

Anti-corruption / antibribery policy

I. Corporate commitment

At Median Technologies, our unwavering dedication to upholding the highest standards of professional and ethical conduct is the cornerstone of our operations. Corruption, in any form, has no place within our organization. This Anti-Corruption Policy (the "Policy") serves as a steadfast reminder that our people must prioritize ethics in all their endeavors when representing Median Technologies, conducting themselves with honesty and integrity.

Our commitment to professional and transparent business practices safeguards Median Technologies's reputation while ensuring that we and our people remain compliant with stringent anti-corruption laws, which carry substantial penalties.

This Policy applies to Median Technologies S.A. and its affiliates ("Median"), as well as to every individual associated with Median, including shareholders, directors, independent auditors, employees, including the top management, as well as those who, despite not being employed by Median, operate directly or indirectly for the same (e.g. Agents, collaborators in any capacity, consultants, suppliers, business partners), all defined as "Covered Persons".

It is imperative to consider this commitment in conjunction with our Code of Ethics and Business Conduct, approved by the Board of Directors of Median ("the Code"). The terminology used in this commitment aligns with the definitions provided in the Code.

Together, we affirm our dedication to maintaining the highest ethical standards and preserving Median's integrity in all our actions and associations.

II. Anti-corruption law

Median and its Covered Persons are obligated to adhere to stringent anti-corruption laws worldwide, including (i) the French Transparency, Anti-Corruption and Economic Modernisation Act 2016-1691 of 9 December 2016, known as the "Sapin II Act", (ii) the United States Foreign Corrupt Practices Act (15 U.S.C. Section 78dd-1, et. Seq.) As amended (the "FCPA"), (iii) the UK Bribery Act 2010, (iv) the Italian Legislative Decree 231/2001, (v) the provisions set forth in the Anti-unfair Competition Law of the People's Republic of China and Criminal Law of the People's Republic of China, (vi) any applicable legislation or regulation implementing the Organization for Economic Cooperation and Development Convention Against Bribery of Foreign Public Officials in International Business Transactions; and (vii) all other applicable laws, regulations, orders, judicial decisions, conventions and international financial institution rules regarding domestic or international corruption, bribery, ethical business conduct, money laundering, political contributions, gifts and gratuities, or lawful expenses to public officials and private persons, agency relationships, commissions, lobbying, books and records, and financial controls. This commitment transcends borders, nationality, and location, obligating us to comply with the world's most rigorous anti-corruption regulations.

Furthermore, international entities such as the Organisation for Economic Co-Operation and Development and the United Nations, along with international financial institutions, have established stringent anti-bribery and anti-corruption policies governing international transactions and projects.

These anti-corruption laws universally prohibit practices such as bribery, kickbacks, and facilitation payments. It is imperative that Covered Persons avoid any conduct explicitly forbidden by these anti-

corruption laws. Additionally, Covered Persons must exercise sound judgment to prevent actions that may give the appearance of corruption.

Corruption is not only ethically wrong but also illegal, carrying significant penalties. Individuals and businesses found engaged in prohibited activities may face severe consequences, including debarment, civil and criminal liabilities, as well as enduring damage to their reputation.

At Median, we emphasize our unwavering commitment to ensuring that our conduct remains in full compliance with anti-corruption laws, thereby safeguarding our reputation and fostering a culture of ethical and lawful behavior.

III. Defining corruption and assessing risks

Corruption is characterized by the misuse of one's position to gain an unfair advantage. Anti-corruption laws unequivocally declare it unlawful to offer, promise, give, request, or accept "anything of value" in exchange for an "improper advantage." In certain anti-corruption regulations, the mere intention to engage in corrupt activities is, in itself, considered an offense. Corruption encompasses a broad spectrum of unethical behaviors, ranging from minor payments facilitating routine transactions to the fraudulent acquisition of substantial public contracts.

Given Median's global operations, our Covered Persons participate in various transactions that may carry corruption risks. This encompasses competitive bidding for government and commercial contracts in regions, countries, or territories where there exists a heightened potential for ethical, compliance, health, or safety concerns, referred to as "High-Risk Countries." In such areas, practices such as bribes, kickbacks, and facilitation payments may unfortunately be perceived as customary in business dealings.

Median maintains an uncompromising stance against all forms of corruption anywhere in the world. Various manifestations of corruption are detailed below for clarity, and Covered Persons are encouraged to consult the Legal Compliance Officer, whenever they are uncertain about whether a particular action might be categorized as corruption or prohibited conduct.

By collectively adhering to our commitment to anti-corruption, we protect our integrity and uphold the highest ethical standards in all our business dealings, irrespective of location or circumstance.

Bribery

Bribery is the act of offering anything of value to gain an unfair business advantage. The term "anything of value" encompasses cash and any item or benefit that holds value to the recipient, including extravagant trips, gifts, payment of educational or living expenses, contributions, home improvement services, or investments. Even a commitment to provide something in the future in exchange for an unjust business advantage constitutes bribery.

Bribery can involve numerous parties in a transaction, but it consistently involves a minimum of two key parties: the individual making the bribe (the supply side/supplier) and the individual receiving it (the demand side/recipient). In both cases, these actions raise significant ethical and legal concerns and result in a breach of trust and responsibility by all involved parties.

If there is any uncertainty about whether a particular action could be considered a bribe, we encourage you to seek guidance from the Legal Compliance Officer.

Kickbacks

Kickbacks occur when suppliers or service providers redirect a portion of their fees to individuals who grant them contracts or other business advantages. Offering kickbacks to secure a bid is one of the most prevalent forms of bribery. Anti-corruption legislation explicitly prohibits kickbacks. Additionally,

kickbacks fall under the purview of antifraud and related laws, as transactions involving payments and invoicing frequently involve financial misstatements and misrepresentations.

Facilitation payments

Facilitation payments, also known as "speed money" or "grease payments", refer to modest payments made to government or public officials with the intent of expediting routine governmental transactions to which the payer is already entitled. Unlike bribery, facilitation payments do not lead to an unwarranted advantage; instead, they expedite or facilitate the transaction. Instances of facilitation payments include remunerations to hasten customs clearances and additional fees paid to officials to accelerate processes such as a product approval.

Median strictly prohibits facilitation payments. These payments are illegal in the majority of countries, and a willingness to offer them often results in requests for larger and more substantial payments.

Political contributions

Although in several jurisdictions it is not illegal to make contributions to political movements and parties, political contributions present the risk of being used as an improper means of corruption to maintain or obtain a business advantage. Due to these risks, Median does not make contributions to parties, movements, committees, political and trade union organizations, their representatives, and candidates.

IV. HCPs and other partners

Covered Persons must refrain from offering anything to government and public officials ("GO"), or third parties in the private sector that could potentially lead them to violate their entrusted duties, be it within a public or private organization. This principle holds particular significance during competitive bidding processes or contract negotiations, where even small tokens of appreciation might be misconstrued as bribes in specific contexts.

Additionally, when interacting with gos, including former officials, or when engaging with the immediate family and close associates of gos (often referred to as "politically exposed persons" or "peps"), it is crucial to exercise extraordinary caution. Anti-corruption laws exhibit heightened strictness in this domain. While there may be instances where such interactions are both appropriate and justified, involvement with peps could potentially expose Median and its Covered Persons to corruption-related risks.

Similarly, when dealing with hcps it is essential to be vigilant and refrain from (even trying to) improperly influencing their behavior, decisions, or actions, neither directly nor indirectly, such as through a third party. Potential pitfalls can be averted by exercising sound judgment and adhering to the guidelines outlined in ANNEX 1. This diligent approach underscores our dedication to maintaining the highest ethical standards and mitigating risks associated with unethical engagements.

Indirect corruption through business partners

Bribery and kickbacks can also manifest indirectly when they encompass a third party acting as an intermediary between the requester of the bribe or kickback and the individual providing it. While bribery often transpires with the full awareness of all involved parties, it can also take place with one or more participants remaining entirely unaware, particularly when a third party is involved. Indirect transactions represent the most prevalent method through which bribery and kickbacks occur.

To mitigate this risk, Covered Persons must ensure that business partners undergo thorough vetting, in accordance with the guidelines provided in the guidelines outlined in ANNEX 1. These partners should have a comprehensive understanding of Median's policies and Median's Code of Conduct. This

proactive approach underscores our commitment to transparency, ethical conduct, and the prevention of indirect unethical transactions facilitated through intermediaries.

V. Avoiding corruption

Adopt a zero-tolerance stance

Every Covered Persons must adopt a zero-tolerance policy concerning all manifestations of corruption, encompassing bribery, kickbacks, and facilitation payments. To prevent corruption, Covered Persons are required to:

- Refrain from offering, providing, soliciting, or accepting bribes or kickbacks, even if such actions are requested or mandated by a senior manager
- Abstain from participating in any fraudulent or dishonest conduct
- Refuse to authorize any corrupt activities or behaviors
- Avoid turning a blind eye to potentially corrupt behavior exhibited by subordinates or business partners acting on behalf of Median
- Refrain from concealing any instances of corruption or potentially corrupt activities
- Steer clear of activities that might facilitate corruption, including crafting illegal agreements, generating fraudulent claims, falsifying evidence, and providing false testimony in legal proceedings.

Responding to Corruption incidents

When confronted with a situation involving corruption, Covered Persons are encouraged to take the following actions:

- Kindly decline to comply with the request. In these instances, maintain politeness when interacting with the individual making the request
- If the request for a bribe persists, inform the requester about Median's zero-tolerance approach and the stringent anti-corruption laws that apply to our organization
- Suggest that any demands for bribery be documented in writing
- Thoroughly document the entire event, including the involvement of any witnesses, if available
- Without delay, report the incident to the supervisor and the Legal Compliance Officer
- If a Covered Person suspects that a colleague or one of Median's business partners is engaged in potentially corrupt behavior, they should document their concerns and promptly seek guidance from the Legal Compliance Officer. Together, they will assess the situation to determine if further investigation and precautionary measures are warranted.

Alternatively, Covered Persons can also report such situations through Median's dedicated hotline: legal-compliance@mediantechnologies.com, providing an additional avenue for addressing corruption concerns.

Handling Challenging Situations: Exception for Life or Liberty

Despite all precautions, Covered Persons may encounter demanding situations during the course of their work. Some corruption-related demands, whether they involve bribes, kickbacks, facilitation payments, or other forms, may be enforced through extortion, including threats of violence, detainment, or personal harm. For instance, this may include a demand for payment to secure

Emergency admission to a hospital. However, it does not include a request for payment in the context of a cyber-attack (ransomware) on the Company's infrastructure and systems; in such cases, the concerned person should promptly contact his/her supervisor and the IT Department.

In situations other than those described above, Covered Persons should exercise their best judgment to uphold Median's business standards while minimizing risks to their life or liberty. Median will support any Covered Person who reports an incident after being coerced into an extortion situation. Once the immediate danger has passed, such a Covered Person should report the incident to the Legal Compliance Officer, and any payments made must be accurately recorded.

VI. Non-compliance

Median upholds a stringent zero-tolerance stance against any form of corrupt practices committed by Covered Persons, including business partners. Participation in corrupt activities constitutes a violation of the Code and will result in consequences, which may extend to termination of employment. In addition, breaching anti-corruption laws can lead to grave repercussions for both Median and the Covered Persons implicated. These consequences may encompass potential legal ramifications, including imprisonment, financial penalties, and penalties, as well as the disqualification of Median from participating in public projects. We remain steadfast in our commitment to maintaining ethical standards and ensuring compliance with all applicable laws and regulations.

VII. Where to seek assistance

In situations where Covered Persons are uncertain about whether a particular action could be perceived as or deemed as corruption, they are encouraged to seek guidance from the Legal Compliance Officer. If any aspects of this Policy are unclear or require clarification, Covered Persons may contact legal-compliance@mediantechnologies.com.

VIII. Reporting suspected violations

Prompt reporting of potential non-compliance with this Policy, whether by Median, and the Covered Persons engaged in or anticipated to conduct business with Median, is essential. Such reports must be made in good faith, without fear of retaliation, ensuring that no whistleblower is discriminated against with effects on their working conditions that are related to the report. Covered Persons are encouraged to report suspected misconduct to their immediate manager and the Legal Compliance Officer. Additionally, suspicions of misconduct can be reported confidentially and anonymously through Median's email legal-compliance@mediantechnologies.com, as permitted by applicable law. We value transparency and your commitment to upholding our ethical standards and compliance with this Policy.

Annex 1. - guiding principles in sensitive areas

Arrangements for Service Fees

Payments and contracts with Healthcare Professionals (hcps) and Government Officials (gos) providing legitimate services to Median must adhere to the following guidelines:

- There should be a genuine business requirement within Median for expert advice or support in areas such as medical, scientific, clinical, and research, among others, when Median lacks specific expertise
- Selection of hcps/gos for fee-based engagements should be based on objective criteria, taking into consideration the skills, knowledge, and expertise required for the services in question
- Offering, promising, or engaging individuals to provide services with the aim of gaining an improper advantage, directly or indirectly, whether implicit or explicit, to influence decisions regarding product prescription, recommendation, purchase, sale, or reimbursement, or to reward such behavior, is strictly prohibited
- Compensation must be reasonable, appropriate, and commensurate with the services to be provided, adhering to fair market value (FMV) standards and considering the individual's capabilities, knowledge, and expertise
- Compensation may include reasonable reimbursement for legitimate out-of-pocket expenses incurred in relation to these services unless such payments are locally prohibited by law. Such reimbursements should be limited to expenses that cannot be directly paid by Median to the service provider
- A written agreement between the parties must document the description of the services to be provided and the corresponding compensation before any services are rendered
- The results of the services provided by hcps/gos must be documented
- After the assignment is completed, Median must evaluate the effectiveness and usefulness of the outcomes in relation to the genuine business need
- Compliance with relevant laws or trade association codes necessitates the disclosure of transfers of value to hcps/gos
- In cases where local laws or the employer of the HCP/GO require it, the employer of the HCP/GO must grant written approval for the engagement
- Potential conflicts of interest should be identified and addressed before engaging an HCP/GO
- Any analysis related to the engagement should not involve assessments of formulary or access support, return on investment, or changes in the prescribing or purchasing habits of the HCP.

Gifts and Entertainment

Median and Third Parties must make their business decisions in a fair and unbiased manner, free from any actual or perceived influence stemming from gifts or favors.

In general, the practice of giving gifts or entertainment to hcps is prohibited. However, where local trade association codes permit, and subject to Median Code, nominal-value gifts may be offered to hcps in specific circumstances.

Additionally, unless prohibited by relevant laws and regulations, it is permissible to offer customary gifts or provide other benefits in association with business discussions involving Government Officials (gos).

Irrespective of the recipient, any benefit provided must meet the following criteria:

It is permissible under both local laws and local trade association codes

It is not extravagant or lavish and is not in the form of cash or cash equivalents. Instead, it is of reasonable and modest value, as determined by local laws and practices

It adheres to good business practices and is offered or received infrequently

It is given without any intention to influence the recipient for the purpose of gaining an improper advantage for Median or any other individual or entity, or as part of an explicit or implicit exchange for favors or benefits, or any other corrupt purpose

It is provided transparently and accurately recorded in Median's financial records.

Hospitality (Travel and Accommodation Expenses)

Median may cover reasonable expenses for travel, accommodation, and meals if they are directly associated with an engagement for the counterparty to provide legitimate services.

Under no circumstances should any hospitality benefit be offered with the intention to inappropriately influence any individual or entity engaged in business with Median or give the appearance of doing so.

Payment or reimbursement of hospitality expenses will be subject to careful review and approval in compliance with applicable laws and Median's relevant policies and procedures, ensuring that it qualifies as a genuine business expense.

Companies may also extend financial support (limited to travel, meals, and accommodation) for hcps to attend scientific and educational events (please also refer to the "Support of Medical Education" section).

Support of Medical Education

In certain countries, Median may provide sponsorship to hcps for their participation in third-party scientific congresses and offer preceptorships to educate hcps or Median Covered Persons, as long as this support is allowed by applicable laws, regulations, and trade association codes. To ensure compliance, the following conditions must be met:

- Funding is restricted to covering travel, meals, accommodation, and registration fees (please also refer to the "Hospitality" section)
- Both the regulations of the HCP's home country and the country where the activity is taking place must be followed concerning hospitality
- Any interactions between Median staff and the participating hcps should not be intended to establish relationships with hcps or gain access to them
- The criteria for selecting HCP candidates to attend such events should be based on identifying educational gaps
- These events should offer valuable, scientifically sound, and independent knowledge, directly relevant to the Company's therapeutic areas and beneficial for the supported HCP
- All financial support provided must be documented, and recorded, and may need to be disclosed for transparency purposes.

Public Affairs and Advocacy

Median maintains regular interactions with government entities, payors, and other stakeholders, providing them with valuable insights and data to advocate for decisions that promote innovation, efficient healthcare spending management, and patient support. Such activities, where permissible, will be conducted in alignment with the principles of transparency, honesty, and integrity, and will not be exploited for any corrupt or unlawful purposes, or to exert undue influence on any decisions. All efforts will be carried out in accordance with applicable local laws and regulations.

Grants and Donations

Median may offer financial support for social, cultural, and scientific endeavors and authorize reasonable charitable donations, as well as provide research and educational grants. These grants and donations must be approved in advance by the Company, and are permissible as long as and rigorously adhere to internal protocols and comply with all applicable laws and regulations.

Under no circumstances shall these activities be used or intended for corrupt purposes. To ensure compliance, Median will conduct appropriate due diligence on the recipients. Grants and donations are not directed toward individuals, political parties, or similar entities.

Sponsorships

Median engages in various sponsorship agreements designed for mutual benefit, establishing a connection between Median and the sponsored party through financial support for research, events, activities, or organizations. These sponsorships by Median can be scientific, institutional, with no marketing intent, or for third-party organized events aimed at corporate recognition opportunities and/or educational purposes.

All of these activities will align with Median's procedures, local laws, and relevant trade association codes.

Relations with Third Parties

Median may be held responsible for the actions of Third Parties, whether in giving or accepting bribes or for failing to take adequate measures to prevent Third Parties from engaging in bribery or related misconduct, even when the company was unaware of the alleged impropriety.

To mitigate these risks, when entering into agreements with Third Parties, Median adopts a due diligence approach based on risk assessment, considering the nature and scope of the activities to be carried out by the Third Party.

Engaging Third Parties must never be utilized as a means to create incentives, provide rewards, or gain improper business advantages for Median.

Business Development

Prior to engaging in the relevant activities, Median must regard with adequate care:

- Any transaction related to the acquisition of all or a portion of a third party or business
- The merger of a Median business with another company or business
- Any joint agreement or arrangement between Median and one or more Third Parties to jointly own and operate a separate enterprise for the mutual benefit of Median and the Third Parties

- Licensing arrangements in which one of Median's entities grants a Third Party permission to manufacture its products.

For new business acquisitions, it is essential to establish a structured process to ensure the timely and organized integration of the acquired entity into existing compliance program structures and internal controls.

Employment Practices

Median strictly avoids pursuing any unlawful advantages in its recruitment and selection practices. Accordingly, we seek out talent whose qualifications genuinely align with the company's needs, and our recruitment process adheres to the principles of objectivity and impartiality. Our goal is to select individuals who exemplify the required standards of integrity, professionalism, and competence.

During the selection stage, candidates are required to declare any potential conflict of interest situations, in accordance with applicable legislation.

These same principles of objectivity and impartiality are upheld by Median when it comes to recognizing and rewarding high performance and achievements among our personnel, in line with our corporate values and expectations. Additionally, our recruitment process is sensitive to the potential issue of the "revolving door" and the hiring of management or executives from government or public sector backgrounds.

Books and Records/Internal Controls

At Median, it is imperative that all records and documents are created and maintained to accurately and equitably represent all transactions with economic or financial significance. Every financial transaction must be thoroughly documented and correctly recorded in the books and records of the pertinent Median entity. Each entity is required to adhere to the established financial controls and approval procedures relevant to their operations.

The management of books and records, including their retention and archiving, must be in accordance with the standards set by Median, as well as comply with tax regulations and any other applicable legal requirements.

These records encompass a wide range of items, including but not limited to accounts, invoices, correspondence, papers, records of sales and purchases, supplier and customer lists, business reports, memoranda, files, and any other documents or transcribed information of any nature.