

ALLIANCE SANCTIONS POLICY

This sanctions policy is designed to assist compliance with applicable sanctions laws. The policy gives employees, contractors and other business partners guidance on sanctions and the measures taken by Alliance.

1. POLICY STATEMENT

- 1.1. Alliance is committed to carrying on business in accordance with the highest ethical standards. This includes complying with applicable sanctions laws, including laws and regulations relating to economic and/or financial sanctions, export controls and / or trade embargoes administered and enforced by governments worldwide.
- 1.2. UK, EU and US sanctions laws are considered to be the most comprehensive regimes and are the most frequently enforced (even where the activities don't happen in those countries). Alliance's significant presence in the UK, EU and US means they form a key reference point for this policy, setting a high and consistent standard across the Group. Where local sanctions laws provide for any additional requirements, the local subsidiary is also expected to comply with the requirement. Any conflict between UK, EU and US sanctions laws and local applicable law should be escalated to Group Legal.
- 1.3. No business dealing should take place in violation of applicable sanctions laws, no matter how large the profit potential, the nature of the customer relationship or any other circumstance. There is no business dealing across Alliance's global business that is exempt from adherence to this policy, and there is no minimum threshold which applies to violations of sanctions law.
- 1.4. Alliance, the Board of Directors, and the Senior Leadership Team are committed to compliance with applicable sanctions laws. This policy has been adopted by Alliance and is communicated to all Colleagues (defined below) through publication on the Alliance Intranet, the Alliance Code of Conduct, as well as sanctions training modules.

2. WHO MUST COMPLY WITH THIS POLICY

- 2.1. This policy applies to:

"Alliance" means Alliance Pharma PIC and each of its subsidiaries worldwide, and to any future divisions and subsidiaries of Alliance Pharma PIC (referred collectively in this policy as **Alliance**).

"Colleagues" means all individuals working for Alliance at all levels and grades, including senior managers, officers, directors, employees (whether permanent, fixed-term or temporary), consultants, contractors or agents, wherever located.

- 2.2. If any Colleagues are unclear on whether a sanction applies, or whether an order or contract can be fulfilled, or anything in this policy, they should seek advice from Group Legal or the Group General Counsel.

3. WHAT ARE SANCTIONS LAWS?

- 3.1. Sanctions law imposes prohibitions on doing business in certain places or in relation to

certain products / services (known as trade sanctions), and with certain individuals / entities (known as financial sanctions). Sanctions serve as a diplomatic tool to respond to violations of international law (such as acts of aggression, terrorism, and human rights abuse) and to restore international peace and security. Sanctions can be imposed on certain territories or legal persons, as explained below.

3.2. **Sanctioned Territories:** territories that are heavily sanctioned - **Belarus, Crimea, Cuba, Iran, North Korea, Russia, Syria and non- government-controlled areas of Ukraine**- and trading with third parties located there (both procuring from or exporting to) is heavily restricted and / or embargoed.

3.3. **High Risk Territories:** some territories may face lighter sanctions or no sanctions at all but have been identified by independent databases / indices as being high risk in connection with sanctions and / or wider areas of compliance.

3.4. **Designated Persons:** an individual / entity may be "designated" by a government authority and named on a Designated Persons List, which means they are subject to an asset freeze, making it illegal to do business with them (and illegal to do business with their subsidiary and / or an entity owned or controlled by them).

4. PENALTIES FOR BREACHING SANCTIONS LAW

4.1. A breach of sanctions law (or export controls) can be a criminal offence, for both Alliance as well as Colleagues in a personal capacity, and can result in significant fines and prison sentences, as well as reputational damage and long-term loss of business, including exclusion from public tenders such as the NHS.

4.2. A breach of sanctions law (or export controls) can be a "strict liability" offence which means that there is no need for the authorities to show intention to breach the law - if violated, even unintentionally, a penalty may be automatic since a lack of knowledge or a gap in Alliance's controls will not be a defence.

5. HOW DOES SANCTIONS LAW APPLY TO ALLIANCE?

5.1. Alliance is exposed to sanctions risk in relation to two main areas:

Places: the risk of procuring from suppliers located in a Sanctioned Territory and / or supplying to a customer located in a Sanctioned Territory; and

People: the risk of procuring materials from or supplying products to a Designated Person (as defined in paragraph 3.4 above).

6. WHAT IS ALLIANCE'S APPROACH TO SANCTIONS RELATED RISK?

6.1 Alliance has implemented proportionate, risk-based controls to support compliance with applicable sanctions, following the principles below:

Suppliers:

a. Contract manufacturers

Alliance's contract manufacturers are screened through a Know Your Supplier Platformⁱ (**KYS Platform**) which will raise flags in relation to sanctions and other compliance risk, where they exist, and these must be reviewed by Group Legal.

Designated Person: if the contract manufacturer is a Designated Person, it is not permitted, under any circumstance, to engage with the contract manufacturer;

Sanctioned Territory: if the contract manufacturer is located in a Sanctioned Territory, it is not permitted, under any circumstance, to engage with the contract manufacturer;

High Risk Territory: if the contract manufacturer is located in a High Risk Territory, it is permitted to procure from the contract manufacturer on condition that any other risk factors raised by the KYS Platform or otherwise, such as adverse media, are mitigated and then signed off by Group Legal.

b. Service providers

Sanctioned Territory: If a service provider is located in a Sanctioned Territory, it is not permitted, under any circumstance, to engage with the service provider.

Customers: Customers are screened at onboarding through the Know your Customer Platformⁱⁱ (**KYC Platform**), which will raise sanctions and other compliance related flags, where they exist, and these must be reviewed by Group Legal.

Designated Person: if the customer is a Designated Person, it is not permitted, under any circumstance, to engage with the customer.

Sanctioned Territory: if the customer is located in a Sanctioned Territory, it is not permitted, under any circumstance, to engage with the customer. Should a commercial opportunity in a Sanctioned Territory arise, it must be escalated to the Group General Counsel who may seek external legal advice in relation to whether any exemptions / licences are applicable. Under no circumstances may supply to a customer located in a Sanctioned Territory occur without written approval from the Head of Legal or Group or Group General Counsel.

High Risk Territory: it is permitted to supply products to customers located in High-Risk Territories on condition that the customer completes an enhanced due diligence questionnaire (sent automatically to customers in High-Risk Territories) and this must be reviewed and approved by Group Legal.

- 6.2 A general sanctions risk assessment will be carried out every three years, and on an ad hoc basis if necessary, in the event of new developments in the legislation and/or to Alliance's business. The outcome of any risk assessment will be recorded, along with action plans developed to address the risks that come to light.

7. RED FLAG CHECK

- 7.1. Be vigilant in watching out for any 'red flags' that may indicate a potential sanctions violation. Examples of red flags include where, for reasons that can't be innocently and plausibly explained:

- the customer is reluctant to offer information or clear answers on routine commercial/technical issues (including end-use or locations of operation);
- the consignee has a different name or location than the customer or ultimate end user;
- the customer is evasive about its customers;
- the customer refuses to enter sanctions-related contractual wording;

- we receive unusual shipping or packaging requests;
- the customer insists on an abnormal or illogical shipping route;
- there is an indication that the items may be diverted to another territory or party;
- the end user is a military or paramilitary organisation;
- we have obtained unusually favourable payment terms or will receive large cash payments.

Note:

This policy does not require you to make any additional checks, over and above the business-as-usual checks you would normally perform, to find out the identities of all the parties involved in the contract chain. For example, if Alliance sells products to a distributor and would not usually require that distributor to reveal who their customers are, then this policy does not require us to actively try to find that information out. You must not, however, turn a blind eye. This means you must not act differently to try to avoid finding out information that might lead you to suspect or know about a potential sanctions violation.

8. CONTINUOUS MONITORING

- 8.1. Sanctions legislation is constantly evolving, as is the authorities' guidance in relation to flashpoints. Alliance adopts a policy of continuous review through the KYS and KYC Platforms.

9. RESPONSIBILITIES

- 9.1. Successful implementation of this policy requires proactive adoption at all levels of Alliance:

The Board of Directors: are required to have an understanding of the legal framework relating to sanctions and the corresponding risks at Alliance, and to be satisfied that proportionate risk-based measures are in place to mitigate those risks.

Senior Leadership Team: are required set the tone from the top, ensure that all Colleagues are informed of this policy, and ensure that adequate resource is available for the successful implementation of this Policy.

Group General Counsel: sponsors this policy and is responsible for any reporting required to the Board and/or the authorities.

Group Legal: is required to keep this policy up to date and fit for purpose in a changing regulatory environment and in consideration of Alliance's growth. Group Legal will provide ongoing guidance to Colleagues to enable application of this policy in carrying out their role. Group Legal is responsible for escalating suspicious transactions to the Group General Counsel.

All Colleagues: regardless of location and role, are required to abide by this policy, understand how it is to be applied to their respective roles and ensure they have attended the required training on it. If any Colleagues are unclear on whether a sanction applies, or whether an order or contract can be fulfilled, they should seek advice from Group Legal.

10. TRAINING

- 10.1. All Colleagues must stay vigilant as they carry out their day-to-day role.
- 10.2. All Colleagues will receive compulsory general online sanction training annually and relevant Colleagues will receive more bespoke sanctions training as appropriate. Colleagues are trained on this policy and, for those who are required to use it, the KYS and KYC Platforms.

11. SPEAK UP AND REPORTING

- 11.1. Colleagues shall bring any suspicious transactions or breach of this policy to the attention

of Group Legal or the Group General Counsel. They can use the confidential Safecall anonymous speak up helpline to raise any concerns if they feel more comfortable than raising directly within Alliance.

11.2. No individual will suffer any adverse consequence or retaliation from making a report.

11.3. Any suspected breach of sanctions law by Alliance or someone acting on behalf of Alliance will be investigated under the supervision of the Group General Counsel.

11.4. Should it be found that a breach of applicable sanctions laws has occurred, the Group General Counsel will assess whether a disclosure to the relevant authority is required.

12. NON-COMPLIANCE WITH POLICY

12.1. Any Colleague who breaches this policy may face disciplinary action up to and including dismissal with or without notice.

13. RECORD KEEPING

13.1. Accurate and complete books and records must be maintained in accordance with Alliance's Data Retention Policy. Under no circumstances may written records be altered or deleted in the event there is an (inadvertent) unauthorised supply or breach of applicable sanctions laws.

14. OWNERSHIP & REVIEW

14.1. This policy will be reviewed at least once every three years. Amendments to the policy will be approved by the Board and communicated across Alliance.

December 2023

ⁱ Beroe Live AI

ⁱⁱ Dow Jones Know Your Customer Platform