



Anti-Corruption and Related Offenses Regulation

Code of Conduct

BLUEPHARMA conducts its activities according to strict standards of integrity, responsibility, and professional ethics, embodying principles of transparency, honesty, loyalty, diligence, and good faith. In compliance with the General Anti-Corruption Framework (RGPC), established by Decree-Law No. 109-E/2021, of December 9, BLUEPHARMA has implemented its own Anti-Corruption Regulation to prevent, detect, and penalize any acts of corruption or related offenses, whether committed against BLUEPHARMA or through it. This Regulation sets forth principles and rules governing the conduct of all BLUEPHARMA managers and employees regarding professional ethics, reinforcing the Company's commitment to rejecting any form of corruption and related offenses, taking into account relevant criminal laws and the risk of the entity's exposure to these crimes. The standards and principles outlined in this Regulation apply to all employees and governing bodies, including members of corporate bodies, general managers, department heads, section supervisors, service managers, executive employees, and all personnel engaged in any employment or service relationship with BLUEPHARMA, whether permanent or temporary. These principles and values guide BLUEPHARMA's operations, promoting high standards of integrity and transparency, especially in commercial transactions, fostering relationships of trust with all parties. This Regulation provides general guidelines highlighting fundamental principles that all Employees are required to uphold in conducting BLUEPHARMA's business and affairs. BLUEPHARMA is also committed to ensuring that all its partners and third parties with whom it interacts share the same principles and values, recognizing that fair, reliable, and sustainable business relations depend on a corruption-free commercial system that each party must support.



Definitions:

External Support: Refers to support, donations, or memberships in legitimate organizations aimed at supporting missions, improving healthcare, advancing scientific/pharmaceutical knowledge, or supporting communities.

Employees: Any person hired by BLUEPHARMA, under an individual employment contract, service provision, or other titles, even if on a temporary or unpaid basis, including management positions or under a mandate, permanent or temporary, interns, and company directors.

Corruption and Related Offenses: Crimes such as corruption, undue receipt or offer of advantage, economic participation in business, influence peddling, laundering or fraud in obtaining or misappropriating subsidies, grants, or credits, as defined in the Penal Code, annexed to Decree-Law No. 48/95, dated March 15, and other applicable laws.

Professional Courtesies: Gratuities, gifts, benefits, offers, expense payments, entertainment, acts of hospitality, or event participation.

Family Member: Spouse, de facto partner, ascendants, descendants, and relatives up to the third degree in the collateral line.

Public Official: For the application and interpretation of this regulation, adopts the concept of "public official" in Article 386 of the Penal Code.

Political Office Holder: As per the concept defined in Article 3 of Law No. 34/87 of July 16.

Facilitation Payments: Any payment intended to expedite or prioritize a process or obtain a favorable outcome, in violation of official duties, unless such payment is legally owed.

Sponsorships and Donations: Financial, human, or asset transfers to nonprofit organizations, charities, or private foundations to support social, cultural, or promotional initiatives.

Third Parties: Any natural or legal person participating in activities promoted by BLUEPHARMA or who has a relationship with it, whether on a permanent or occasional basis, including external auditors, clients, suppliers, distributors, and other individuals or entities.



General Principles:

BLUEPHARMA adopts a zero-tolerance policy regarding any act of corruption or related offenses, whether active or passive, as well as any other form of undue influence or unlawful conduct. It strictly enforces compliance with the principles and standards detailed here in all internal and external relations, whether with public or private entities.

BLUEPHARMA employees are required to maintain sufficient, detailed documentation to ensure transparency and demonstrate BLUEPHARMA's commitment to anti-corruption practices, enabling scrutiny by any internal or external party. All records must accurately and comprehensively describe the legitimate nature and rationale of transactions.

All BLUEPHARMA employees and related Third Parties must be knowledgeable of and comply with applicable national and international anti-corruption laws, as well as all provisions and principles in this Regulation.

All BLUEPHARMA employees and related Third Parties are obligated to immediately report any regulatory violations or suspected violations through the established whistleblower channels.

Prohibited Payments:

BLUEPHARMA neither makes nor accepts any facilitation payments, particularly in contract negotiations or revisions, or in situations that could generate undue advantage, conflict of interest, obligation, or constraint for the beneficiary, or any duty violation.

Charitable Contributions:

BLUEPHARMA only makes charitable contributions to legitimate organizations or recipients in accordance with applicable laws and regulations, ensuring contributions are both legal and ethical under the law.

Political Contributions:

Political donations, contributions, or sponsorships for political events, in any form, are absolutely prohibited on behalf of or in the name of BLUEPHARMA. Such contributions may only be made individually by Employees if it is clear they do not represent BLUEPHARMA.



Conflict of Interest:

A conflict of interest exists when the impartiality of an Employee or Board member's conduct or decision can be reasonably questioned, especially when personal benefit is derived from any BLUEPHARMA client, supplier, or service provider.

Payment Records:

All payments on behalf of BLUEPHARMA must be supported by adequate documentation such as receipts and invoices. Employees are responsible for ensuring all commercial and financial records are precise, complete, current, and reflective of legitimate transactions, demonstrating BLUEPHARMA's commitment to anti-corruption practices and enabling verification of regulatory compliance.

Third-Party Representation:

In BLUEPHARMA transactions involving a third-party representative, it is BLUEPHARMA's responsibility to ensure the third party is committed to upholding the principles in this regulation. BLUEPHARMA is advised to secure contractual clauses ensuring third parties acknowledge and agree to comply with the principles set forth in this regulation.

Consequences of Non-Compliance:

Violation of this regulation will be considered an offense, which, depending on the degree of fault and severity, may result in disciplinary action under the Labor Code, without prejudice to any civil or criminal liability. For Third Parties, breaches may lead to termination of the contractual relationship and applicable compensations, with due consideration for the severity of the offense and the reputational harm caused to BLUEPHARMA.

Whistleblower Channel:

BLUEPHARMA has an internal whistleblower channel (canaldenuncia@bluepharma.pt) for reporting acts of corruption and related offenses. All reports will be treated confidentially, and BLUEPHARMA prohibits any retaliation against whistleblowers.



Employee Training:

BLUEPHARMA provides continuous awareness and training programs to its employees, enhancing their ethical conduct and preparing them for proper application of the procedures in case of awareness of errors, irregularities, crimes, or related offenses.

Control and Review:

This Regulation is subject to a regular review every three years and periodic monitoring to assess its adequacy, sufficiency, and effectiveness.