

Anti-corruption policy - Photocure



Contents

Introduction..... 3

What is corruption? 3

Scope and purpose..... 4

Legal context 4

Our policy 5

Strictly prohibiting offer, promise or provision of bribes and all forms of illegal payments: 5

Strictly prohibiting request, receipt or acceptance of bribes and all forms of illegal payments: 5

Ensuring our interactions with public and private entities and individuals are in line with ethical and anti-bribery and anti-corruption standards:..... 5

Clear rules for gifts, hospitality and entertainment: 5

Clear rules for grants and donations:..... 6

Avoid situations or positions that may conflict with Photocure's interests: 6

Reporting misconduct and consequences of breach:..... 6

Risk assessments and training: 7

Monitoring our performance: 7

Revision history..... 8

Introduction

Photocure is committed to conduct business in compliance with all applicable laws and regulations, and with the highest ethical standards and integrity as reflected in the company's Code of Conduct.

Bribery and corruption represent unacceptable business conducts, constitute a threat to fair competition and undermine legitimate business activities and the rule of law. We strongly oppose corruption in all forms – direct as well as indirect, and in both private and public sector. Bribery and corruption within our organization may subject both Photocure and individuals to criminal liability and would represent a risk to our reputation.

This policy is developed with the purpose of describing our standards and expectations to conduct with respect to anti-bribery and corruption. The policy aims at providing practical guidance to create a common ground in Photocure with respect to compliant and transparent behavior.

You are encouraged to get familiar with the guidelines and speak up if you are in doubt about what is the right thing to do.

What is corruption?

Corruption is the abuse of entrusted power for private gain. Corruption includes practices such as bribery, facilitation payments, fraud, solicitation and extortion, collusion, and money laundering; the offer, promise or provision or request, receipt or acceptance of gifts, loans, favors, fees, rewards, facilitation payments or other advantages as an inducement to do something that is dishonest, illegal, or represents a breach of trust in connection with the person's performance of a position, office or assignment (direct and indirect).

- Both corruption and bribery in the private sector and the public sector are prohibited.
- The bribery provisions cover both active and passive corruption. Active corruption refers to the act of promising or providing a bribe, as opposed to the act of receiving a bribe (passive). The term does not indicate that the active party necessarily has taken the initiative, as the bribe may have been demanded by the receiving party (who then commits "a passive corrupt act").
- Note that simply the act of offering someone a bribe is sufficient to be held liable under many anti-corruption laws, even if the offer is rejected. No actual transfer of money, goods etc. needs to be made.

An "advantage" may constitute anything that the recipient finds in his/her own or related persons' interest or they can derive benefits from. For example, cash, loans, gifts, favors, entertainment, education, job positions within the company and travels.

Important factors when determining whether an advantage is improper, are for example the purpose, value, transparency, and frequency/recurrence of the advantage. If the advantage is intended to influence the recipient's execution of its professional duties it will normally be regarded as improper.

Aiding and assisting to corruption and bribery is also prohibited. For instance, an employee who authorizes a money transfer knowing, or holding it likely, that the payment represents a bribe, can be held criminally liable for aiding and assisting, even if he/she has no involvement in the planning or setting up the corruption scheme. The employee does not need to benefit from the scheme him-/herself.

Scope and purpose

Photocure has zero tolerance for corruption and bribery in all forms, whether direct or indirect, in the public sector and the private sector. We act consistent with the anti-bribery and anti-corruption laws that exist worldwide and we require the same from our business partners.

This policy does not claim to be all-inclusive, and it is expected that Photocure employees always use their own judgement to follow the high ethical standards to which Photocure is committed.

The policy applies to the Board of Directors, the Management Team and all employees (including hired personnel). It applies to Photocure's affiliates, as well as to sales representatives, agents and others who act on Photocure's behalf.

It is required that everyone working for or on behalf of Photocure familiarize themselves with and act in accordance with this policy. This means that Photocure employees must understand what types of payments, transactions and business activities that may expose themselves and Photocure to bribery, corruption and money-laundering risk.

This policy sets forth some general guidelines for the company's employees with regards to anti-corruption and is not intended to be an exhaustive regulation regarding anti-corruption for Photocure's employees. Further guidelines are given in the company's operational routines determined by Head of Global Regulatory, Quality and Compliance.

Photocure's stance against bribery and corruption is embedded in our Code of Conduct.

Legal context

Photocure is subject to Norwegian law and under Section 27 of the Norwegian Penal Code companies may be held criminally liable when a penal provision (e.g. the corruption or money laundering provision) is contravened by person who act on behalf of the company.

Further, Photocure's international affiliates may be subject to local anti-bribery and corruption laws. Photocure's policy is to comply with all applicable anti-bribery and corruption and anti-money laundering legislation in the countries of our operations. Photocure's activity may also be subject to certain extraterritorial laws, such as the US Foreign Corrupt Practices Act and the UK Bribery Act. Exposure under such laws should always be taken into consideration and may influence Photocure's decision-making.

Our policy

Strictly prohibiting offer, promise or provision of bribes and all forms of illegal payments:

We strictly prohibit any offer, promise or provision of bribes, kickbacks, illegal payments and any other offer of items of value that may inappropriately influence or reward a current or potential customer to order, purchase or use our products. Further, we strictly prohibit any offer, promise or provision of bribes, kickbacks, illegal payments and any other offer of items of value that may inappropriately influence or reward any government official, healthcare professional, customer or supplier or any other person or entity (including in the private sector) with the intention to:

- (i) induce a person to perform improperly a relevant function or activity, or
- (ii) to reward a person for the improper performance of such a function or activity.

This applies whether provided directly or indirectly through a third party such as an agent or distributor.

Strictly prohibiting request, receipt or acceptance of bribes and all forms of illegal payments:

We strictly prohibit any request, receipt or acceptance of bribes, kickbacks, illegal payments and any other offer of items of value for Photocure employees or others to:

- (i) improperly perform Photocure employees' duties, function or activities, or
- (ii) as a reward for the improper performance of such a duty, function or activity.

Ensuring our interactions with public and private entities and individuals are in line with ethical and anti-bribery and anti-corruption standards:

It is our duty to follow local and international laws and ethical standards prohibiting bribery and corruption, and to avoid inappropriately influencing the decision to prescribe and buy our products. Similarly, trading in influence is prohibited, which includes giving or offering any person, or requesting, accepting or receiving for oneself or other, an undue advantage in return for influencing the conduct of another person's position, office or performance of an assignment.

When we interact with healthcare professionals, healthcare organizations and systems, wholesalers and pharmacies, whether governmental or private, we do so in a legal and ethical manner consistent with principles, policies, laws and regulations and industry standards. If there is a real or apparent inconsistency or conflict between the requirements of local or international law and Photocure policies, Photocure requires its employees to comply with the most restrictive standards. Any third party who conducts business on our behalf must also comply with these requirements.

Clear rules for gifts, hospitality and entertainment:

No Photocure employee shall offer payments, gifts, business hospitality or items of value to any government official, healthcare professional, customer or supplier for the purpose of obtaining or keeping a commercial

advantage of any kind. In addition, we will not provide any payment or benefits to private sector employees to influence them to obtain or retain a business advantage.

To keep our relationships fair, honest and objective, we avoid conflicts of interest that can occur when an employee solicits or accepts gifts, payments, loans, services or any form of compensation from suppliers, customers, competitors or others seeking to do business with us. Photocure employees must not accept any gifts or payments in exchange for special services or considerations.

Gifts may be offered or received in relation to employees or contractors of privately owned companies when it is in line with the abovementioned requirements and is of a limited value unless the gift is made close to the time of concluding contracts or negotiations or is made to the private address to the recipient or in another non-transparent manner.

Directly business-related entertainment and meal invitations may be offered or received in relation to employees or contractors of privately owned companies when it is in line with the abovementioned requirements, it has a proper business context, is at a moderate level, representatives of the host are participating, participation is not frequently repeated and travel costs and accommodation are not covered by the inviting business partner.

If a Photocure employee receives or becomes aware that they will be offered a gift or business hospitality that is not in accordance with the requirements set out above, the employee's immediate superior shall be informed and shall decide whether accepting such gift/business hospitality might affect the relevant employee's impartiality and therefore whether it may be accepted/kept or rejected. When in doubt, the superior shall consult Head of Global Regulatory, Quality and Compliance.

All expenses must be accounted for in compliance with applicable laws and internal guidelines. Each Photocure employee is responsible for reporting any gifts or benefits received from third parties to the tax authorities and/or other public authorities in accordance with applicable laws and regulations at any time.

Clear rules for grants and donations:

Grants and donations can be made only where the purpose is to contribute to medical research or improved patient treatment and have a clearly defined purpose. Upon provision of grants and donations, Photocure shall ensure that we engage with persons and organizations capable of using the funds as intended by Photocure. Grants can only be given to an institution and with written documentation in place.

Avoid situations or positions that may conflict with Photocure's interests:

Photocure employees shall act in the best interest of the company and take necessary steps to avoid situations or positions that may conflict with, or that could be perceived to conflict with, Photocure's interests.

Reporting misconduct and consequences of breach:

We strongly encourage our employees to speak up if they ever come across possible violations of the policy. All potential/actual bribery, corruption and money laundering discovered shall be reported immediately to Head of Global Regulatory, Quality and Compliance. Such reports, the handling thereof and conclusions made shall be properly documented.

Head of Global Regulatory, Quality and Compliance, the CEO, the CFO or the board of directors may initiate internal and/or external investigations to clarify relevant facts in relation to a report on possible corruption and money-laundering. Findings may be reported to the relevant public authorities.

Any breach of this Policy may put Photocure and individuals at severe risk, and we take appropriate actions to mitigate such violation. Photocure may take remedial actions that could have adverse consequences for the employee's employment or a business partner's relationship with the Company. With respect to employees, breaches could for example result in written warning, dismissal, civil claims, and/or reporting to public authorities that could result in criminal investigations and convictions.

Risk assessments and training:

Photocure's Head of Global Regulatory, Quality and Compliance is responsible for performing a yearly assessment of the corruption risks related to the company's operations. Examples of such risks are country risk, business partnership risk and transaction risk. Company management and employees facing Photocure's third parties (including customers, suppliers and other parties involved with the company), shall receive and must attend relevant training on anti-bribery and corruption and anti-money laundering.

It is the responsibility of Photocure's Head of Global Regulatory, Quality and Compliance to oversee the training efforts within the organization. The frequency and amount of training hereunder allocation between departments as appropriate will be based on the results of the risk assessment.

Monitoring our performance:

Photocure's Head of Global Regulatory, Quality and Compliance is responsible for monitoring the effective implementation of the Policy and supplementary procedures, hereunder proper and applicable update of this policy. Compliance with this policy and procedures must be subject to internal control and supervision, and review should be performed of certain activities and expenses to identify possible non-compliance.

An annual monitoring of our corruption risk and the outcome of it is published in our annual Environmental, Sustainability and Governance (ESG) report.