

Compliance Framework (Code of Ethics & Conduct)



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Introduction

This Code of Ethics & Conduct

contains Abacus Medicine’s general policies regarding Code of Ethics hereunder our policies regarding Anti-Corruption and Conflict of interest, Trade Sanctions, and Trade Secrets. Further, the Code of Ethics & Conduct contains policies regarding Human Rights, Data and IT-Security, and Working Environment.

The policies introduced under the table of contents all apply to Abacus Medicine Group (referred to as “Abacus Medicine”), its subsidiaries, affiliates, and branches including Pluripharm Groep B.V., all employees and board members of Abacus Medicine, regardless of permanent or temporary employment or volunteering.

All employees and representatives are obliged to familiarise themselves with the this Code of Ethics and Conduct and respect the principles stipulated therein. All employees and representatives are obliged to report any evidence or suspicion of breach of the Policies to their immediate manager, the Legal Department or anonymously through the Company’s Whistleblowing Scheme.

It is the responsibility of each manager to ensure that the Code of Ethics & Conduct is understood and followed by all employees and representatives within his/her respective area of responsibility. Managers and employees are advised to revisit the Code of Ethics & Conduct together at least once every year.

This Code of Ethics & Conduct is available on Access, the company intranet, to ensure that it is available to all

employees. Abacus Medicine will notify employees of any changes or updates and provide them with the necessary training and ways to seek advice and report concerns anonymously.

The Code of Ethics & Conduct is an annex to all new contracts of employment and is introduced to all new employees as part of the onboarding program.

If an employee or representative violates the Policies, it may lead to disciplinary measures and/or termination of his/her employment with Abacus Medicine or position as representative of the Abacus Medicine Group.

You are always welcome to bring your questions directly to the Legal Department or have your manager pass on the questions on your behalf.

Concerns can be reported in the following ways:

- Bringing the concern to the attention of you manager who will be responsible for reporting such concern to the Legal Department.
- Contact the Legal Department directly; or

- If you feel that it is necessary to report a concern anonymously, you may always use the Company Whistleblowing Scheme which you can access here <https://abacusmedicine.whistleblownetwork.net>.

Overall definitions:

“Employee(s)”/“Representative(s)” shall mean all employees, consultants, contractors, agents, distributors, joint venture partners, or other business associates retained by the Abacus Medicine Group who interact on behalf of the Abacus Medicine Group.

“Applicable Law”/“Codes” shall mean the the Danish Penal Code, the German Criminal Code, the United Kingdom Modern Slavery Act 2015, the United Kingdom Bribery Act 2010, the Hungarian Penal Code (Act. No. C of 2012, clause 290-300/A), the U.S. Foreign Corrupt Practices Act, the French Law Sapin-II, the Dutch Penal Code and any other applicable anti-bribery and anti-corruption law, including the international, regional, national, and local law, regulations, competent authorities’ decisions and guidelines, and industry codes governing an activity or interaction that the Abacus Medicine Group is involved in.

Purpose and values

Purpose

Abacus Medicine is a distributor of original medicine, medical devices, generics and other related services within the pharmaceutical industry. We operate in a life-critical business where trust is non-negotiable. [Our success relies on the confidence our stakeholders have in us, and each and every one of us has a critical role in building and maintaining this trust.](#)

At Abacus Medicine, we are innovative, dedicated, and we care. We improve global healthcare through better access to medicines.

We hold all the relevant licenses to buy and sell medicines throughout the EU and increasingly across the globe. Our business is built on a comprehensive, validated quality system throughout the entire supply chain.

We recognize that our responsibilities may extend even beyond the letter of the law. We wish to be recognized as a company that acts in a fair and ethical manner.

The Code of Ethics & Conduct defines how we want to conduct our business in relation to society as a whole, to our customers and business partners, and to our fellow colleagues. It sets the standards for how we conduct ourselves on a daily basis.

Not every situation that may arise is covered by the code. Guidance in uncertain situations can often be found in internal SOPs, policies and rules, but not always. In situations of uncertainty, we take pride in asking managers or relevant specialists for advice.

Economic growth and opportunities

Throughout its existence, Abacus Medicine has achieved significant growth while remaining profitable. This allows us to pay taxes and provide more than one thousand jobs with attractive remuneration, thus securing livelihoods for families in several countries. We are happy to fulfil our tax obligations and have a formulated Transfer Price Policy to ensure we pay our share of the taxes, fairly and equitably, in the geographies where we operate.

We have job opportunities for people of all levels of education and skill, including people with disabilities. We provide internal training and support for necessary education.

As an employer, we are proud of our tradition of hiring young people and empowering them from the onset. We offer a working environment where talented people can challenge themselves and grow, and this makes Abacus Medicine able to regularly attract candidates from the leading institutions of higher education.

Values in Action: Active in the battle against counterfeit medicines:

Falsified and counterfeit medicines are a serious and unfortunately increasing problem. Abacus Medicine is an active participant in the fight against these falsified and counterfeit pharmaceutical products.

- We have developed and implemented our own risk based approach, combining internal controls with regular audits of suppliers and transporters.
- We conduct tailor-made training programs with selected suppliers to bolster the first line of defence. We train employees at our suppliers in techniques to screen and ultimately reject suspicious products before they enter our supply chain.
- In line with the rest of pharma industry, we have invested considerable resources in implementing the EU’s Falsified Medicines Directive, which has been in force since February 2019.

Our Purpose

At Abacus Medicine, we are innovative, dedicated, and we care. We improve global healthcare through better access to medicine.



External Relations, Authorities and Audits:

- a. As a distributor of pharmaceutical products, Abacus Medicine is subject to strict regulation and we are regularly inspected by authorities and business partners. We carry out detailed quality assurance, and we always welcome and collaborate in audits to show authorities and business partners how we are in compliance with the rules.
- b. We maintain positive working relations with regulators and policy makers. We regularly serve as a well-informed conversation partner regarding the market conditions shaping our industry.

Supplier Relations:

- a. We work with a large number of suppliers - more than 250 for medicines alone. Our suppliers are vital to our business, just as Abacus Medicine is vital to the business of many of our suppliers.
- b. A Supplier Code of Conduct will be implemented during 2021 and 2022, which shall ensure that our suppliers not only live up to our quality standards but that they also conduct their business in an ethical manner, treat their employees well and support the environment.
- c. We seek loyal, long-term partnerships with our business partners. We believe in the principle of growing together, and we will do our utmost to offer a steady, continuous order flow in a market where prices may fluctuate.

Customer Relations:

- a. Customer relations hold a unique position in the parallel distribution industry where demand always exceeds supply. At Abacus Medicine, we seek to be not just a supplier of products, but a business partner for long-term growth.
- b. We value a high level of openness and transparency in discussions with our customers. Because we operate in multiple European countries, we are often able to offer our customers a wider perspective with insights and best practices from other markets.

Compliance with laws and regulations

Abacus Medicine is a young company with a young workforce and we value an entrepreneurial mindset and the courage to do things differently. This ethos, however, is never in conflict with our dedication to quality and compliance.

At Abacus Medicine, we are subject to the strict regulations of the pharmaceutical supply chain. We welcome this and work with the highest level of quality assurance throughout our processes.

We are serious about confidentiality and we protect sensitive information about employees, job applicants, business agreements and business partners. We expect all employees to keep a high level of confidentiality.

Basis of the Code of Ethics & Conduct
The Code of Ethics & Conduct reflects the relevant legal requirements and internationally agreed upon standards, including but not limited to the UN Sustainable Development Goals and the ten principles of the United Nations' Global Compact that spring from international agreements: the UN's Universal Declaration of Human Rights, the International Labour Organization's Conventions, the UK Bribery Act 2010, the UK Modern Slavery Act 2015, the French Law Sapin-II, the US FCPA, and the UN Convention against Corruption.

Ethics questions to consider when in doubt
If an employee has doubts if a decision is a good idea, they must consider the questions below and eventually consult their team leader:

- a. Is it in compliance with statutory law?
- b. Does it feel right?
- c. Is it against Abacus Medicine's standards or rules?
- d. Is there a risk of a negative impact on you or Abacus Medicine?
- e. Could anyone else be affected by this (employees in Abacus Medicine, customers, suppliers, etc.)?
- f. Would you be embarrassed if anyone else knew that you took this course of action?
- g. Is there an alternative action that does not pose an ethical conflict?
- h. What would a reasonable person think?
- i. What would it look like in the media

Violation of the Code
In Abacus Medicine we follow our values and our Code of Ethics & Conduct. Appropriate actions are taken against employees who violate the Code, other internal rules, or Applicable Law. Breaches may result in, for example, reprimands and warnings, and in severe cases, dismissal.

Monitoring
Abacus Medicine expects all its employees to respect and familiarize themselves with the Code of Ethics & Conduct and to do their utmost to achieve its standards.

Reporting of incidents violating the Code of Ethics & Conduct
You may report any potential breaches or violations of the law and serious violations of internal company policies and procedures including this Code of Ethics & Conduct using our Whistleblower Scheme which can be accessed through the following link: <https://abacusmedicine.whistleblower-network.net>

Approved by the Board of Directors on 12 November 2021.



Sustainability Policy

Purpose

As our company grows, so does our societal impact. We recognize our obligation to our stakeholders and to the wider society.

The Sustainability Policy of Abacus Medicine is rooted in the 17 UN Sustainable Development Goals with an emphasis on goal #3: Good Health and Well-being.

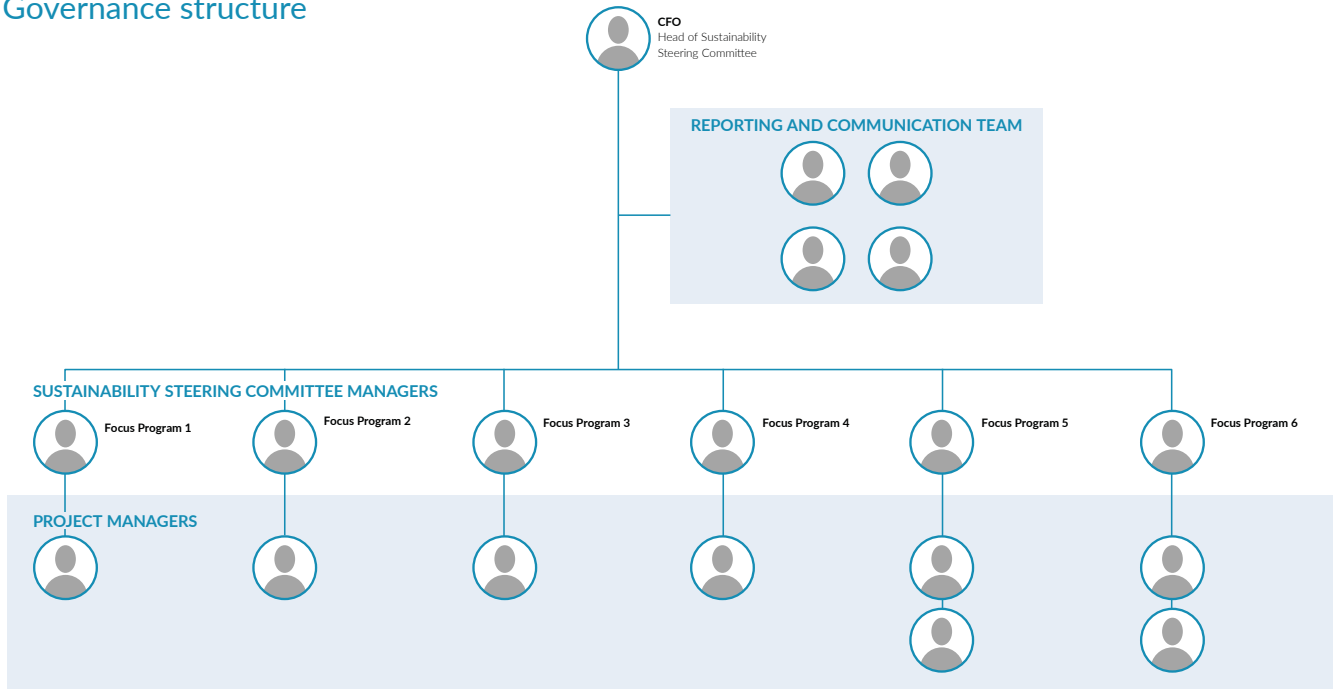
We insist on a close link between our core business and our sustainability efforts, and we are firmly committed to the concept of materiality. We want to do better, where it really matters.

This policy outlines the key concepts and the accompanying Governance structure of sustainability in Abacus Medicine.

These general guidelines are subsequently adapted into specific goals and action plans reflecting the actual business practices of Abacus Medicine.

We report on our progress regularly and publish an annual Sustainability Report on www.abacusmedicine.com

Governance structure



Governance structure

Sustainability in Abacus Medicine is organized to connect strategy with daily operations. Senior managers hold the responsibility for the overall progress while the daily operation of Focus Programs is delegated to the relevant line functions.

Each focus program has specific goals and a separate action plan. The number of focus programs may change from year to year.

Sustainability Steering Committee (SSC)

The Sustainability Steering Committee consists of a number of senior managers and sets the overall strategic direction for our work with sustainability. The Chief Financial Officer (CFO) is Head of the Sustainability Steering Committee and responsible for communications with the Board of Directors.

Reporting and Communication Team

The Reporting and Communication Team is responsible for internal and external communication and reporting of everything relatable to the work and functioning of the Sustainability Steering Committee.

SSC Managers

The SSC Managers will in collaboration divide focus programs among themselves in relation to where the relevant skills and knowledge lie. SSC Managers are responsible for the functioning of their assigned focus program(s) as well as the overall results or lack hereof.

Project Managers

SSC Managers appoint an associate within the company to lead the daily operations of the focus program in question. This person will function as the Project Manager for a focus program and be responsible for the actual execution of the program. A close dialogue with the SSC Manager is kept throughout the year to ensure continuous results.

Approved by the Board of Directors on 12 November 2021.

If you wish to explore the specific sustainability contributions of Abacus Medicine, please see our annual Sustainability Report which can be found on the Abacus Medicine website.

Among the 17 Sustainable Development Goals, we consider three as particularly relevant to Abacus Medicine:

3 GOOD HEALTH AND WELL-BEING

Goal #3: Good Health and Well-being, including:

Target 3.8: "Achieve universal health coverage (UHC), including financial risk protection, access to quality essential health care services, and access to safe, effective, quality, and affordable essential medicines and vaccines for all"

8 DECENT WORK AND ECONOMIC GROWTH

Goal #8: Decent Work and Economic Growth, including:

Target 8.5: "by 2030 achieve full and productive employment and decent work for all women and men, including for young people and persons with disabilities, and equal pay for work of equal value"

12 RESPONSIBLE CONSUMPTION AND PRODUCTION

Goal #12: Responsible production and consumption, including:

Target 12.5: "by 2030, substantially reduce waste generation through prevention, reduction, recycling and reuse"

Target 12.6: "encourage companies, especially large and transnational companies, to adopt sustainable practices and to integrate sustainability information into their reporting cycle"



Whistleblower Policy

Abacus Medicine has established a Whistleblower Scheme in order to allow reporting of potential violations of laws and serious violations of internal policies and procedures. The Whistleblower Scheme has been effective since 10.10.2018, and is regularly updated to comply with any legal adjustments.

Purpose

This Whistleblower Scheme is not intended to replace, limit, or supersede the existing internal communication paths of Abacus Medicine. It serves as an alternative to the ordinary reporting of potential irregularities to Abacus Medicine's management or Board of Directors.

It is the intention that reporting can be made about concerns regarding serious issues and/or related acts or omissions made by partners or employees of Abacus Medicine, members of the management, or others related to Abacus Medicine.

Reporting under this Whistleblower Policy is voluntary and can be done on an anonymous basis.

Types of concerns that may be reported

The types of concerns that may be raised under this Whistleblower Policy are serious and sensitive concerns that could have an adverse impact on the operations and performance of Abacus Medicine's business, employees, and other people interacting with the company. Such concerns include, without limitation, concerns regarding:

- a. Money laundering, bribery or corruption;
- b. Fraud (e.g. financial fraud, document fraud, or embezzlement)
- c. Serious violations of the internal policies and procedures;

- d. Breaches of European Union law;
- e. Financing of terrorism;
- f. Any violation of law, this Code of Ethics & Conduct or any other material concern; or
- g. The life or health of individuals, major deficiencies as regards security in the workplace and serious forms of discrimination or harassment or other irregularities of a general or operational nature, such as serious endangerments concerning the vital interests of Abacus Medicine;

Who can report?

All past and present employees and partners of the Abacus Medicine Group, including all subsidiaries, can report concerns under this Whistleblower Policy.

Anonymity

To ensure a Whistleblower's anonymity, the Whistleblowing Scheme, and all the structures under the Whistleblowing Scheme, are set up to support and safeguard anonymous reporting and allow a Whistleblower to remain anonymous throughout the process. The IT platform scheme for Whistleblowing reporting has multiple controls to ensure anonymity and protection of confidentiality.

How to report

In order to facilitate a confidential channel to raise concerns under this Whistleblower Policy, the person intending to report a concern (the "Whistleblower") is to report it via the Whistleblower Portal.

- Link to the Whistleblower Portal: <https://abacusmedicine.whistleblownetwork.net>
- In order to stay anonymous and avoid tracking from the website when reporting, the URL below must be copied into a new browser window.

The Whistleblower may make the reporting anonymously and the reporting should preferably be made in English.

When an incident has been reported through the Whistleblower Portal a member of the Whistleblower Committee will be notified of the reported concern. If the Whistleblower wishes to make an anonymous report, the identity of the Whistleblower will be kept strictly confidential and will not be disclosed to the Whistleblowing

Committee. In case the concern relates to the Whistleblower Committee, the Whistleblower Portal will instead notify another non-involved member of the Whistleblower Committee of Abacus Medicine, who shall in that case act as the Whistleblowing Supervisor.

Investigation

Care is taken during investigations of the Whistleblowing Reports to ensure that all concerns are examined thoroughly, on a case-by-case basis, and within an appropriate timeframe.

For the purpose of conducting the investigation, the notified member of the Whistleblower Committee shall notify the other members of the Investigation Council, consisting of the members of the Whistleblower Committee and Abacus Medicines' Chairman of the Board, CEO and CLO.

If the concern is deemed bona fide and within the purpose of this Whistleblower Policy an investigation of the concern must be conducted and all necessary action and preventive measures must be taken. A written report outlining the results of the investigation and the measures taken will be sent to the members of the Board of Directors.

Notification of parties involved

As soon as reasonably possible, the person(s) whose behaviour has been reported shall be notified of the main object of the reported concern to allow that person to present objections. However, such notification may be delayed as long, as there is a substantial risk that such notification will jeopardise the investigation or have a detrimental effect on any future measures or actions which may be necessary to implement as a result thereof.

If possible and appropriate, the notified member of the Whistleblowing Committee shall inform the Whistleblower of whether the concern has been disregarded, or whether it will be subject to further investigation.

All reported concerns are summarized to the Board of Directors following their completion.

No retaliation

All Whistleblowers are protected from any kind of retaliation or discriminatory or disciplinary action which causes or may cause unjustified detriment to the reporting person, including but not limited to discharge, demotion, suspension, threats, reduction in wages, intimidation, coercion, unfair treatment or any other kind of harassment. Any such retaliation against a Whistleblower or a Reported Person is considered a serious breach of this Whistleblower Policy. However, such protection shall not apply if the Whistleblower maliciously makes demonstrably false allegation.

Deletion of Whistleblower reports

Subject to other requirements under local law, the collected information will be deleted:

- a. immediately, if the report is beyond the purpose of the Whistleblowing Policy or should prove unfounded or if no internal action is made in relation to the concern;
- b. right after the closing of the case by the authorities, if a report is filed with the police or other relevant authorities;
- c. two (2) months after the investigation has been completed, if no further action is taken; or
- d. at the latest, five (5) years after the time of the employee's departure, if disciplinary sanctions are made towards the reported employee on the basis of the collected information, or other reasons for it being factual and necessary to continue storing the information. The collected information will be stored in the personnel folder in question.

Approved by the Board of Directors on 31 August 2021.

Ethics Code

Anti-Corruption and Conflict of Interest Policy

Purpose
Abacus Medicine is a globally operating group. Employees and representatives of the Abacus Medicine are in contact with numerous other stakeholders, e.g. other commercial companies, authorities, hospitals, suppliers, customers, service providers, patients, and counterparties all over the world.

This Anti-Corruption and Conflict of Interest Policy apply to all employees and representatives of the Abacus Medicine Group. The purpose of this Policy is to ensure and support behaviour and work ethics characterised by the highest standards of personal and organisational integrity, both internally

and externally, with Abacus Medicine's many different partners. Violations of Applicable Law may have significant adverse effects on the Abacus Medicine and any employees and representatives involved, including criminal liability. This Policy provides guidance to employees and representatives on their required conduct when confronted with corruption, corrupt practices or corrupt prepositions, and when working to prevent corruption.

What is corruption?
Corruption is characterised by the misuse of entrusted power for private gain. It affects everyone whose life, livelihood or happiness depends on

the integrity of people in a position of authority, it threatens the stability and security of societies, and it undermines democratic institutions and values.

Corruption includes the taking and giving of bribes as well as other types of active or passive corruption. Corruption is best known in the form of bribery, fraud, embezzlement or extortion. However, corruption does not exclusively involve money or gifts changing hands; it may also include provision of services to gain advantages, such as favourable treatment, special protection, extra services or quicker case processing.

Anti-Corruption and Conflict of Interest Principles:

1. We will not give or accept bribery in any form
2. We will not engage in extortion or any similar practices and neither will Abacus Medicine engage in negotiation with extortionists
3. We will not use deception, trickery or breach of confidence to gain unfair or dishonest advantages
4. We will not offer, give, solicit or receive directly or indirectly any gifts or other favors that may influence any decisions or judgements.
5. We will avoid any conflict – real or potential – between the employees' and the representatives' personal interests and the interests of Abacus Medicine.
6. We will report any evidence or suspicion of breach of this Anti-Corruption and Conflicts of Interest Policy to the Legal Department (legal@abacusmedicine.com) or through our Whistleblower Scheme (<https://abacusmedicine.whistleblownetwork.net>).



Bribery

"We will not give or accept bribery in any form."

Bribery is the act of offering, giving (active bribery), receiving, soliciting, or accepting (passive bribery) something of value with the purpose of influencing the action of a governmental official in the performance of his or her public or legal duties.

Bribery is illegal in almost all countries where Abacus Medicine operates. Bribes are considered a violation of the American Foreign Corrupt Practices Act and the UK Bribery Act, OECD Convention on combating Bribery and all acts are intended to apply globally. If you are approached with a request to pay a bribe, you must always:

- a. Reject paying the bribe and refer to the Abacus Medicine Compliance Framework, which does not allow bribes;
- b. Get the name of the official requiring the payment; and
- c. Report (without delay) the incident in writing to your immediate manager and the Legal Department (legal@abacusmedicine.com).

Facilitation payments are small payments made to secure or expedite the performance of a routine action by a third party (e.g. issuing licences or permits, delivering a package, processing goods through customs etc.) to which the payer (or Abacus Medicine) has legal or other entitlement. It

is prohibited to make facilitation payments by or on behalf of Abacus Medicine.

Extortion

"We will not engage in extortion or any similar practices and neither will Abacus Medicine engage in negotiation with extortionists."

Extortion is the practice of obtaining something, especially money, through force or threats. Extortion is a criminal offense and extortionists often claim that they offer "a protection" or service to the giver in return for the extorted things, e.g., blackmail (threats to reveal information).



Fraud

“We will not use deception, trickery or breach of confidence to gain an unfair or dishonest advantage.”

Fraud is the use of deception with the intention of obtaining an advantage (financially or otherwise), avoiding an obligation or causing loss to others. This involves being deliberately dishonest, misleading, engaging in deceitful behaviour, practising trickery, or acting under false pretence. Fraud is a criminal offense in Denmark and in most other countries.

Gifts and hospitality

“We will not offer, give, solicit or receive directly or indirectly any gifts or other favors that may influence any decisions or judgements.”

Public servants/officials: Giving or receiving gifts or hospitality to or from public servants or officials including personnel at public hospitals and pharmacies are

under no circumstances allowed for any employee of Abacus Medicine.

Any other business partners (not including public servants/officials): Gifts include, but are not limited to, cash or assets given as presents, and political or charitable donations. Hospitality includes, but is not limited to, meals, hotels, flights, entertainment, or sporting events.

As a main rule, we do not give or receive gifts to or from customers, business partners, or other stakeholders, as this may arise doubt about Abacus Medicine's impartiality. This also applies in relation to national and religious holidays and implies that we, in general, do not give Christmas gifts.

Gifts received from, for example business partners, will be shared in the team in a reasonable manner unless returned to the giver.

Reasonable personal gifts within normal practice in connection with receptions and social occasions such as work anniversaries, or retirement are acceptable.

Hospitality to or from customers, business partners, and other stakeholders are acceptable if they are appropriate, in line with our core values, predominantly professional character or reasonable and proportionate for the nature of the relationship.

When receiving gifts or hospitality, the employee shall consider:

1. The context of the gift/hospitality – a gift given to celebrate a deal with a customer or supplier is likely to be less controversial than a gift given to an official, which is illegal.
2. Whether the gift/hospitality is linked to the business, e.g., does it better present the business's products?
3. The nature of the benefits which may be secured
4. The value of the gifts.

Obligations for the employee

- Employees and representatives should not give or receive gifts or other advantages in connection with their work with Abacus Medicine. This prohibition does not include reasonable, conventional hospitality and modest, appropriate gifts on special occasions from suppliers or customers. Gifts and hospitality shall only be offered or received in observance of local conventions and Applicable Law and Codes, including all laws and regulations applicable to Abacus Medicine's interactions with healthcare professionals.
- Gifts or hospitality should never be offered or received, if they may make the recipient feel obliged - or appear to feel obliged - to make decisions favouring the provider of the gift or hospitality. Gifts of cash or cash-like items may never be offered or received.

Report of gifts/hospitality

When an employee has doubts whether gifts/hospitality are (i) in line with our core values, (ii) of predominantly professional character, or (iii) reasonable and proportionate for the nature of the relationship, the employee shall contact the line manager. The line manager shall hereafter consult the Legal Department (legal@abacusmedicine.com), in order to decide whether the gift/hospitality are appropriate. If such gifts/hospitality are appropriate the Legal Department will register the gifts/hospitality in a register to document that the gifts/hospitality have been approved.

Any gifts/hospitality of significant value must be reported to the Legal Department at legal@abacusmedicine.com so it can be recorded accordingly.

Conflict of interest

“We will avoid any conflict – real or potential – between the employees or representatives' personal interests and the interests of Abacus Medicine.”

Conflict of interest may arise from situations in which an employee or representative has a private interest that could potentially influence, or appear to influence, the impartial and objective performance of his or her duties as an employee or representative. Private interests include any advantages to oneself or one's family,

close relatives, friends, and persons or organisations which one has or has had business or political relations with. When faced with potential or actual conflict of interest, employees are required to promptly inform their superiors.

Reporting corruption and conflict of interest cases

“We will report any evidence or suspicion of breach of this Anti-Corruption and Conflict of Interest Policy to the Legal Department or through our Whistleblower Scheme and the Code of Ethics & Conduct in general.”

All employees and representatives are obliged to familiarise themselves with this Policy and the Code of Ethics & Conduct and respect the Principles.

All employees are obliged to report any evidence or suspicion of breach of this Policy and the Code of Ethics & Conduct to their superiors or anonymously through the Abacus Medicine Group's Whistleblower Scheme.

If an employee or representative violates this Policy, it may lead to disciplinary measures and/or termination of their employment with or position as a representative of Abacus Medicine.

Openness and transparency are the general rule

Maximum openness and transparency are essential elements when fighting corruption.

Within Abacus Medicine, we will ensure that all employees and representatives of Abacus Medicine (i) understands this Policy, and (ii) receive training and instructions to avoid corruption.

Physical Payments

According to the Danish Anti-Money Laundering Act, Abacus Medicine or any of its employees may not receive any cash payments exceeding EUR 2.500 or an equivalent amount in any other currency. It is also prohibited for Abacus Medicine and any of its employees to hand out, receive or exchange EUR 500 banknotes. Any act in which one or more EUR 500 banknotes are transferred from one legal entity or person to another legal entity or person, regardless of the circumstances surrounding the transfer, is prohibited. Violation of these principles may have consequences for the involved persons employment and result in legal actions in form of fines and/or personal liability.

Approved by the Board of Directors on 12 November 2021.

Trade Sanctions Policy

INTRODUCTION

ETHICS CODE

HUMAN RIGHTS AND WORKING ENVIRONMENT

Trade Sanctions

Abacus Medicine is committed to fair and ethical business practices throughout its entire business operation as to the company's position as an international pharmaceutical trading company. Part of this commitment is to ensure that Abacus Medicine complies with applicable laws and regulations on trade sanctions and restrictive measures.

Trade Sanctions are governmental instruments intended to restrict trade and financial transactions with certain countries or individuals. Trade Sanctions prohibit entities from engaging in business activities with persons, countries and legal entities which have been listed as sanction targets.

Purpose

The Purpose of this Policy is to provide guidelines and procedures to identify and manage risks related to trade sanctions and restrictive measures administered by:

the EU-Commission;

the United Kingdom's Foreign & Commonwealth Office;

the United Nations Security Council; and

the US Office of Foreign Assets Control. (a)-d), collectively, the "Trade Sanction Laws")

All employees of Abacus Medicine must conduct their activities in full compliance with this Policy and any and all applicable Trade Sanction Laws.

The following activities are prohibited under this Policy:

- a. Engaging in any business or dealings with Embargoed Countries, Blocked Persons, or Individuals or Entities listed as a sanction under Trade Sanction Laws; or
- b. Facilitating transactions with third parties involving Embargoed Countries, Blocked Persons or Individuals or Entities listed as a sanctions under Trade Sanction Laws.

These prohibitions cover direct and indirect business transactions and dealings. In practice, this prohibits Abacus Medicine from trading or making dealings with third parties for supply to a sanctions target.

How to Transact or Trade with a sanctions Target

It is possible to transact or trade with Sanctions Target, if:

- a. the transaction is subject to an exemption issued by the competent governmental authority; or
- b. Abacus Medicine has been granted a specific licence by a competent governmental authority.

It should not be assumed that a transaction is permissible pursuant to an exception or licence without consulting the Management and the Policy in advance.

Employees must consult the Legal Department and/or the Management prior to trading, transacting or providing goods to companies or persons in the following countries:

- a. Afghanistan, Balkans, Belarus, Burma, Burundi, Central African Republic, Cuba, Democratic

Republic of Congo, Ethiopia, Iran, Iraq, Lebanon, Liberia, Libya, Mali, Nicaragua, North Korea, Russia, Somalia, Sudan, South Sudan, Syria, Ukraine, Venezuela, Yemen, Zimbabwe, as may be updated accordingly.

Compliance procedures

Abacus Medicine shall actively ensure that the employees:

- a. have access to this Policy;
- b. confirm that they have read and understood this Policy; and
- c. will act in good faith to comply with this Policy.

Abacus Medicine shall provide regular trade sanctions training to educate the employees about the requirements and obligations of trade sanctions and this Policy.

Reporting Obligation

Any employee with knowledge of, or any reason to suspect any violation of this Policy, is expected and required to report any such suspicion to the Legal Department (legal@abacusmedicine.com), the Management or through our Whistleblowing Scheme (<https://abacus-medicine.whistleblownetwork.net>).

List of Sanctions Targets

The Legal Department maintains an updated list on Sanctions Targets, which can be found here. (file:X:/Organisation/Abacus Medicine Policies/Sanctions targets)

Approved by the Board of Directors on 12 November 2021.



Trade Secrets Policy

Information of a confidential nature such as Trade Secrets are subject to strict regulation and it is of high importance that Trade Secrets are not disclosed to any third party or used in a non-compliant way.

Trade Secrets

A Trade Secret is confidential and valuable information for a company that gives the company a competitive advantage and comprises a large amount of different information about technologies, finance, sales, operations, intellectual property rights (IPR), know-how, and potential mergers and acquisitions (M&A). Virtually any type of information could be a Trade Secret:

In order for information to classify as a trade secret, the following must be seen as guiding principles: (i) It is a secret in the sense that it is not known or readily accessible to a wide circle of persons; (ii) It has commercial value because it is secret, and (iii) it has been

subject to reasonable steps, by the person lawfully in control of the information, to keep it secret.

A Trade Secret continues for as long as the information is maintained as a trade secret. However, information may no longer be considered to be a trade secret once (i) it becomes easily accessible; (ii) is no longer protected or (iii) has no commercial value.

Information being leaked or unintentionally disclosed to a third party can lead to enormous damages such as fines and loss of reputation for Abacus Medicine.

A Trade Secret may relate to marketing, export or sales strategies, or a method of bookkeeping or other business management routines or procedures, including software used for various business purposes. Furthermore, technical, scientific or financial information, such as business plans, business processes, list of key customers, list of reliable or special suppliers, product specifications, product characteristics,

purchase prices of raw materials, test data, technical drawing or sketches, engineering specifications, proprietary recipes, salary structure, product pricing and advertising rates, source codes, object code, databases and electronic data complications, agreements containing details of marketing tie-ups, promotional or marketing material under development are considered Trade Secrets.

What will Abacus Medicine do?

Abacus Medicine will ensure that Trade Secrets and personal data of employees, customers, suppliers and business partners are being handled confidentially by making sure that:

- a. Confidential information, is not revealed to third parties;
- b. Employees do not use confidential information, directly or indirectly, for personal gain;
- c. All employees and representatives are bound by an obligation of confidentiality;
- d. Any confidential information received from customers, suppliers, or other business partners is handled and used appropriately in accordance with the terms and conditions under which it was disclosed; and
- e. Abacus Medicine does not violate any of its agreed confidentiality obligations;

All information received by Abacus Medicine from any third party will as a starting point be treated as confidential.

Helpful tools to keep information confidential:

- Non-disclosure agreements (NDAs)
- Non-disclosure and non-compete clauses integrated in any agreement or memorandum of understanding
- Documents can be marked, among others, as:
 - o Confidential
 - o Third-party confidential
 - o Make no copies
 - o Distribution limited to
 - o Covered by NDA

Duty of confidentiality

During and after your employment you are under a duty of confidentiality regarding Abacus Medicine's and any subsidiary's matters and circumstances and what may otherwise become known to you through your employment by virtue of your position and which naturally should not come to the knowledge of any third party.

You as an employee

During your employment, you may not unduly acquire any business secrets of Abacus Medicine. If, during your employment, you are given access to such Trade Secrets, you may not transfer or utilize such Trade Secrets. You may not disclose trade secrets or confidential information, even after you leave Abacus Medicine.

You may not use or enable any other persons to use drawings, prices, descriptions, databases, customer information, computer programs and similar materials, which as a result of your employment you have been entrusted.

You shall always take particular care to address personal devices, personal email accounts, and other file share programs/folders by not ever leaving your desk without having ensured that the screen has been locked.

You may not use Trade Secrets or confidential information obtained while working at Abacus for your personal profit, and you may not share that information with anyone outside Abacus Medicine. When you leave Abacus Medicine for any reason, you must return any equipment, documents or data containing trade secrets or confidential information to Abacus Medicine.

You should obtain a proper understanding of the rules for handling different types of information and comply with such rules.

You should ask your immediate manager or the Legal Department for help if you are uncertain about whether a piece of information is compromised by a confidentiality obligation and ask for help if you have any questions concerning your confidentiality obligation.

Reporting breach of confidentiality or trade secrets

All employees and representatives are obliged to familiarise themselves with this Policy and the Code of Ethics & Conduct and respect the principles.

All employees are obliged to report any evidence or suspicion of breach of this Policy and the Code of Ethics & Conduct to their superiors, the Legal Department (legal@abacusmedicine.com) or anonymously through our Whistleblower Scheme (<https://abacus-medicine.whistleblownetwork.net>).

Within Abacus Medicine, we will ensure that all employees and representatives of Abacus Medicine (i) understands this Policy, and (ii) receive training and instructions to avoid breach of confidentiality and trade secrets.

Approved by the Board of Directors on 12 November 2021.

Human Rights and Working Environment

Anti-Human Trafficking and Anti-Slavery Policy (Modern Slavery)

This Policy expresses the will of Abacus Medicine to combat Modern Slavery and its commitments to the issues related to Modern Slavery.

Modern Slavery is a fundamental violation of basic human rights and it is a crime. It takes various forms, including slavery, servitude, forced or compulsory labour and human trafficking. These offences are closely related but legally distinct:

- a. Slavery is where ownership is exercised over a person;
- b. Servitude involves the obligation to provide services imposed by coercion;
- c. Forced or compulsory labour involves work or services exacted from any person under the menace of a penalty and for which the person has not offered himself or herself voluntarily; and

- d. Human trafficking involves arranging or facilitating the travel of another person with a view to exploiting them.

Scope
This Policy covers Abacus Medicine's commitment to the fight against Modern Slavery. It sets out the general approach to that fight against Modern Slavery in the territories in which Abacus Medicine operates, particularly, the rules and regulations of the United Nations, the European Union, and the United Kingdom.

This Policy applies to all employees of Abacus Medicine and is also the standard to which we hold our suppliers.

Abacus Medicine wishes to encourage openness and will support anyone who raises a genuine concern that Modern Slavery might be taking place in any part of Abacus Medicine's business or in any entity within Abacus Medicine's supply chains, even if that concern ultimately turns out to be mistaken.

Within Abacus Medicine, we are committed to doing our utmost to combat Modern Slavery. Abacus Medicine is committed by taking steps to ensure that Modern Slavery is not taking place within its own organisation or at any supplier within its supply chain. The cornerstone of this commitment is to ensure that we remain accountable for our actions and our choice of suppliers throughout our supply chain.

At Abacus Medicine, we will:
Ensure that we comply with any and all legal and ethical obligations;

Seek to ensure, where reasonably practicable, that our contractors, suppliers and other business partners comply with terms that reflect the spirit and intention of this Policy in their own businesses and in their own supply chains in support of the general eradication of Modern Slavery;

From time to time assess and review the risk that Modern Slavery may be occurring in any parts of our business and in any of our supply chains. In light of any such risk assessments, we may from time to time seek specific reassurance from our contractors, suppliers and other business partners, and seek to carry out due diligence or specific audits either ourselves or through a third party to reassure ourselves that Modern Slavery is not occurring;

Be committed to transparency in our approach to tackling Modern Slavery including the disclosure obligation under section 54 of the UK Modern Slavery Act 2015; and

Provide training and guidance to our employees on how to vet suppliers, including how to identify and act in case of Modern Slavery.

Abacus Medicine expects all employees:
To read, understand and comply with this Policy;

To remain vigilant in identifying circumstances where there is a risk that Modern Slavery might be occurring in any part of Abacus Medicine's business or in any of its supply chains; and

To raise any concern with their manager or the Legal Department (legal@abacusmedicine.com). This can also be done in accordance with Abacus Medicine's Whistleblower Policy (<https://abacusmedicine.whistleblownetwork.net>) in case of any suspicion that Modern Slavery might be occurring in any part of Abacus Medicine's business or in any of Abacus Medicine's supply chains at the earliest possible opportunity.

In the event that Abacus Medicine has reasonable belief that Modern Slavery is occurring in any part of its business, Abacus Medicine will:
Put in place a remedial action as soon as reasonably practical with a view to ensuring that such Modern Slavery ceases to occur and that the victims of that Modern Slavery are appropriately safeguarded; and

Monitor the effectiveness of the remedial action taken, including the actions taken to safeguard the victims.

In the event that Abacus Medicine has reasonable belief that Modern Slavery is occurring in our business or in the supply chains of any contractors, suppliers and other business partners, Abacus Medicine:

will expect the relevant contractor, supplier or other business partner to:

- be fully transparent and supply such information as Abacus Medicine may reasonably request in relation to the issue;
- put in place remedial actions as soon as reasonably practical with a view to ensuring such Modern Slavery ceases to occur and that the victims of that Modern Slavery are appropriately safeguarded;
- monitor the effectiveness of the remedial action taken, including the actions taken to safeguard the victims; and
- report to Abacus Medicine at reasonable intervals on the effectiveness of that remedial action and safeguard any further steps taken to ensure that such Modern Slavery ceases to occur.

Further to the above, Abacus Medicine may, depending on the facts and the terms of the contract with the relevant contractor, supplier or other business partner, terminate or suspend the relationship or otherwise cease, reduce or minimise any business contact with the relevant contractor, supplier or any other business partner.

Approved by the Board of Directors on 12 November 2021.



Diversity Policy

Abacus Medicine recognizes the importance of promoting diversity and inclusion. The purpose of the Diversity Policy is to ensure equal opportunities without regard to diversity dimensions including age, gender, race, ethnicity, nationality, religion or belief, disability, family status, education, sexual orientation, gender identity and expression.

Abacus Medicine employs candidates for management and other positions with profiles and qualifications best suitable for the company. In this context, this Policy will be considered when appointing candidates while taking into account other relevant recruitment criteria, including professional qualifications, relevant experiences, educational background, etc.

Abacus Medicine seeks to be an attractive workplace for all employees and focuses on ensuring equal opportunities for all employees in career advancement and the prospect of occupying management positions.

Principles and practices to ensure and increase diversity

Abacus Medicine applies the following principles and practices to ensure and increase diversity:

- a. Abacus Medicine encourages anyone interested to apply for vacancies and unsolicited opportunities, irrespective of gender, age, race, religion, nationality, ethnicity, family status, sexual orientation, or disability;
- b. Abacus Medicine offers a flexible work environment that takes the demands of work and private life into account;
- c. Abacus Medicine intends to increase diversity at all management levels to reflect the composition of the workforce across the company. Individual ambitions and career plans are addressed in Evaluation &

Development Dialogues, and in the ongoing follow up conversations;

- d. When conducting selection processes, Abacus Medicine endeavours, to the widest extend possible, to ensure that this Policy is reflected on the list of relevant candidates;
- e. Abacus Medicine promotes employees into leadership positions based on merit, aiming to ensure diverse individuals and the underrepresented groups experience the same opportunities in their careers and in achieving managerial positions as others; and
- f. In the annual satisfaction survey, Abacus Medicine investigates if the employees feel that there are equal opportunities in Abacus Medicine.

Follow-up

The Executive Management is responsible for the policy of fostering diversity at other management levels than the Board of Directors.

The HR Department is responsible for ensuring diversity through employment procedures and making sure that annual reviews are completed in accordance with the purpose set out in this Diversity Policy.

The HR Department will make sure that the gender representation in the Executive Management and other management levels are reported in the Annual Reports.

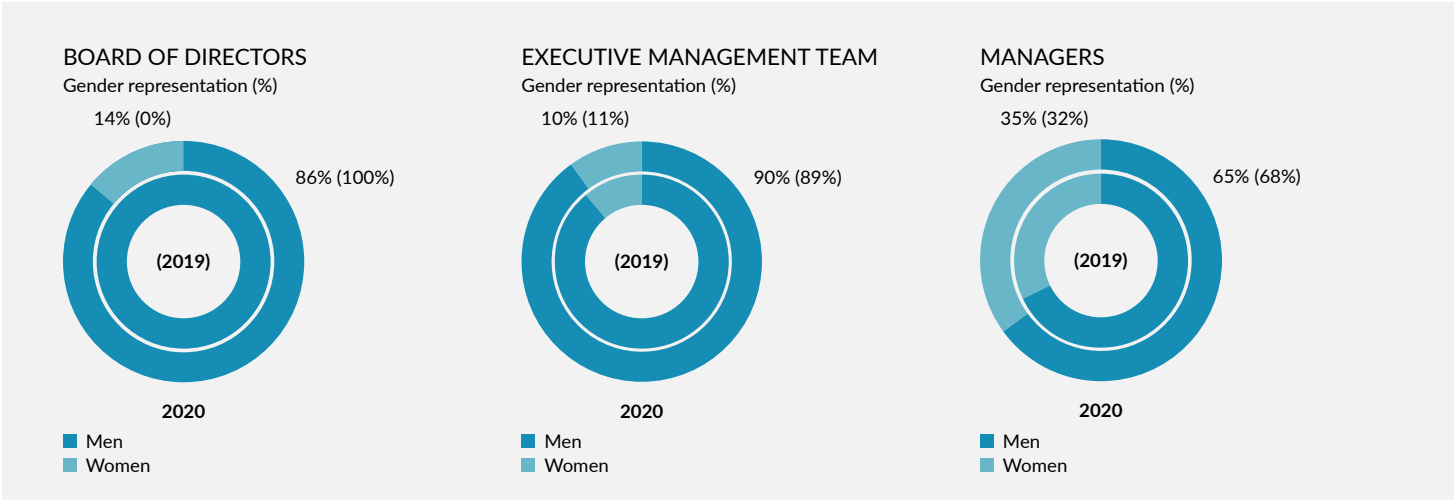
Review

The Diversity Policy is approved by the Board of Directors of Abacus Medicine. The Diversity Policy is reviewed and amended when deemed relevant by the Board of Directors.

Publication

Abacus Medicine reports on relevant parts of the Diversity Policy annually in accordance with applicable law and regulations.

Approved by the Board of Directors on 12 November 2021.



Anti-Discrimination Policy

Abacus Medicine strives to create and maintain a work environment that is respectful of all employees and free from all forms of discrimination and harassment. Abacus Medicine takes pride in the diversity of our workforce as it contributes to making Abacus Medicine an employer of choice.

Abacus Medicine will provide an inclusive and welcoming environment for all members of our staff, clients, subcontractors, vendors, customers, and any other parties doing business with Abacus Medicine.

Equal employment and harassment-free workplace

Our employees are the diverse individuals who strive together to make Abacus Medicine a great workplace and one of the leading companies in Europe within our industry. We value their passion and personal integrity, and recognize those as the basis of our strength. Employees are therefore expected to treat one another with respect and dignity.

Abacus Medicine does not tolerate discrimination or harassment in the workplace, including on the basis of age, gender, race, ethnicity, nationality, religion or belief, disability, family status, education, sexual orientation, gender identity and expression. These principles extend to all employment decisions including recruiting, training, evaluation, promotion, and reward.

Abacus Medicine does not accept physical, psychological, verbal, sexual, or any other kind of harassment.

What will Abacus Medicine do

Abacus Medicine will proactively take measures to prevent and eliminate all forms of discrimination against any employee or job applicant in:

- a. Recruitment;
- b. Advertisements for employment;
- c. Employment;
- d. Compensation;
- e. Termination;
- f. Promotion; and
- g. Other conditions of employment

The measures taken by Abacus Medicine to prevent discrimination shall apply to all activities of Abacus Medicine, including selection of volunteers, vendors, and persons for provision of services.

Reporting

If you have been a victim of, or have witnessed, discrimination, harassment or bullying etc., then contact your local HR Department, your line manager, the Legal Department (legal@abacusmedicine.com) or use the Whistleblower Scheme

(<https://abacusmedicine.whistleblow-ernetwork.net>) if you wish to make an anonymous report.

Approved by the Board of Directors on 12 November 2021.

- You should treat everybody, including co-workers, suppliers, and current or potential customers, with respect and in a non-discriminatory way;
- Encourage and listen to those who speak up;
- Be respectful of cultural differences;
- Base your work-related decisions on merit;
- Not engage in offensive messages or derogatory remarks; and
- Not make any inappropriate comments of a sexual nature or innuendo or undertake any sexually offensive behaviour.

The Abacus Medicine Family includes people from all around the world. We are proud to be the employer of more than 35 different nationalities. Such a diverse composition of cultures and backgrounds requires all employees to be sensitive and aware of the cultural differences to establish and maintain a non-discriminatory and inclusive workspace.

When considering what is appropriate, always start with the viewpoint of any recipient or listener. Remember, what is funny to you might not be funny to others, especially taking into account cultural differences.



General clauses related to working environment and employment

Abacus Medicine endeavours to provide its employees with safe, healthy and secure work environment.

Colleagues and co-workers

The well-being of people is an important asset at Abacus Medicine. We seek to provide a safe, healthy and productive work environment, and we work according to strict labour laws. We evaluate risks in our daily work environment and take necessary precautions to prevent accidents or injuries.

We often work hard. Long hours are not uncommon, but no one should work around the clock. Managers and employees have a shared responsibility in ensuring a sound balance between work and leisure in order to be able to continuously perform on a healthy, high level.

A culture of ambitious cooperation

At our core, Abacus Medicine is a respectful, diverse and business-casual working environment, free of discrimination and with great opportunities for all to prosper. We are ambitious and we offer attractive and competitive terms to attract the most talented people.

We value open and proactive communication, encouraging people to speak up, express opinions, and be heard. We accept that mistakes are made, but

expect them to be communicated and corrected immediately.

Abacus Medicine will:

- ensure a safe and healthy working environment (both physically and psychologically);
- ensure a workplace free of discrimination, harassment, or abuse;
- ensure that employees are cared for, including ensuring fair pay, fair working hours, and travel security;
- not discriminate against an employee for joining a union or for making the decision not to join a union;
- ensure that workers' and employers' organisations are not interfered with in their own establishment, functioning, or administration and will not try to control or direct unions through financial support or by other means; and
- continuously work on improving the health and safety environment for all employees at Abacus, and we expect you to contribute and take action regarding your own health and safety as well as that of your colleagues.

As an employee, you should:

- stay informed and updated with guidelines for the working environment and safety in the workplace;
- follow the instructions given to you;
- use the personal protective equipment required to perform your work;
- not expose yourself or others to unnecessary physical or psychological strains;
- contribute to identifying causes of work accidents and participate in the prevention of recurrences;
- remember to take care of yourself, not only physically but also your mental well-being; and
- inform your line manager, your local AMO-representative or local HR Department if you feel that your working environment is not safe and healthy or that you or your colleagues are being harassed or discriminated for joining a union or choosing not to join a union.

Approved by the Board of Directors on 12 November 2021.



Contact information

Abacus Medicine A/S acts as the data controller for the information we collect.
You can contact us at:

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1560 Copenhagen V.
Denmark

Telephone: +45 70 22 02 12
Email: info@abacusmedicine.com

For request regarding your data please contact privacy@abacusmedicine.com

