



*Str. Burebista, 23, MD-2032,
Chișinău, Republica Moldova
tel: (373-22) 782-855, 405-379*

**LIMITED LIABILITY COMPANY
«DITA ESTFARM»**

ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

1. GENERAL PROVISIONS

1.1. This Anti-Corruption Policy (hereinafter referred to as the “Policy”) represents the fundamental document of «Dita EstFarm» SRL (hereinafter referred to as the “Company”), which establishes the main principles and requirements aimed at preventing corruption and ensuring compliance by the Company with the applicable anti-corruption legislation.

1.2. This Policy applies to all persons working for or on behalf of us, at all levels, including management personnel, directors, employees (whether permanent, fixed-term or temporary), consultants, contractors, interns, seconded personnel, casual workers and temporary staff, third-party service providers, agents, sponsors, or any other persons associated with us, wherever they may be located (collectively referred to as “Personnel” in this Policy).

1.3. The Policy has been developed in accordance with the legislation of the Republic of Moldova regarding integrity, the Company’s charter and other internal acts, taking into account the generally recognized principles and rules of international law and international treaties.

1.4. The Policy has been formulated taking into account the fact that, under the above-mentioned legal provisions, corruption in the Republic of Moldova represents the illegitimate use of a position for private interests. Such misuse of a position may occur within public or private entities, directly by the holder of the position or through intermediaries, with the private interest of the position holder or other persons being pursued.

2. PURPOSES OF THE POLICY

2.1. The Policy reflects the Company’s and its management’s commitment to adopting high ethical standards and the principles of transparent and honest business conduct, including the Company’s pursuit of best corporate governance practices and maintaining the Company’s business reputation at an appropriate level.

2.2. All Company employees must be guided by this Policy and strictly comply with its principles and requirements.

2.3. The principles and requirements of this Policy apply to counterparties in transactions, as well as to the Company’s representatives and other persons in cases where the respective obligations are established in agreements with such persons, in their internal documents, or arise from legal provisions.

3. APPLICABLE ANTI-CORRUPTION LEGISLATION

3.1. The Company and all its employees are required to comply with the provisions of the anti-corruption legislation of the Republic of Moldova, established, including, in the Criminal Code of the Republic of Moldova, the Contravention Code of the Republic of Moldova, and other regulatory acts, including:

- The OECD Anti-Bribery Convention;
- The United Nations Convention against Corruption;

- The United States Foreign Corrupt Practices Act (FCPA);
- The United Kingdom Bribery Act.

3.2. All Company employees are prohibited, directly or indirectly, personally or through third parties, from engaging in acts of corruption, offering, transferring, promising, requesting, or receiving bribes, or making facilitation payments for the simplification of administrative, bureaucratic, or other procedures in any form, including in the form of monetary funds, assets, services, or other benefits, to any individuals or legal entities with the intention of unlawfully influencing the conduct of such individuals or legal entities or any of their employees. In ensuring compliance with this standard within the Company's activities, due consideration shall be given by healthcare and public administration professionals to any persons and from any persons or organizations, including commercial organizations, public authorities and self-government bodies, state officials, employees of private companies, and their representatives.

3.3. State officials include all persons holding public positions and employees of state institutions, including local, regional, and national authorities, agencies, and state-owned or state-controlled enterprises. This category includes all persons holding official positions, physicians, and other healthcare professionals employed in public hospitals, as well as officials of political parties or international public organizations.

3.4. Healthcare professionals include all representatives of medical, dental, and pharmaceutical professions, including nurses, as well as all persons who, within their professional activities, may prescribe, recommend, purchase, supply, or provide pharmaceutical products, including general practitioners, dentists, pharmacologists, nurses, healthcare instructors and consultants, laboratory employees, and administrative personnel of healthcare institutions.

3.5. Material benefits mean tangible or intangible assets, movable or immovable property obtained by any means, including legal acts or other documents confirming rights thereto. Improper benefits include services, privileges, advantages, exemptions from obligations, and other benefits that unlawfully improve a person's position compared to the position they held before committing an act of corruption or corrupt conduct.

3.6. The Company and its employees shall comply with anti-corruption laws, principles, and standards of international law, as well as with the provisions of international agreements to which the Republic of Moldova is a party. In accordance with this Policy, nothing of value may be offered or provided to any state official or healthcare professional in exchange for prescribing, recommending, supplying, approving, or dispensing any products, or in exchange for an obligation to continue such prescribing, recommending, supplying, approving, or dispensing activities. At the same time, Company employees shall not request or accept anything of value from any person, under any circumstances and at any time.

3.7. All Company employees shall maintain high ethical standards and demonstrate honesty in their interactions with healthcare professionals and state representatives when entering into any relationships related to state healthcare programs. Such relationships include providing, to the extent possible, complete and accurate information requested by healthcare professionals and state institutions.

4. INTERACTION WITH EMPLOYEES

4.1. The Company requires its employees to comply with the provisions of this Policy by informing them about the key principles, requirements, and applicable sanctions for violations, and by including such obligations in the job descriptions of its employees.

4.2. In order to establish an appropriate level of anti-corruption culture, new employees shall undergo an introductory training course covering the provisions of this Policy and related documents, while periodic information seminars shall be organized for existing employees.

4.3. The Company conducts training courses for employees holding positions with a high probability of corruption risks or who are involved in specific anti-corruption procedures. The purpose of such training is to ensure knowledge of the methods and skills required for the practical application of the anti-corruption policy and procedures.

5. MAINTENANCE OF REGISTERS AND ACCOUNTING RECORDS

5.1. All financial transactions shall be accurately recorded in the Company's accounting records, with a sufficient level of detail, properly documented, and available for verification.

5.2. The Company shall designate responsible employees for the preparation and submission of accounting reports in a complete and accurate manner, within the timeframes established by applicable legislation.

6. REPORTING OF CONCERNS

Any employee or any other person who has any doubts regarding the legality or compliance of their own actions with the purposes, principles, and requirements of the Policy, including actions, omissions, or proposals made by other employees, counterparties, or other persons interacting with the Company, may report such facts to the Company or their immediate supervisors.

7. DISCLAIMER OF RETALIATORY MEASURES AND SANCTIONS

The Company declares that no employee shall be subject to sanctions (including dismissal, demotion, or deprivation of bonuses) for reporting any suspected act of corruption, for refusing to give or accept a bribe, to commit an act of commercial corruption, or to act as an intermediary in a bribery-related act.

8. LIABILITY FOR NON-COMPLIANCE (IMPROPER COMPLIANCE) WITH THIS POLICY

8.1. Violation of the provisions of this Policy and applicable legislation may have consequences for the Company and its employees, including criminal prosecution, imposition of civil fines, and restrictions on business activities involving certain legal entities and organizations.

8.2. Since the Company may be subject to criminal liability under the applicable legislation of the Republic of Moldova for the involvement of its employees in acts of corruption, in each reasonably justified case of suspected corruption or each established case of corruption, internal investigations shall be initiated, where necessary, within the limits permitted by applicable legislation.

8.3. Persons found guilty of violating the provisions of this Policy shall be subject to disciplinary, administrative, civil, or criminal liability at the initiative of the Company, law enforcement authorities, or other persons, in accordance with the procedure and based on the facts provided for by the applicable legislation of the Republic of Moldova, the Company's Articles of Association, internal regulatory acts, and employment contracts.