position as an officer or member of the Board of Directors or a member of an Advisory Board of not-for-profit or trade-related companies (such as healthcare-related, accounting, engineering, and similar).

Generally, Kainjoo will only approve for-profit companies (excluding trade-related companies) if there is a compelling business reason. An Employee can only hold one position with a for-profit company (excluding trade-related companies).

Suppose approval is obtained for a position as an officer or member of the Board of Directors or an Advisory Board of a for-profit or not-for-profit company (excluding trade-related companies). In that case, all work must be performed outside the Employee's regular working hours or using the Employee's vacation days. On the other hand, suppose approval is obtained for a position as an officer or member of the Board of Directors or an Advisory Board of a trade-related company. In that case, work may be performed during the Employee's regular working hours.

#### 5.5. Direct or Indirect Interest in Suppliers, Customers and Competitors

No Employee may have any direct or indirect interest in any organisation seeking to do or currently doing business with Kainjoo or a competitor of Kainjoo. This means, for example, that no Employee may invest in or own shares of a Kainjoo competitor, supplier or customer. As an exception to this rule, an Employee may own shares in privately held companies.

Up to a total value of EUR 10,000 or equivalent in other currencies. As for publicly traded companies, the amount cannot exceed one per cent of the shares. You must obtain prior approval from the Global Compliance Officer for any exceptions. If you own shares because of previous employment with any of the above, you must disclose this information as soon as possible. In this case, you will not be required to divest shares obtained before employment with Kainjoo.

#### 5.6. Disclosure of Interests

As a Kainjoo Employee, you must disclose any actual, potential, real or apparent conflict of interest as described in any of the sections of this

chapter (4. Conflicts of Interest) to your direct manager and HR business partner (if affecting your employment contract) as well as to submit it to Global Compliance via Email to [globalcompliance@kainjoo.com](mailto:globalcompliance@kainjoo.com), for review and approval. Some potential or apparent conflicts may be accepted if they do not materialise.

However, actual conflicts of interest require resolution; if not, Kainjoo shall address them and may remedy the issue with the necessary corrective and disciplinary actions.

## 6. Workplace Responsibilities

Everyone at Kainjoo is entitled to fair and respectful treatment. Kainjoo ensures that every team member is treated fairly, respectfully and equally at work. Any form of discrimination, harassment or abuse is prohibited and will be sanctioned accordingly.

When engaging with business partners, members or any other third parties, you must ensure that such relationships are characterised by the values expressed in the Kainjoo Philosophy, such as mutual respect, fairness, support and professionalism.

### 6.1. Labour Practices

Kainjoo complies with all local human rights laws in all its business countries. Further, Kainjoo prohibits the use of forced and child labour.

### 6.2. Diversity, Fairness, Respect and Equal Employment Opportunities

At Kainjoo, we encourage our leaders to embrace diversity and demonstrate our respect for diversity and cultural differences in our daily operations. Kainjoo is committed to providing equal opportunities to all individuals, regardless of race, ethnicity, religion, disability, age, gender identity, or sexual orientation. We strive to maintain an inclusive and fair workplace that fosters respect for all our employees, customers, and business partners. All Employees are treated fairly regarding promotion, training, hiring, compensation, and termination. Any disrespectful or abusive behaviour, threats, harassment, bullying, intimidation, or acts of violence are prohibited. You must not engage in or tolerate any conduct related to discrimination, harassment or abuse and report any suspected violations. If you are unwilling to address these issues with your manager or Human Resources, you can make an anonymous report to the Kainjoo Alert Line.

### 6.3. Safe and Healthy Workplace

The health and safety of all Employees are of utmost importance to Kainjoo. You must act responsibly to protect and preserve a healthy and safe workplace for everyone. This requires working reasonably and safely, as well as knowing how to use and maintain the necessary equipment to perform duties effectively. Additionally, you must be familiar with the applicable health and safety regulations for your site or area, including emergency response plans. All environmental, health and safety issues, including unsafe conditions, accidents, work-related injuries and illnesses, must immediately be reported to your local Environment, Health and Safety (EHS) representative.

#### 6.4. Freedom of Association

Kainjoo respects the Employees' rights to join an association and to be part of collective groups. Accordingly, employees are free to form their opinion and express their political views without retaliation or discrimination in the workplace – provided that this does not interfere with the Employee's ability to fulfil job-related responsibilities or if it is done in a disrespectful manner, which would represent a violation of the provisions of this Code of Conduct.

## 7. Protecting Company Assets

### 7.1. Care and Proper Use of the Company's Assets

It would be best to protect Kainjoo's assets against threats such as damage, misuse, loss or theft. This includes tangible and intangible property, reputation, as well as financial aid.

### 7.2. Proper Use of Information Systems, Email, and Social Media

Unless otherwise specified, the internet, email and other applications are provided for business purposes. All business communication, both internally and with external third parties, must be conducted using Kainjoo's approved electronic communications and email accounts. In sending and receiving electronic communications and attachments, you must apply the same standards of care as used in hard-copy communications. You must not abuse Kainjoo's IT systems, internet access, email accounts, or any other information and communication media to create, send, search for, download, display, or receive illegal, inappropriate, offensive, disruptive, or discriminatory material.

As permitted by applicable laws, Kainjoo may monitor the use of Kainjoo's IT Systems, property and communication devices to address specific needs and has the right to revoke privileges as it deems appropriate to protect the organisation and its interests.

All Kainjoo property and equipment, including all information stored on them, must be returned upon termination of employment.

### 7.3. Protecting Kainjoo Information

Sensitive or confidential Kainjoo information relates to non-public ideas, strategies and other business information and must be protected as intellectual property. Employees must not use Kainjoo information for personal gain or to take advantage of any opportunity that arises during their work for Kainjoo.

No Employee may give or make any sensitive or confidential Kainjoo information to any third party without proper authorisation under

confidentiality agreements. Similarly, Kainjoo is also responsible for protecting the personal information of customers, suppliers and other business partners.

## 7.4. Financial Integrity

### **7.4.1. True and Accurate Communications, Business Records and Public Reporting**

Timely, complete, and honest financial and non-financial information recording is essential for Kainjoo. You must be truthful and accurate in all communications with one another, our customers, internal and external auditors, government agencies and third parties. You must not falsify or forge any business records. Records must be prepared with integrity so that no information is incorrectly withheld, incomplete, or misleading. Discrepancies in documents must be resolved with appropriate corrections and made transparent to those who need to be informed of such modifications.

### **7.4.2. Insider Trading**

Insider trading relates to purchasing or selling a company's shares while in possession of material non-public information liable to influence the value of those shares.

These rules apply to the shares of any third party with which Kainjoo is in dispute or negotiations, including potential acquisitions. You must not buy shares directly or indirectly, nor pass along material, non-public information, including tips or rumours about any company, to anyone who may trade shares whilst aware of such information.

## 7.5. Sustainability – Corporate Social Responsibility (CSR)

At Kainjoo, we want to go beyond manufacturing and sell our products. We strive to be good citizens and have a positive impact on people and the environment.

Corporate Social Responsibility has been a part of Kainjoo for many years.



Kainjoo's approach to CSR is born out of the Kainjoo Philosophy and drives our focus on our four CSR "pillars":

- People
- Profit
- Planet

## 8. Compliance with this Code of Conduct

### 8.1. Government Inspections and Requests.

You must create a positive and cooperative environment for inspectors throughout the process. You may not make false or misleading statements to any government official when complying with a request for access to Kainjoo's premises or responding to an inquiry, subpoena, or other legal documents. In some jurisdictions, making false or misleading statements during an inspection can result in individual penalties.

### 8.2. Violation of this Code of Conduct

Kainjoo reserves the right to take all appropriate legal actions against Employees concerning violations of this Code of Conduct, including immediate termination of the contract without compensation and a reservation of the right to any other remedies at law.

Besides a direct violation, a breach of this Code of Conduct is also committed if:

- Someone ignores, tolerates or fails to correct misconduct;
- Someone withholds essential information in the event of a potential violation of this Code of Conduct upon explicit request;
- Someone knowingly makes baseless, untruthful reports or intentionally raises false allegations.

### 8.3. Acting Indirectly

A team member who tries to or does take actions prohibited by this Code of Conduct indirectly through any instrumentality, e.g. a friend or family member, will be subject to disciplinary action up to and including termination.

### 8.4. How to Raise Questions

Suppose you have questions regarding interpreting this Code of Conduct. In that case, you are invited to submit the question to your Compliance Champion, who will involve other relevant departments as needed,

depending on the subject matter. Alternatively, contact the Global Compliance Officer using the contact details listed at the end of this Code.

### 8.5. Reporting Potential Violations

You must notify Kainjoo as soon as possible if you become aware of any potential violations of this document or the law or if you believe that you have been requested to engage in conduct that violates this Code of Conduct is to be considered unethical.

### 8.6. Obligation to Report

The obligation to report misconduct that has occurred or that you perceive may be happening may be satisfied by contacting one of the following resources by phone, email or by sending a letter marked “Personal & Confidential” to:

- Your line manager
- Your Compliance Champion
- Your Vice President or Senior Vice President
- Any member of the Human Resources department
- The Group General Counsel or any member of the Legal department
- The Ethics Coordinator or any member of the Ethics Office
- The Global Compliance Officer and any Compliance team member
- The Kainjoo Alert Line

Relevant information and instructions for using the Alert Line phone service are available throughout Kainjoo’s premises, wherever you are in the world, and on our Intranet.

### 8.7. Anonymity and Confidentiality

Although you are encouraged to identify yourself, you may remain anonymous when using the Kainjoo Alert Line service. However, local laws in some countries discourage or prohibit anonymous reporting or restrict the scope of subjects that may be reported, particularly concerns related to finance, auditing, accounting, banking, anti-bribery, and related matters. Therefore, all information submitted to the Kainjoo Alert Line will be

treated as confidential and shared only with those who need to know to answer your question or investigate the matter.

#### **8.7.1. Kainjoo's Response to Reports of Potential Violations**

Kainjoo will promptly and appropriately investigate all potential reported violations with the highest degree of confidentiality possible. If Kainjoo determines, after investigation, that a violation has occurred, it will take action it believes is appropriate and required by law.

This could include disciplinary actions against or the prosecution of the parties involved. Disciplinary action will vary depending on the circumstances but may range from counselling to contractual termination. The company investigates all allegations and takes decisive action, even though this may not be evident to others in the organisation.

#### **8.7.2. Non-Retaliation Policy**

Kainjoo will not engage in or tolerate any retaliation against a team member who has reported a potential violation under this Code of Conduct or cooperated with an investigation into reported misconduct in good faith. However, filing a report that the Employee knows or should know to be false is prohibited and subjects that Employee to appropriate discipline, which could include termination.

## 9. Signatures

Thank you

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