

MAYNE PHARMA GROUP LIMITED

ANTI-BRIBERY & ANTI-CORRUPTION POLICY

1. INTRODUCTION

This global policy outlines the principles that inform and guide business transactions Mayne Pharma directors, officers, and employees engage in everywhere we do business throughout the world. Mayne Pharma applies a “zero tolerance” approach to any acts of bribery or corruption.

This policy applies to all Mayne Pharma directors, officers, and employees engaged in business transactions, at any level, on behalf of Mayne Pharma Group Limited or any of its fully owned or controlled subsidiaries (“**Mayne Pharma**”).

2. POLICY STATEMENT

Mayne Pharma prohibits all forms of bribery and corrupt conduct, whether involving a government official, an individual, or another company, in accordance with all applicable laws and regulations. Mayne Pharma’s prohibition applies to both direct and indirect bribery and corrupt conduct. Consequently, engaging a third-party vendor to engage in prohibited behaviour will violate this policy. **Mayne Pharma applies a “zero tolerance” approach to any acts of bribery or corruption.**

3. BACKGROUND

Among the anti-bribery laws that apply to Mayne Pharma’s business dealings are the Australian anti-bribery and corruption legislation contained in the Commonwealth Criminal Code Act, and the US Foreign Corrupt Practices Act (US FCPA). Other local anti-bribery and corruption laws may apply. All Mayne Pharma directors, officers, and employees who are entrusted with conducting business on behalf of the Company must be aware of all applicable laws that govern their activities. Any questions or concerns should be referred to your local Compliance or Legal Team member for guidance.

The term “bribe” has been consistently defined (including in legislation in Australia and the US) as “anything of value” provided, accepted, requested, or offered directly or indirectly to influence individuals to act corruptly, or in violation of their official duties for private gain, in exchange for favourable treatment or other advantage. The term “anything of value” should be interpreted broadly and can mean cash, cash equivalents (like gift cards), loans, access to entertainment, employment opportunities, charitable donations, votes, services, travel, and meals among any number of other possibilities. Mayne Pharma applies a “zero tolerance” approach to any acts of bribery or corruption.

The US FCPA makes it illegal for US persons, including US companies, their subsidiaries, directors, officers, employees, or agents to offer or provide a bribe to non-US government officials. The term “government official” is broadly defined and includes anyone who is employed by a government, or quasi-government entity. For example, a physician or nurse employed by a public hospital would be considered a government official under this law. The US FCPA also requires US companies and their affiliates to maintain accurate books and records and internal accounting controls. Private commercial bribery is also illegal under the laws of most US states. Individuals who violate the US FCPA or US state laws may be subject to personal fines and imprisonment.

In Australia, the Criminal Code Act 1995 makes it illegal for a person employed by an Australian company to provide, offer, or cause a benefit to be provided to a foreign government official that is not legitimately

due to that person, with the intention of inappropriately influencing the government official in the commission of their duties. In addition to this federal law that extends outside of Australia, there are state and local laws that prohibit domestic bribery which includes bribery of people in public office but also extends to private commercial bribery. People who violate Australian anti-bribery and corruption laws may be subject to personal fines and imprisonment.

4. RESPONSIBILITY

All Mayne Pharma directors, officers, and employees are responsible for the following:

- Be familiar with applicable anti-bribery and corruption legislative requirements in the jurisdictions where you are conducting business on behalf of Mayne Pharma.
- Accurately and completely record financial transactions within Mayne Pharma's accounting systems, consistent with all applicable Finance policies and procedures and maintain all required documentation support.
- Report any known or suspected breaches of this policy to the Governance, Risk & Compliance (GRC) Team or Legal Team. Anyone who feels uncomfortable with this option can utilise the Whistleblower Hotline, which can be accessed globally online at <https://maynepharma.ethicaladvocate.com>, or by telephone on 1-866-852-5713 (from the US) or 1800 312 813 (from Australia). This service is an independently owned and operated ethics and compliance hotline.
- If you are unsure of the course of action that should be taken during a transaction or if the course of action being taken during a transaction is inappropriate, no matter the size, contact a resource on the Legal Team or the GRC Team before making a final decision.

The Governance, Risk & Compliance Team (GRC) is required to:

- Maintain an Anti-Bribery/Anti-Corruption Compliance Program.
- Provide guidance to Mayne Pharma colleagues, as necessary.
- Notify the Legal Team of any violations of this policy of which it becomes aware.
- Manage and oversee the investigation of issues that are submitted through the Whistleblower Hotline.

The Legal Team is required to:

- Provide guidance to Mayne Pharma colleagues, as necessary.
- Support and counsel the investigation of issues that are submitted through the Whistleblower Hotline.
- Assist GRC Team with provision of Anti-Bribery/Anti-Corruption Compliance Program.

5. REFERENCES AND RELATED DOCUMENTS

Mayne Pharma Group Business Code of Conduct
GLO.POL.LEG.0002 – Misconduct and Whistleblowing Policy