



**Anti-Bribery and Anti-
Corruption Policy of the
Company SALUS, Ljubljana,
d.d. and the SALUS Group**



1. PURPOSE

The Anti-Bribery and Anti-Corruption Policy of the Company SALUS, Ljubljana, d.d. and the SALUS Group (hereinafter: "Policy"), developed on the basis of the Code of Conduct of the Company SALUS, Ljubljana, d.d. and the SALUS Group, specifies the principles and rules that ensure that the companies of the SALUS Group operate in accordance with the applicable legislation in the field of prevention of bribery and corruption.

The companies of the SALUS Group operate with integrity and in a socially responsible manner and, reasonably, comply with the currently applicable version of the following regulations in particular:

- UK Bribery Act Guidance 2010, [Bribery Act 2010](#).
- USA Foreign Corrupt Practices Act, [Criminal Division | Foreign Corrupt Practices Act Unit](#).
- GIRP - Code of Conduct for the European Association of Pharmaceutical Full-line Wholesalers 2012, [code_prevod.pdf](#).
- EFPIA Code of Conduct, respectively the code of conduct of local associations of the innovative pharmaceutical industry in the country where the affiliated company is registered, [The EFPIA Code](#).
- MedTech Europe Code of Ethical Business Practice, respectively the code of local medical technology and service providers in the country where the affiliated company is registered, [MedTech Europe Code of Ethical Business Practice - MedTech Europe](#).
- OECD Anti-bribery Convention, [205.en.pdf](#).
- UN Convention against Corruption, [UNITED NATIONS CONVENTION AGAINST CORRUPTION](#) in
- Integrity and Prevention of Corruption Act ([Zakon o integriteti in preprečevanju korupcije \(ZIntPK\) \(PISRS\)](#)), respectively comparable local regulation.

2. RESPONSIBILITIES

All companies of the SALUS Group operate transparently and in accordance with the highest ethical standards. We strictly reject and prohibit any form of bribery and corruption.

The obligations and prohibitions set out in this Policy apply to all employees and management of companies of the SALUS Group (hereinafter: "employees"). All employees must familiarize themselves with this Policy and are responsible for adhering to it and acting in accordance with it. As far as the obligations under this Policy apply to companies within the SALUS Group, they also apply mutatis mutandis to the persons referred to in this paragraph.

In the event of any conflict and/or inconsistency between this Policy and any law, regulation, or other policy, the stricter regulation shall apply.

3. SCOPE

3.1. Corruption

Corruption is any violation of the duty of conduct of officials and responsible persons in the public or private sector, as well as the conduct of persons who initiate violations or persons who may benefit from the violation, due to directly or indirectly promised, offered, given, or requested accepted or expected benefits for themselves or for others¹.

Corruption takes various forms, from bribery and extortion to fraud, embezzlement, abuse of power, nepotism, and clientelism. This Policy places particular emphasis on the most widespread form of corruption, namely bribery.

3.1.1. Bribery

Bribery is the giving, offering, promising, requesting, or accepting (or persuading, inducing, encouraging someone to give, offer, promise, request, or accept) of gifts, rewards, or other benefits (pecuniary or non-pecuniary) directly or indirectly, with the intention of influencing the official conduct of a holder of public authority, a public official, or a person governed by private law, in order to obtain or retain an unjustified business or competitive advantage or an expected benefit. Bribery can occur in various situations and in various forms.

3.2. Integrity

Integrity is the expected behavior and responsibility of individuals and organizations in preventing and eliminating risks that power, function, authority, or other decision-making authority is used contrary to the law, legally permissible objectives, and ethical codes².

4. RULES AND PRINCIPLES

The SALUS Group prohibits any corrupt conduct that would result in any inappropriate business or competitive advantage or expected benefit.

The SALUS Group has an established corporate policy that prohibits employees from giving, offering, promising, or receiving (or soliciting and/or encouraging others to do any of these things) gifts, rewards, or any other benefits (whether pecuniary or non-pecuniary), directly or indirectly, with the intention of influencing the proper conduct of a holders of public authority, public official or private law entity in order to obtain or retain an improper business or competitive advantage or expected benefit.

The SALUS Group has zero tolerance for and prohibits any form of bribery and corruption, regardless of the status of the recipient or the person who gives, offers, promises, solicits, or encourages corruption, regardless of whether the bribery and corruption involve a holder of public authority, public official, or private individual.

When a SALUS Group company has a signed cooperation agreement with a principal, based on which it acts on behalf of and/or for the account of the principal, and the principal has established its own policy of rules and principles related to the prevention of corruption, the SALUS Group company must adhere to these policies if they are stricter.

The company must also comply with the principles and policies of various industry associations (e.g., MedTech Association) if the principal is a member of such an association and requires this from the company of the SALUS Group and agrees with the company to do so.

¹ Point 1 of paragraph 1 of Article 4 of the Integrity and Prevention of Corruption Act (Official Gazette of the Republic of Slovenia, Nos. 69/11 and 158/20)

² Point 3 of paragraph 1 of Article 4 of the Integrity and Prevention of Corruption Act (Official Gazette of the Republic of Slovenia, Nos. 69/11 and 158/20)

4.1. Public officials and holders of public authority

A holder of public authority is a legal entity under private or public law or a natural person who, based on the law, acquires public authority to perform certain functions of state administration.

A public official is a person who enters into an employment relationship in the public sector, either in state bodies, local self-government administrations, public agencies, public funds, public institutions, public economic institutions, public law entities that are indirect users of the state budget or local community budget, or in public companies and commercial companies in which the state or local community has a majority share or dominant influence.

Bribery of holders of public authority or public officials is absolutely prohibited and unacceptable.

4.1.1. Healthcare professionals

Cooperation with healthcare professionals must not be established for the purpose of rewarding, securing business or obtaining an unfair business advantage or any other inappropriate benefit for the SALUS Group.

4.2. Gifts, awards, trips, and other benefits

Promising, offering, or providing gifts, awards, trips, and other benefits (e.g., social events, etc.) that could be considered corruption or bribery is not permitted and is strictly prohibited.

Gifts or any other benefits, if they occur and are not promised, offered, or provided for the purpose described in the previous paragraph, must be reasonable, socially acceptable, modest, of small or negligible value, unsolicited and occasional, within the limits of what is legally permitted and solely as a token of appreciation, without any expectation of benefit.

It is prohibited to give cash, banknotes, gift vouchers, precious metals, tickets for leisure activities, etc.

Gifts or other benefits may not be given on behalf of principals, unless the giving of gifts or other benefits is expressly requested or approved by the principal concerned, in which case the applicable legislation and this Policy must be observed, or, in the event of inconsistency, the stricter regulation.

4.3. Hospitality

Hospitality may be offered if it is lawful, ethical, consistent with internal rules, and moderate in value, occasional, and in support of the company's business (e.g., a business meeting), which must be the primary purpose.

4.4. Services and consultancy

Companies within the SALUS Group may hire experts for various consulting and other types of services in their business operations. The selection of experts must be made carefully and fairly, and at least the following must be considered when making the selection:

- experts are selected solely based on their knowledge and competencies,
- we consider any potential conflicts of interest and disclose them appropriately,
- the selected expert must have a good reputation for integrity and high ethical standards,
- the expert's remuneration is linked to the service provided and corresponds to the fair market value.

4.5. Facilitation payments and commissions

A facilitation payment or commission is a payment or small amount of money given to a holder of public authority, public official, or third party (e.g., in the private sector) with the aim of expediting or influencing the performance of their official duties.

The SALUS Group prohibits any such payments, promises, offers, impositions, approvals, guarantees, or acceptances.

4.6. Fictitious documents and records

All documents and documentation (including, but not limited to purchase orders, offers, contracts, and invoices) and all financial transactions related to the SALUS Group must be based on the true and actual status. They must be supported by reliable data, clearly reflect their true nature, and be properly documented, accurately recorded in financial reports and other records, regularly audited, and updated as necessary. It is prohibited to display non-existent, untrue, falsified, or manipulated conditions and/or transactions.

4.7. Political contributions

The SALUS Group does not permit the promise or giving of direct or indirect political contributions, donations, or any form of financial or material support to political parties, candidates, or political campaigns.

4.8. Money laundering and terrorism financing

Money laundering and terrorism financing are prohibited; for a detailed description, see [GPOL-1 Code of Conduct of the Company SALUS, Ljubljana, d.d. and the SALUS Group](#).

4.9. Tax evasion

The companies of the SALUS Group operate transparently and comply with the tax laws of the countries in which we operate. We act in accordance with international accounting and other relevant standards, and therefore we do not enable, engage in, or permit tax evasion and/or fraud.

4.10. New business partnerships

Before entering a new business relationship, the persons responsible for compliance at SALUS Group companies prepare an appropriate risk assessment and verify the compliance of the third party, its key employees, and the transaction.

5. REPORTING OF ALLEGED VIOLATIONS

Any alleged violation of the Policy must be reported immediately and, for this purpose, follow the instruction [GIN-9 Raising concerns and reporting violations.](#)

6. REFERENCE DOCUMENTS

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