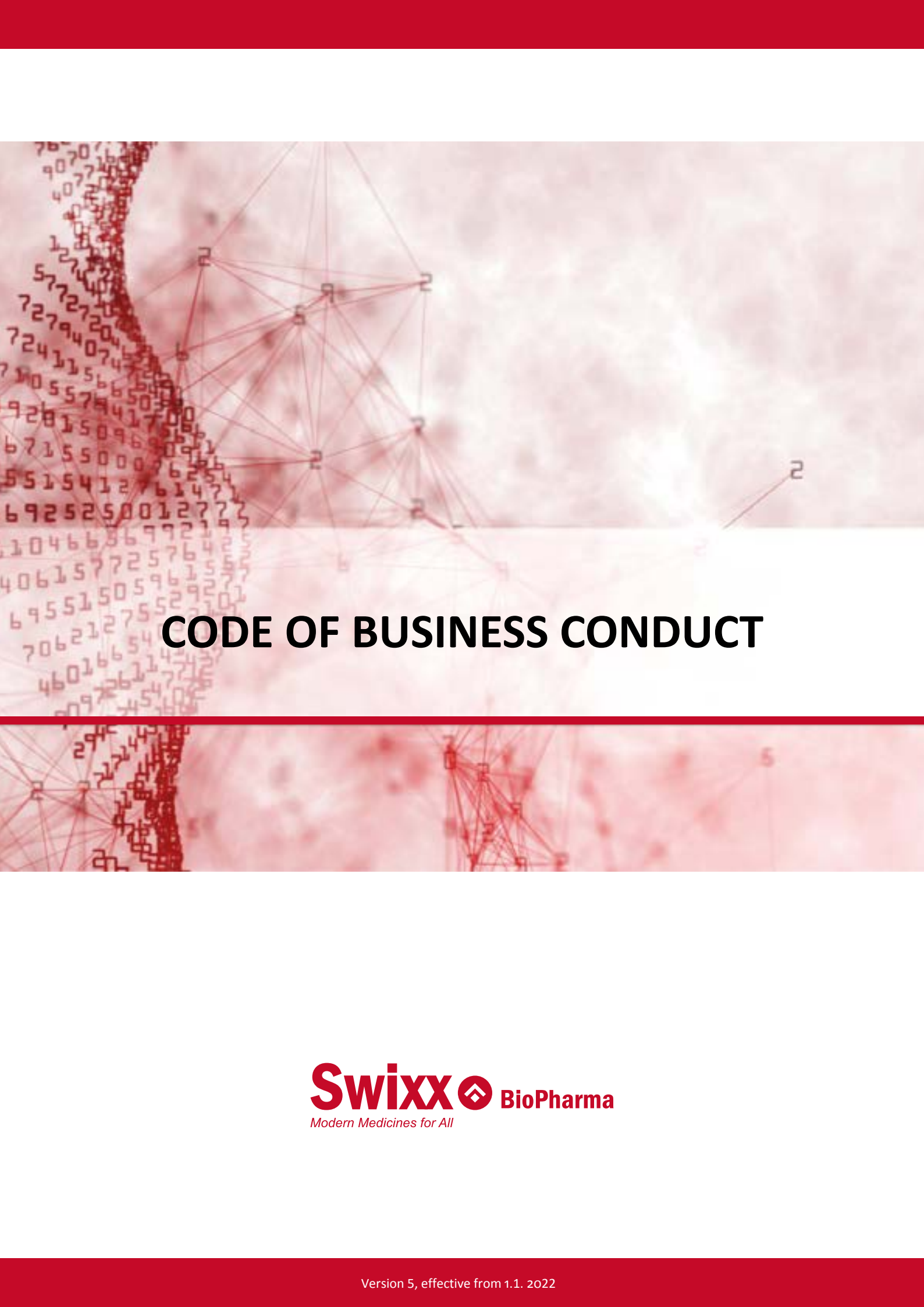


The background of the top half of the page is a complex, abstract network of thin red lines connecting various points. Some of these points are represented by small numbers, including 2, 5, 7, 9, and 6. The overall effect is a sense of interconnectedness and data flow, rendered in a monochromatic red and white color scheme.

CODE OF BUSINESS CONDUCT

Swixx  **BioPharma**
Modern Medicines for All



A Message from Our CEO

Dear Colleagues,

The Code of Business Conduct is our guide to doing the right thing and to help us to observe high standards of integrity and honesty, acting with care, diligence and fairness in all business activities.

We are a service organization and we have many stakeholders. The patients, who's health and wellbeing depend on our ability to make essential medicines available to them at their moment of need, you Swixx employees and motivation in your roles and our clients who have entrusted Swixx to represent their valuable Companies and medicines in the countries where we operate.

We have set standards to ensure that interactions with all stakeholders and wider society should be conducted in an ethical and legal manner. Our commitment to doing the right thing, which means complying with both the spirit and the letter of the laws that govern our industry, gives us a competitive advantage. This means acting respectfully, honestly and treating each other and all our customers, partners, suppliers and consumers fairly, and with dignity. We need to translate all of these elements into living culture.

Keep the Code with you and refer to it often.

When you have questions, ask for guidance and follow it closely.

Comply with the Code and the law wherever you are. Use good judgment and avoid even the appearance of improper behavior.

My hope and expectation are, that all of you reading this Code will continue to incorporate it into the daily aspects of your business lives.

If ever in doubt about a course of conduct, ask yourself:

- *Is it consistent with the Code?*
- *Is it ethical and legal?*
- *Would I want to read about it in the newspaper?*

If the answer is "No" to any of these questions, don't do it.

Please know that all of Swixx Biopharma's leaders are available to you if you have any concerns related to company practices or regarding a colleague. Seeking advice, raising concerns, or reporting misconduct will not be held against you. Our open door and anti-retaliation policies are in place to encourage and protect colleagues who raise concerns.

With your help, I am confident that our Company will continue to deserve the trust that everyone has in us. Our reputation for integrity will endure. Thank you for joining me in this effort.

Ethics and compliance are all about people, all of us individually and collectively are responsible!

After all, it is what you do – your actions– which people will remember.

Sincerely

Jean-Michel Lespinasse, Chief Executive Officer

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General Expectation

Swixx Biopharma is proud of the values with which it conducts business. It has and will continue to uphold high levels of business ethics and personal integrity in all transactions and interactions. This Code of Business Conduct serves to emphasize Swixx Biopharma's commitment to ethics and compliance with the law, set basic standards of ethical and Legal behavior, provide reporting mechanisms for known or suspected ethical or Legal violations and help prevent and detect potential wrongdoing.

What we do affects the reputation and success of Swixx Biopharma. Compliance with the laws, rules and regulations that govern multiple aspects of our business is critical for the success of Swixx Biopharma. Every one of us has an obligation to uphold the values of our Company, and to conduct business in a way that strengthens the integrity of Swixx Biopharma in our eyes and in the eyes of those we serve. Business ethics and integrity are part of everyone's job and responsibility:

EMPLOYEE RESPONSIBILITIES

- Understand and comply with all of the Code of Business Conduct standards that apply to your work;
- Prevent compliance violations and protect Swixx Biopharma's reputation by actively supporting ethical behavior;
- Consult with your management, Compliance department, Law department or subject matter experts when in doubt as to the correct compliance action to take; and
- If you believe or suspect a compliance violation has occurred, report the situation immediately through the resources identified in this Code of Business Conduct including the Business Ethics Hotline - Whistleblowing line.

ADDITIONAL RESPONSIBILITIES OF MANAGERS

- Inspire those with whom you interact by your own example to be accountable for delivering results with integrity;
- Create a culture of an open environment to help and support others, so they may successfully raise compliance questions without hesitation; and
- Be proactive and take steps to prevent problems before they happen.

The Code of Business Conduct and our standards, policies and procedures may change from time to time, we are each responsible for knowing and complying with the current laws, rules, standards, policies and procedures that govern to our work.

Swixx Biopharma employees who fail to comply with applicable laws, rules, regulations, standards, policies and procedures are subject to discipline up to and including termination, to the extent permitted by local laws. In addition, Swixx Biopharma may terminate the services or work engagement of non-employees who fail to comply with the Code of Business Conduct, our standards, policies, procedures and applicable laws.

SOLUTION

Scope

This Code of Business Conduct (the "Code") applies to all Swixx Biopharma's locations, affiliates and subsidiaries (collectively "Swixx" or "Company"). Every person conducting business for Swixx must follow and take reasonable steps in preventing violations of this Code, together with all applicable laws and the Company standards, policies and procedures. This includes all employees as well as consultants, contract workers and temporary workers.

Standard 1: Employee Relations and Equal Opportunities Workplace Environment

We treat each other fairly and with respect, establishing a high trust environment where people can do their best work.

We are committed to uphold human rights, treating our employees with dignity and respect, and fostering a high trust work environment for our employees. This is the kind of environment where people do their best work. Harassment, discrimination and threats to health and safety all undermine our high trust environment and are not tolerated.

Equal opportunities and non-discrimination

We maintain a strict policy of equal opportunities for all of our employees and applicants for employment and we are committed to complying with all of our obligations under applicable laws.

As part of this commitment, our policies prohibit discrimination based upon race, color, religion, gender, national origin, age, disability, sexual orientation, gender identity or expression or any other basis protected by law.

Harassment

We provide a safe workplace and we do not tolerate verbal or physical harassment or intimidation.

Drugs and alcohol

Our employees may not possess, use or unlawfully sell drugs on the Company property or perform their work under the influence of alcohol or the unlawful use of drugs.

Minimum hiring age

Regular full-time employees must be at least 18 years old. The Company doesn't distribute products using forced or indentured labor, including child labor.

Retaliation

Retaliation against any colleague who in good faith seeks advice, raises a concern, reports misconduct or provides information in an investigation is strictly prohibited. If any individual, regardless of his or her role in the Company, retaliates against a colleague who has truthfully and in good faith reported a potential violation, Swixx will take appropriate action, even if no obligation is revealed upon investigation.

Anti-slavery

We do not tolerate human trafficking or slavery and we are committed to act with integrity in all of our dealings and business interactions with any individual being our employees, consultants, and agents. The Company and third-party service providers may not use misleading or fraudulent practices during the recruitment of employees and child labor may not be used in any part of the Company or our suppliers.

Any violation of this standard should be reported to the employee's manager, Compliance or Law department or any manager.

POLICIES

- Human Resources Policies and Procedures

Q&A

My co-worker jokes about my colleagues' race and sexual preference. Is that OK?

No, this behavior is not consistent with our standards. Ask your direct manager or HR representative to address the situation.

PEOPLE

Standard 2: Health and Safety and Environmental Protection

We have a fundamental responsibility to be sensitive to the effect of our operations on the environment and will strive to prevent injury and illness in the workplace.

Each impacted facility should have a workplace safety program as well as an environmental and waste disposal program that ensures compliance with all applicable laws, regulations,

permits or licenses. Swixx employees with responsibilities in these areas must familiarize themselves with these programs, continue to develop them and strictly follow all applicable laws.

Swixx is committed to providing a safe and healthy workplace, which can only be realized through the dedication and participation of each employee.

Q&A

If I am required to follow a safety procedure weekly and document that I did, can I skip a couple of weeks if I am convinced that nothing has changed since I last did the procedure?

No. Required procedures are not optional. If you have questions about a procedure, raise it with your manager or process owner. Procedures can be reviewed and updated if needed.

Standard 3: Dealing with Healthcare Professionals and Healthcare Organizations

While recognizing the need to be commercially effective in the marketplace, we will maintain our commitment to be ethically and medically responsible and to comply with the laws, regulations and standards that apply to our business.

As a pharmaceutical company, Swixx conducts a wide array of activities in the healthcare marketplace, including research, medical and other education, marketing, and sales. Swixx is committed to comply with all applicable laws, rules, regulations and industry standards and to adhere to the highest ethical standards in its marketing, promotional and educational activities.

Swixx interacts with healthcare professionals and healthcare organizations in a variety of contexts.

The rules that govern the payment or provision of anything of value such as gifts, meals, honoraria, sponsored trips or grants differ from country to country. The consequences for failing to comply with these rules can result in reputational damage, significant monetary and sometimes criminal penalties. It is important that you understand and comply with all applicable rules.

Swixx has established specific procedural documents related to its promotional and non-promotional activities and other interactions with healthcare professionals.

In general, any payment or benefit provided to a healthcare professional or healthcare organizations must comply with the following standards:

- All Company scientific, educational and other professional events must be held in appropriate locations with reasonable hospitality secondary to the main purpose of the professional event;
- All payments and other transfers of value must be accurately documented and transparent;
- Any payment must be for legitimate services, or in support of legitimate research or education, that are of value to Swixx or the scientific community at large;
- Swixx doesn't pay more than fair market value for services or more than necessary to support medical education, research and another appropriate professional event.

DEFINITIONS

A Healthcare Professional (HCP) is any natural person that is a member of the medical, dental, pharmacy or nursing professions or any other person who, in the course of his/her professional activities, may prescribe, purchase, supply, recommend or administer a medicinal product.

A Healthcare Organization (HCO) is any legal person/entity (i) that is a healthcare, medical or scientific association or organization (irrespective of the legal or organizational form) such as a hospital, clinic, foundation, university or other teaching institution or learned society whose business address, place of incorporation or primary place of operation is in Europe or (ii) through which one or more HCPs provide services

POLICIES

- Promotional and non-promotional Materials
- Promotional and non-promotional Activities and Interactions with HCPs
- Grants, Donations and MEMs
- Anti-bribery Principles and Procedure
- Reimbursement of Business Expenses
- Purchasing
- Anti-corruption and disbursement review

Q&A

Can Swixx hire a physician to provide needed consulting services?

Yes, provided that:

- there is a legitimate need for the services;
- the physician is qualified to perform the services;
- payment for services is no more than fair market value;
- the agreement is documented in a contract approved by the Swixx Law department and
- Swixx makes appropriate use of the services.

May I invite a healthcare professional to attend a sporting event with me as my guest?

No. This type of activity is not permitted.

Standard 4:

Safeguarding Company Reputation and Property

Avoiding risk to reputation.

The Company's reputation is one of our most valuable assets. Therefore, we are always careful to be sure that we do not undertake any activity that would harm our reputation, or that would otherwise bring the Company into disrepute.

We do not improperly use Company property, information or position for personal gain.

We protect Company assets from theft, carelessness, waste and misuse, and we respect the property rights of others.

We comply to the appropriate use of the Company systems.

Intellectual Property and Confidential Information

Confidential information must not be shared outside of our Company without an appropriate confidential disclosure agreement. In many circumstances, confidential information may also be restricted within the Company. Sharing of this information is limited to those who have a need to know, and the information must be kept secure with limited access by others.

The obligation to maintain the confidentiality of the Company information continues even after an employee has left our Company or a contract between the Company and our contractor has ended.

We are committed to maintain always the security of the Company's information systems. Maintaining a high level of vigilance over the protection of information and data is crucial to ensure we keep the trustful collaboration with our employees, contractors, partners and customers.

Any unauthorized disclosure of Swixx's confidential information, whether accidental or not,

must be reported to the Law department immediately.

Data Privacy

Preserving the privacy of personal information is critically important to us and we are committed to honoring privacy and keeping personal data safe. Personal information is any information that relates to an identified or identifiable living individual. Different pieces of information, collected together can lead to the identification of a particular person, also constitute personal data. Colleagues, healthcare providers, suppliers, business partners and many others entrust Swixx with personal data in addition to pharmacovigilance and other business activities the Company engages to. The Company Corporate Privacy Policy defines Swixx's privacy standards and guides the Company operations to follow controls and principles for protecting personal data.

Physical Property, Electronic devices

Facilities and equipment must be well maintained and secured appropriately against theft and misuse.

Mobile devices, electronic media, internet and email use are critical tools for our business. Swixx employees are required to take precautions to protect these tools. Each employee and contractor must take reasonable care to protect business information from theft or unauthorized access. This also applies to mobile devices such as laptops, computers, external drives, mobile phones and related items.

DEFINITIONS

Intellectual property refers to an intangible product of the mind, i.e., a work or invention that is a result of creativity, for which one can apply for protection in the form of a patent, copyright, trademark, and similar. If an employee sees or suspects that Company intellectual property has been infringed upon by an unauthorized party, he or she should report the matter to the Law department.

Swixx's **confidential information** means confidential, proprietary information or trade secrets of Company and its subsidiaries and affiliates including without limitation the following: customer lists and customer information as compiled by the Company; the Company's internal practices, procedures and internal document templates; Company's financial condition and financial results of operation; supply of materials information, including sources and costs, designs, information on land and LOT inventories, and current and prospective projects; strategic planning, manufacturing, engineering, purchasing, finance, marketing, promotion, distribution and selling activities; all other information which an employee has a reasonable basis to consider confidential or which is treated by the Company as confidential; and all information having independent economic value to the Company that is not generally known to, and not readily ascertainable by proper means by, persons who can obtain economic value from its disclosure or use. Such information is confidential and should not be shared outside the company without an appropriate authorization.

POLICIES

- Privacy Policy
- Damages of Company Assets

Q&A

I lost my laptop that contains Swixx business information. What should I do?

Immediately notify your manager and IT department/helpdesk.

I suspected that a former co-worker, who now works for a competitor, has shared Swixx Partners information with their new employer. What, if any action should I take?

If you are aware of anyone misusing or inappropriately disclosing Swixx's intellectual property or confidential information, or have good reason to believe this is happening, promptly report your observations to a Law department representative.

Standard 5: Dealing with Government and Public Officials

We are committed to comply with the letter and spirit of the United States Foreign Corrupt Practices Act ("FCPA"), UK Bribery Act, EFPIA Guidelines, Swiss Anti-Corruption Laws and their local equivalents in all the countries where Swixx operates.

Swixx strictly prohibits the payment of bribes and any and all improper payments or making favors of any nature to anyone, including to government officials, healthcare providers, and/or other customers anywhere in the world.

We must at all times engage in ethical business practices while conducting our legitimate business activities and need to exercise good judgment especially when interacting with government and public officials in all countries in which we operate. Employees must not seek to influence sales or other business through the offer of bribes, incentives, gifts or other types of improper payments or transfers of value.

Our Company, and its employees must comply with all applicable laws and regulations prohibiting or otherwise restricting improper payments. If any improper payments made by such parties could be attributed to our Company, it could lead to the Company being prosecuted under relevant anti-bribery and corruption legislation. In addition, Swixx requires that any consultant, contractor, agent, distributor or third party acting on its behalf, complies with all applicable laws and regulations.

The relevant anti-bribery and anti-corruption legislation prohibits the making or offering of any payment, directly or indirectly (whether by Swixx or anyone acting on its behalf), to any official, to induce that official, to influence any governmental act or decision, to assist the Company in obtaining or retaining business, or to direct a business advantage to anyone. It also requires the Company to maintain accurate records, books and accounting controls.

All employees must be familiar with, understand and comply with the Company's **Anti-Bribery Principles and Procedure**. All employees will be required to certify annually that they

have reviewed this procedure and agree to abide by it. Finance employees or employees whose job functions could in any way involve interactions with any type of government official or healthcare provider must pay particular attention to this area.

All employees who contact government/public officials must be familiar with the applicable lobbying laws and public disclosure requirements. In addition to covering contacts regarding legislation, regulation, or policy, lobby laws may also cover attempts to secure business from a government body, such as a public hospital. Lobbying activity should not be undertaken without prior review by the Law department or external Law consultancy.

No employee or contractor shall make or offer to make any form of payment, direct or indirect, to any government or public official as an inducement to procuring or keeping business or having a law or regulation enacted, defeated, or violated.

Examples of sensitive activities:

- Payments unsupported by appropriate documentation or receipts;
- Payments sent to bank accounts located in a country other than where the account holder resides or where the service was rendered;
- Payments sent to bank accounts held in the name of an unrelated third party;
- Invoices that appear to be overstated or vague in description, do not accurately reflect the services rendered, or contain misstatements of fact;
- Payments that are out of proportion to the services rendered;
- Unusual "miscellaneous" payments or lack of expected itemization;
- Employment of or payments made to persons close to government officials;

- Commissions paid to persons close to government officials;
- Donations to institutions an official is interested in supporting or
- Unusual fees or surcharges.

This list shows some examples of sensitive activities but is not exhaustive.

DEFINITIONS

For the purposes of this Code, "**government official**" means any officer or employee of a government authority or any department, agency or instrumentality thereof, including state-owned and state-controlled entities, or of a public international organization, or any person acting in an official capacity for or on behalf of any such government, department, agency, or instrumentality or on behalf of any such public international organization. Officers and employees (including physicians) of government hospitals, research institutions, universities, and other healthcare institutions or facilities are government officials for purposes of this Code "governmental authority" means any foreign, domestic, federal, territorial, state or local governmental authority of any nature, or body exercising, or entitled to exercise, any administrative, executive, judicial, legislative, police, regulatory, customs, immigration, or taxing authority or power of any nature.

POLICIES

- Anti-bribery Principles and Procedure
- Anti-corruption and disbursement review
- Grants, Donations and MEMs
- Purchasing
- Accounts Payable
- Internal Authorization

Q&A

A vendor that we have hired to assist in registering our products has requested an additional 20.000 EUR retainer to "help move the process along". Is this a cause for concern?

Absolutely. Swixx will not expend funds without a clear understanding as to the purpose and use of those funds and must ensure that funds will not be used as a bribe or for another improper purposes. Contact the Law or Compliance department for assistance in handling the situation.

Standard 6: Competitive Practices and Antitrust

We will engage only in fair and open competition and in compliance with applicable laws, rules and regulations.

We will in all respects compete fairly and ethically for contracts and other business opportunities in accordance with all applicable laws, rules and regulations.

We will deal fairly with the Company's customers, suppliers, competitors and employees. All materials used in our sales and marketing shall be consistent with approved products' information, which should be truthful, balanced, in good taste and free from false, misleading or exaggerated claims or statements. Swixx will only promote products consistent with approved product information and applicable laws and regulations.

This standard also means that we do not use any illegal or unethical practices, such as obtaining proprietary information about a competitor, price-fixing, coercion, collusion or entering into illegal anticompetitive agreements in an attempt to obtain or retain business.

We must not offer, make or accept any illegal payment, bribe or kickback, directly or indirectly. Such actions may result in severe criminal penalties for both the individuals involved and our Company.

Moreover, any meal, entertainment, gift or favor we provide to customers or customer representatives shall be moderate, appropriate to the business being conducted, in compliance with applicable laws, and in keeping with the principle of avoiding even the appearance of inducing customer or customer representatives to place their personal interests above that of their employer.

Any questions about appropriate conduct related to gifts, meals or entertainment should be directed to an employee's supervisor, department head or Swixx's Compliance department.

We must be aware of and comply with antitrust laws as well as all other applicable laws, rules and regulations. All antitrust laws, regardless of the originating country, are equally important. A wide range of transactions or practices are prohibited under these laws. No agreement or understanding may be made with competitors to fix or control prices, to allocate products, markets or territories, to boycott certain customers or suppliers, or to refrain from or limit the manufacture, sale or production of any product.

We must understand that antitrust laws prohibit not only actions and discussions designed to fix prices or arrange market shares but may also prohibit concerted actions by competitors.

Following are some examples of actions prohibited by antitrust laws:

- Agreeing with a competitor to divide up customers or territories;
- Engaging in unfair methods of competition, which include making false comments about a competitor's products and making false or misleading advertising claims;
- Agreeing with a competitor that both companies will jointly cease doing business with a customer unless the customer takes certain actions.

This list shows some examples but is not exhaustive.

These laws and rules apply to both formal and informal communications. If we are involved in trade association activities or in other situations allowing for less formal communication among our competitors, customers or suppliers, we must be especially alert to the requirements of the laws and regulations.

Please contact the Law department in case of any activity in these categories.

POLICIES

- Anti-bribery Principles and Procedure
- Reimbursement of Business Expenses
- Customer Management
- Price Registration and Reimbursement
- Price Management and Approval
- Tender Management

Q&A

A competing sales representative would like to exchange price information for informational purposes only. Is this OK?

No. Exchanging price information could constitute (or be perceived) evidence of an agreement of fix prices.

Standard 7:

Our Credibility is at the Core of our Success

Providing truthful and complete information in financial records.

Our credibility is at the core of our success. Swixx employees must record information accurately and completely and in accordance with Swixx requirements.

We maintain accurate and complete financial records, and make full, fair, accurate, timely, and understandable disclosure in reports and documents that we file with government regulatory bodies or otherwise make publicly available.

We will not submit or concur in the submission of any claims, bids, proposals, or other related documents that contain false or fictitious information. In

particular, individuals involved in pricing products and services for the government must comply with all applicable laws and regulations.

All expense items associated with travel or local business matters, including airfare, hotel expenses, taxi services, car rental, business meals and entertainment, must be accurately and fully documented on each of our expense report (whether or not they are paid directly) with applicable original receipts attached. The documentation must include identification of the customer involved, where a customer is involved, and a brief description of the business matter that supports the expense.

POLICIES

- Reimbursement of Business Expenses
- Closing Instructions
- Price Registration and Reimbursement
- Price Management and Approval
- Tender Management
- Market Access Policy
- Regulatory Affairs Procedures
- Pharmacovigilance Procedure
- Medical Device Vigilance System

Q&A

I'm concerned that my region's quarterly sales report is not accurate. What should I do?

Speak openly with your manager. If you are still uncomfortable, contact Corporate Internal Audit or the Compliance department.

FOCUS

Standard 8: International Transactions

We will abide by all applicable laws, rules and regulations when conducting international transactions.

Some countries in which we do business have established export controls and similar restrictions, which govern the export, sale and transfer of Swixx's products and technology (including know-how) from the country to a foreign destination or foreign end-user (in cases of technology) and the re-export of such items from one foreign destination to another.

Failure to comply with these controls may result in civil or criminal penalties as well as the loss of export privileges. Prior to engaging in a transaction which might possibly involve any of the foregoing restrictions and

prohibitions, responsible Swixx employees must ensure that the transaction is not prohibited and that any and all regulatory approvals or licenses have been secured.

We also need to be alert to transactions globally which we know or have reason to believe will result in Swixx's products being diverted to sanctioned countries, or other unauthorized customers. To avoid diversion, we must check all transactions and customer support calls.

If the Company is restricted in normal actions as a result of a government enforcement action, all employees will comply with such a restriction. In case of query please consult the Law department.

RESOURCES

- Sanctions Program and Countries information - [link](#)

Standard 9: Quality Standards and Assurance

We will perform services with a commitment to a high level of quality.

As a distributor of broad range of health care products, including pharmaceuticals and medical devices, we are committed to ensure patient safety. Regardless of your position in the Company, everyone involved in product's distribution, sales, marketing or other service has a responsibility to ensure that our products are safe, effective and meet all applicable regulatory requirements and our customers' expectations.

Approval from the appropriate level of Company management must be obtained before deviating in any way from the requirements of a contract, standard operating procedure or work order.

Managers and supervisors must not place pressure on subordinates that might cause them to deviate from these requirements. Employees or third parties should never be pressured into compromising on quality and should never sacrifice quality to meet a deadline or target.

POLICIES

- Corrective and Preventive Action Management
- Validation Procedure
- Quality Management Review Meeting
- Non-Conformity Management
- Records Archiving and Control
- Complaint Management
- Recall Management
- Inspection Management
- Procedure for Disclosure of Falsified Products

Q&A

I found some testing data that appears to be suspect. My manager said we can handle it locally. Is there anyone else that should be informed of the issue?

Yes, Corporate Quality department must be informed of this issue immediately.

Standard 10: Conflict of Interest

We will avoid conflicts of interest.

A conflict of interest may arise when an employee's or contractor's private interest interferes or even appears to interfere with the Company's interests. We must avoid personal interests that conflict with the Company's interests, or that might influence or even appear to influence our judgment or actions in performing our duties.

Gifts, entertainment and hospitality

Swixx doesn't accept gifts and/or hospitality in a situation where our objective judgment or compliance with the laws and regulations might be questioned.

- We do not provide or accept gifts or hospitality unless they are clearly appropriate in the context of a reasonable business relationship. We never solicit gifts or hospitality.
- An employee should refuse or return any gift, even a minor one that appears or may appear to be given with an expectation of reward or influence. We should be particularly aware of the cultural significance of particular gifts in many countries in which we do business.

Gifts we give should always be of reasonable value, since gifts of substantial value are more likely to be perceived as creating an improper obligation. With a private (non-governmental) party, we must consider the following:

- Whether the gift conforms to accepted, legitimate business practice, or alternatively, is of purely nominal value; and
- Whether public disclosure of the gift would result in embarrassment to you or the Company.

Internal conflict of interest

It may arise if you and a family member, domestic partner, or individual with whom you have a close personal relationship (1) work in the same department, (2) share a reporting structure, (3) are members of the same management team; (4) have influence or decision-making authority with respect to

one or the other's position. You must disclose any such relationship to your manager or Compliance department to determine whether there is a conflict and what to do about it.

Associations with other companies or organizations and competition

We do not allow associations with any other companies or organizations to interfere with our work, or with our ability to exercise our best judgment on behalf of Swixx. We also avoid the appearance of a conflict of interest in all of our activities. If you have any doubts or concerns about an association you may have, consult it with Compliance or the Law department.

Working for competitors

An employee may not serve as a director, consultant, agent or employee of any enterprise that seeks to compete with Swixx.

Working for business partners

To avoid potential conflict of interest Swixx employee may not serve as a director, consultant, agent or employee of any enterprise that seeks to conduct business with Swixx, except with the written consent of the Swixx General Manager in the respective country or CEO.

Having a second job

Having a second job is not necessarily prohibited, but it must not interfere or conflict with your regular duties or undermine working effectiveness. Before taking additional employment outside of your Swixx duties, you must consult your supervisor.

Board service

We encourage all employees to cultivate active engagement with their communities. In order to avoid possible conflicts or legal issues, service as a director on the board of any other company or organization, including non-profits, you must receive the prior consent of the country General Manager or CEO.

Ownership interests

We must disclose, and may be prohibited from retaining, any ownership interest in an enterprise which conducts or seeks to conduct business with, or which competes with Swixx. Disclosure should be made to the country General Manager or CEO. Personal relationships, which create actual or potential conflicts of interest, are to be avoided by all employees. A personal or romantic involvement with a competitor, supplier or any employee of Swixx, which impairs an employee's ability to exercise good judgment on behalf of Swixx, creates an actual or potential conflict of interest.

In all of these situations, Swixx employees must disclose any apparent or actual conflict to management (e.g. Direct Manager, Compliance, etc.). When Swixx management approves an apparent or actual conflict, the approval decision must be documented.

POLICIES

- Conflict of Interest
- Anti-Bribery Principles and Procedure
- Purchasing
- Human Resources Policies and Procedures

Q&A

My manager cousin is our Finance manager. What should I do?

Notify your manager's supervisor or the Compliance department. They will determine if the required disclosure and approval exist.

A potential vendor gave each of the selection team member a gift bag. Can we accept it?

No. You may not accept any gift when involved in a purchasing decision or procurement process.

Reporting obligations

How to submit requests, ask a question, or raise a concern

Employees who believe their conduct or that of a fellow employee, Partner or third party may have violated desired behaviors or any other portion of this Code of Business Conduct, have an obligation to report it.

Employees and Third Party Representatives may contact whistleblowing line 24 hours a day, 7 days a week.

Employees should report concerns about any potential misconduct or unethical behavior on the following link

<http://whistleblowersoftware.com/secure/swixxbiopharma>

Third Party Representatives are expected and encouraged to seek guidance, raise concerns and to contact Swixx to ask questions and/or report concerns on the following link compliance@swixxbiopharma.com about any potential misconduct or unethical behavior by Third Party Representatives, Swixx or their affiliated parties. The online option allows users to submit a report anonymously.

Swixx is committed to non-retaliation and will maintain appropriate confidentiality and anonymity with respect to all disclosures.

References

- The UK Bribery Act Guidance 2010
https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment_data/file/832011/bribery-act-2010-guidance.pdf
- FCPA
<http://www.justice.gov/criminal/fraud/fcpa/docs/fcpa-english.pdf>
- IFPMA Code of Practice
https://www.ifpma.org/wp-content/uploads/2018/09/IFPMA_Code_of_Practice_2019.pdf
- European Code on the Promotion of prescription-only medicines to, and interactions with, healthcare professionals (EFPIA Code)
www.efpia.eu
- MedTech Europe
(Code of Ethical Business Practice)
<https://www.medtecheurope.org/wp-content/uploads/2017/06/MedTech-Europe-Code-of-Ethical-Business-Practice-QA-December-1.pdf>
- Swiss Criminal Act
<https://www.legislationline.org/documents/section/criminal-codes/country/48/Switzerland/show> (Art. 322)



Swixx Biopharma

The standards and supporting policies and procedures contained in this document may change from time to time. Swixx employees are responsible for knowing and complying with the current laws, regulation, standards, policies and procedures that govern our work.

The most current version of this document can be found on the Compliance homepage on Swixx Intranet.

