



CODE  
OF ETHICS AND  
CONDUCT







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# Dear colleagues

**T**oday, Enamine is one of the largest Ukrainian companies globally engaged in fine organic synthesis research and the development of preparative methods for the synthesis of organic compounds. This research has especially promising prospects in the pharmaceutical industry and agriculture. Our company works with the leading pharmaceutical and biotechnology companies and research centres of Europe, North America, Australia, China and Japan.

Enamine's reputation is one of the most valuable assets of our company, and customer trust is our most important achievement. It means that we all bear shared responsibility for creating and upholding the company's reputation. With that in mind, we have developed the Code of corporate ethics that clearly states what behaviour we expect from our personnel and provides practical recommendations, examples and references to additional useful information.

We are sure that the Code of ethics and conduct is an essential prerequisite of the company's success. By adopting this Code, our company declares the intent to abide by high

ethical standards. All provisions and requirements of the Code are the same for and binding upon all members of the Enamine team.

Any violation of the Code may have adverse consequences for the employee who committed it and for the company in general. Therefore, should you have any doubts as regards the correct course of action in a particular situation, you are recommended to seek competent advice and support.

Please, carefully read this document. I hope that it will serve you as an instrument for preventing possible violations and conflicts in your daily work.



Respectfully,  
Oleksii CHEKOTYLO  
Chief executive officer



# INTRODUCTION



## Code of ethics and conduct

The Code of ethics and conduct (hereinafter referred to as the Code) is the summary of the basic moral, ethical and business norms, as well as principles, regulating the interactions among employees of the Enamine group. The actions of each employee form the external world's perception of our Company and determine the atmosphere prevailing inside. Thus, it is important for each employee to realize they bear the responsibility for their conduct, including compliance with the corporate values and the rules of this Code.

- Objectives and tasks of the Code
- Implementation
- Our mission
- Our corporate values
- Getting Help and Violation Reporting
- Responsibility and Violations of the Code

# Objective and Tasks of the Code

The objective of the Code is to form clear guidelines for the employees regarding their expected conduct and to introduce the Company's uniform standard of moral, ethical and business regulations.

## Tasks:



### Understanding of mission

to provide each employee with an understanding of the mission, values and principles of the Company's operation.



### Decision-making procedures

to determine the decision-making procedure in complex ethical situations.



### Our values

to promote the development of the corporate culture by means of communicating the values of the Company to all employees.



### Standards of ethical conduct

to determine the standards of ethical conduct, which regulate the interactions among the staff and with clients and business partners.



### Trust

to build the public's trust in the Company, increasing its investment attractiveness.





## Implementation

**B**y this Code, the Company confirms its intent to abide by high ethical standards of business practices. The rules and the requirements of this Code are considered to be mandatory for compliance by all employees of the Enamine group in their daily operations.

All companies of the Enamine group are obligated to undertake all of the required measures to implement the Code at a local level.

Compliance with the Code is the condition of employment with the Company. The in-house employees, freelance-based contractors, and individuals who act on behalf of the Company must read, understand and comply with the regulations.

The Company does not tolerate violations of the ethical rules. Any violation of this Code may cause serious consequences for the Company and an employee.



# Our Mission

Our mission is to provide the pharmaceutical, medical and biological industry with a variety of smart chemical solutions to support the efforts aimed at the development of new drugs and bioactive products.



# Our Corporate Values

- ✓ **Professionalism:** Enamine guarantees its clients and partners that its staff is competent. We strive to work as one team, learn and acquire new skills to perform our obligations effectively. We bear responsibility for the Company's performance by working properly.
- ✓ **Respect:** We truly respect our clients and suppliers, and we maintain mutual respect in the Company and towards the people who come into our lives daily. We value our differences. Such features as race, nationality, physical looks and such may not be grounds for discrimination against other persons.
- ✓ **Teamwork:** We realize that the prosperity and the competitiveness of the Company are ensured by all its departments and that all of the work is important. We perform different tasks, and thanks to this, the Company exists. By helping others in a team or the members of other teams when possible, we improve the Company's general performance and, consequently, its stability and competitiveness.
- ✓ **Social responsibility:** We realize that we live in a society, so social problems also affect us. This is why we strictly abide by the Labour Code, pay taxes and do not commit bribery. We support education and science in Ukraine. We believe that a person may be happy only if that person is surrounded by happy people. This is why we support the people in need on a regular basis.
- ✓ **Environmental protection:** All of us inhabit planet Earth, and its future is our future and the future of our descendants. Thus, we are actively searching for ways to decrease our negative influence on the environment.
- ✓ **Proactive position:** We engage in activities that are not included in our job duties if we know that they will help the Company and our colleagues. We learn new things, constantly advance and develop professionally. We do not wait until somebody else does something to make our future better. We do it ourselves!

# Getting Help and Violation Reporting

In our daily operations, we may encounter situations that are not described in the Code and other Policies and Procedures of the Company. If we are unsure whether conduct is proper, we shall ask the following questions:



**Is my conduct  
legal?**



**Does my conduct  
comply with  
the corporate values,  
described  
in the Code?**



**May this adversely  
affect me  
and/or the Company?**

**F**requently, asking these questions provides good results. However, if you question whether conduct is proper, or in case you need help or advice, you may contact your supervisor or the HR manager of the Company.

If you have reasonable suspicion that someone is violating the ethical standards of the Company, please contact one of the mentioned above

managers. If desired, a complaint may be made confidentially by creating a ticket on the corporate portal (it. support) in General Questions section.

Enamine prohibits retaliation or similar actions against employees who submit a complaint. At the same time, Enamine also acknowledges the right of the accused person to a reasonable review of the complaint.

# Responsibility and Violations of the Code

As of the moment of approval of this Code, all employees shall read and follow it. All new employees shall read the Code upon their hiring. The Company's employees must abide by the rules and regulations of this Code. Each of

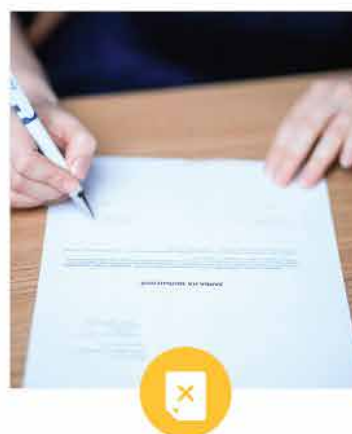
us is liable for the following: failure to perform job duties, noncompliance with the health and safety rules, violation of technological discipline, incompliance with the internal labour rules. An employee may face one of the following preventive measures:



**Preventive talk**



**Reprimand**



**Firing**

All cases of Code violation reported to the HR department shall be duly documented, indicating the issue, any involved employee/employees and the measures taken.





# PERSONAL INTEGRITY

## Conflict of Interest

A conflict of interest is the contradiction between the interests of the Company, its clients, its business partners and its employees. All the employees shall act in the best interest of the Company; specifically, managers and employees shall not engage in actions that may cause a conflict of interest with the Company. The employees may not engage in said actions directly or via family members.

- Conflict of Interest
- Gifts and Entertainment
- Departing employee obligations

**A**n employee must not use the Company, its reputation or its information for personal benefit. The Company expects employees to engage with the suppliers, the clients, the contractors and other persons to maintain business relations with the Company while exclusively considering the interests of the

Company and its founders without favouring third parties to gain personal benefits. In case a dispute arises, an employee shall consult with the manager and/or HR manager to find a correct solution or create a ticket on the corporate portal (it.support) in the General Questions section.

## Gifts and Entertainment

Holiday gifts that act as souvenirs, business dinners and gifts received based on personal relations and not based on the official position and those that do not affect business decisions in any way are allowed by this Code.



Enamine employees may not offer payments, gifts or other items of significant value to a client's representative. One is allowed to accept and gift only souvenirs of an advertising nature, which may not represent the Company via its employee in an ambiguous position and make the other party feel obligated.



Enamine employees may not ask for or accept (directly or indirectly) any payment, gifts or other items of value from a client as gratitude for help or something that was or will be done according to an agreement or a procedure carried out by the Company.



# Departing employee obligations

The Labour Code of Ukraine regulates the departing of employees. A decision about departing may be taken at the initiative of an employee or the Company, and the respective manager shall approve the date of leaving. Before the last day of employment, an employee shall continue to act zealously in the best interests of the Company. Conduct that may be classified as a violation, especially when combined, includes the following:



- ✓ misappropriation of a commercial secret,
- ✓ abuse of confidential information,
- ✓ solicitation of the employer's clients,
- ✓ using the employer's business opportunities or information for personal benefit,
- ✓ stealing clients or client lists.

Employees may terminate their employment agreements at any time with prior written notification to the employer and the Company's administration (preferably two weeks before the anticipated termination). A request with the manager's signature and the director's approval shall be provided to the HR manager. A leave form shall be signed on a day of termination. Before the termination of an employment agreement, an employee shall:



- ✓ return all the tangible items of value provided for use, and in case of their loss, fully compensate their cost;
- ✓ pay any debts;
- ✓ return a security key.

## Non-disclosure obligations

Employees who signed an NDA must perform their obligations after their dismissal, according to the requirements of said Agreement.





# CORPORATE INTEGRITY

## Bribery and Corruption

Bribery and corruption are serious problems. They contribute to the adoption of decisions on unlawful grounds, impeding progress and innovation and harming society. For these reasons, we are intolerant of any corruption and bribery. The Company does not have any advantages in its activities from the government or international organizations, does not make illegal payments for the promotion or facilitation of formalities in connection with business activities, in particular to ensure a faster consideration of matters, and strictly complies with the anti-corruption laws.

- > Bribery and Corruption
- > Fair competition
- > Intellectual Property Rights Protection
- > Personal Data
- > Environmental Protection
- > Science&Education Support

To carry out this policy, the Company:

1

complies with the anti-corruption laws and money laundering laws



2

cooperates with organizations and partners, which comply with the requirements of the anti-corruption laws



The Company does not engage in legalization (laundering) of money received illegally. The Company does not enter into any agreements if it has doubts about the source and the flow of the assets that shall be received or paid. Corruption and bribery are prohibited and are punishable by fines and sanctions per criminal laws for involved employees.

## Fair Competition

**E**namine achieves its economic progress by engaging in fair practices and providing high-quality goods/services to clients. We operate within the scope of the current effective laws. We willingly compare our achievements with the ones of competitors and always abide by the laws and ethical norms.

We do not enter into agreements that contradict the rules of fair competition. In case our Company finds itself in a dominant condition in the market, we shall not abuse it. Unfair competition may not only damage the Company's reputation but also cause significant fines and penalties.

# Intellectual Property Rights Protection

The Company adheres to the laws on intellectual property and uses only that intellectual property created by the Company or obtained legally. Therefore, it is the duty of the Company to comply with the following requirements:



## No counterfeiting

to ensure that the products, technical features of the products and packaging or design of advertising materials do not violate the rights of others during the development process.



## Safety measures

to ensure that while working on the projects under the confidentiality agreement, all of the required safety measures are taken.



## Licensing

to ensure that all products and software used in daily operations of the Company are licensed and registered, if required.

# Personal Data

**P**rocessing of personal data (for example, data about employees, business partners, customers and suppliers) must comply with current legislation in the field of personal data protection.

The Company is guided by the Policy on Data Protection. All employees understand and comply with the requirements of this policy. The violation of this Policy may result in disciplinary action.



# Environmental Protection

Enamine strives to provide a safe and healthy working environment and abide by the local business regulations regarding environmental protection.

**T**he Company shall demonstrate the deepest respect to the environment and minimize any negative influence on it.

For these purposes, Enamine introduces practices and procedures and spreads knowledge to its employees.



## Science&Education Support

Science and education are the main areas that we support by making cash and material donations. Charitable donations are permitted only if transparency is guaranteed. Following the internal procedures, we only initiate charitable donations that cannot damage the Company's reputation.









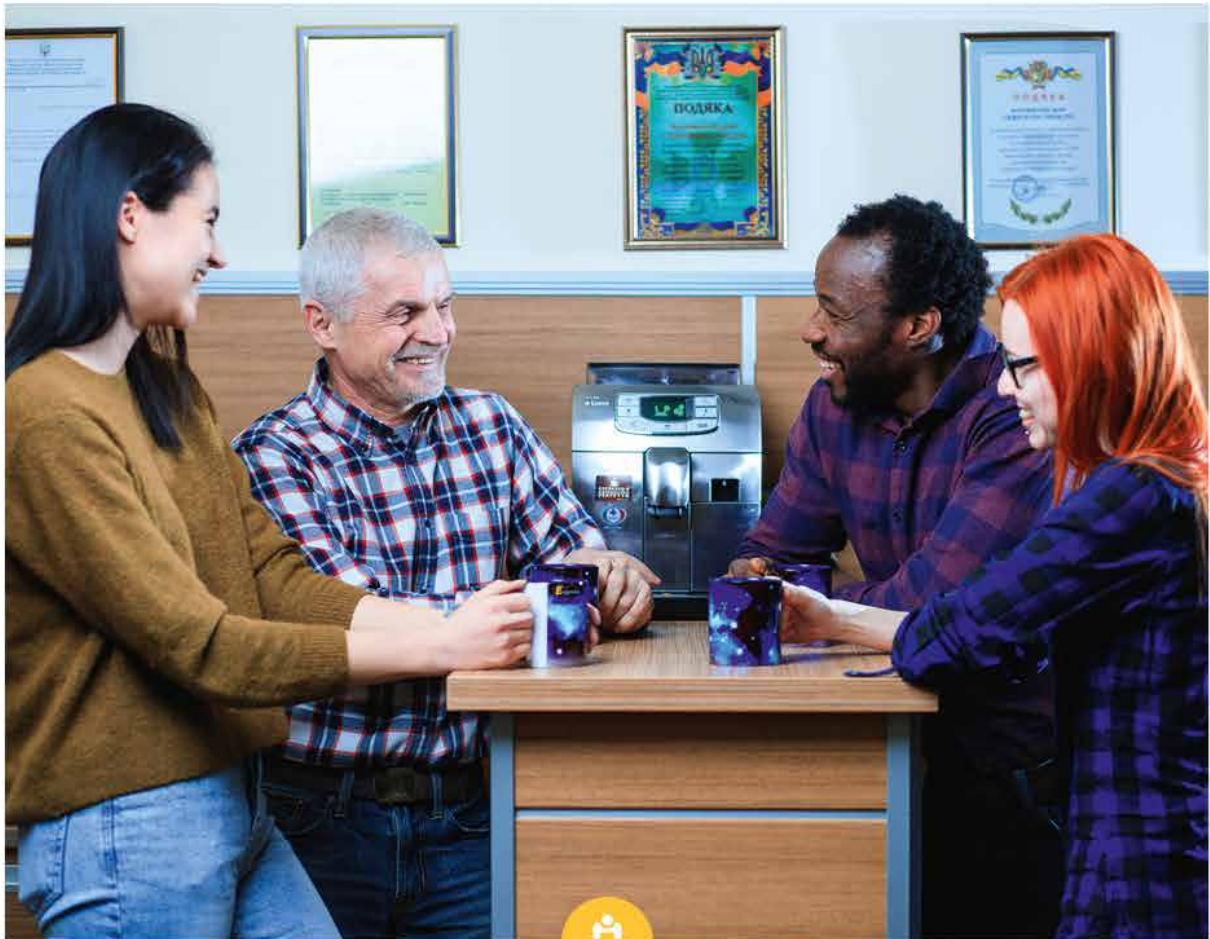
# WORK ENVIRONMENT

## Fair Labour Practices

Enamine promotes equal opportunities and remains firmly committed to the Labor Law in its practices. We do not tolerate any form of forced, involuntary or children's labour or labour of the convicted.

In accordance with the current law, each employee is entitled to an annual leave of 24 calendar days. Upon the employee's application and the managerial decision employee may be granted an additional unpaid leave of up to 15 calendar days per year. In case of illness, the employee is afforded temporary sickness benefits based on the medical certificate.

- > Fair Labour Practices
- > Communication Ethics
- > Internal counseling in decision-making
- > Workplace and Occupational Safety
- > Working Time and Absence from Work
- > Use of Cell Phones
- > Dress Code



## Equal opportunities

- ✓ All decisions relating to recruitment and promotion are based solely on a level of expertise, skills, and performance of a candidate (an employee — in case of promotion). Discrimination based on race, religion, skin colour, national origin, sex, sexual orientation, age, disability, veteran's status or any other classification is prohibited by law and is a gross violation of the corporate values and Enamine principles.
- ✓ Any Company employee shall have the right to join or leave the trade union. It shall be done on a voluntary and individual basis and based on a personal application submitted to the primary trade union.
- ✓ The Company adheres to a transparent policy of wages and salaries and a fair incentive system.
- ✓ All employees have equal professional development opportunities and equal access to training programs.
- ✓ Higher education students have an opportunity to take paid internships and thus to start their career during the studies.

# Communication Ethics

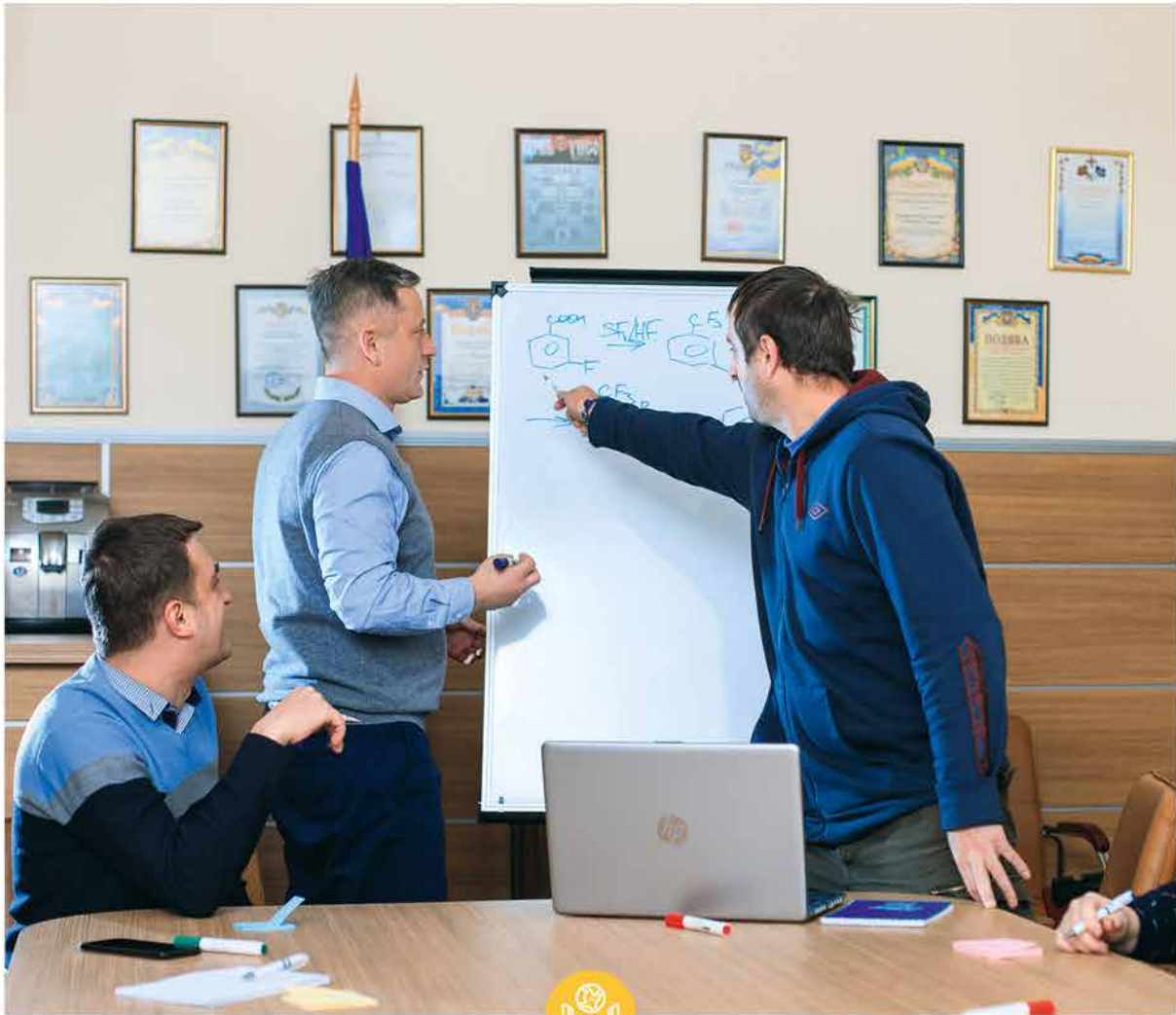
We believe that respect for the person and personal dignity of every employee is a basic requirement for a healthy work environment in our team and a fundamental principle of communication ethics.

## **Work environment ethics expects each employee to comply with certain requirements:**

- 1 to treat colleagues with respect;
- 2 to not raise voice when making a statement;
- 3 to not criticize the personal qualities of colleagues. In criticizing the performance of one's job duties, an employee must always reason their point of view, suggesting alternative decisions and solutions;
- 4 to not shift your direct responsibilities to others;
- 5 to not be late for work, since it is a sign of disrespect to the working schedule and colleagues;
- 6 to do everything in a timely manner;
- 7 to maintain technological, staff-related and other secrets and maintain confidentiality during off-work hours;
- 8 to maintain communication etiquette, use verbal and written language according to one's status and the interlocutor, eliminate the use of jargon;
- 9 to not spread rumours, gossip or make evaluative statements about other people;
- 10 to watch their language; the Company prohibits the use of vulgar language.

## **The conduct of a manager shall be based on compliance with the following principles:**

- 1 to note and acknowledge positive achievements of employees at once;
- 2 to not be afraid if your subordinate is more knowledgeable in certain spheres;
- 3 to not give promises if you are not sure you can keep them;
- 4 to always be reserved; avoid being overly expressive in any circumstances;
- 5 avoid overly friendly (unceremonious) conduct with subordinates;
- 6 to not use power if other means of influence haven't been yet employed;
- 7 to not make remarks to employees in front of other persons if there is no such need;
- 8 to suggest to return to the matter at a later time or as soon as possible if an employee contacts you and you have no time to devote to the issue.



## Internal counseling in decision-making

**T**o ensure effective functioning, the Company recommends using internal counseling before making any business decisions. Each employee should ask for advice from all who will be

affected by the decision and consult with experts in this area. This way you and the Company will save time that otherwise could be spent on revisions and prevent conflict situations.

# Workplace Conflict Resolution

The Company has the following procedure of workplace conflict resolution:



## First step

In the first step, all parties to the conflict try to address their dispute by themselves and clearly identify the origins of this conflict.



## Second step

In case a satisfactory solution cannot be reached, a third-party mediator (a trustworthy person such as a manager or a team leader) can be added to the dialogue. The task of this person is to help both sides of conflict to reach an agreeable solution.



## Third step

A group of co-workers connected to a source of conflict or those with a high level of moral authority can also serve as a conflict mediator. The aim of this group is to hear both sides of the conflict and help them find a satisfactory solution.



## Fourth step

If conflict is not resolved by any other means, employees may ask for advice from the Company Chief executive officer.

# Workplace and Occupational Safety

The Company provides employees with clean and safe workplaces. It is obliged to assess the impact of risk factors on the work environment and provide employees with information on the results.

The Company takes its employees' safety and health protection very seriously. Therefore, we continuously improve working conditions and undertake various preventive measures.



**E**mployees are obliged to undergo primary and regular medical check-ups at the expense of the Company. Vaccination against cold-related diseases is held annually.

We are working hard to prevent accidents. Hence, an employee is expected to comply with all regulations, as well as occupational health and safety policy. This policy is posted on our corporate website ([it.support](http://it.support)). Everyone should read these instructions and follow them in their daily work.

To create a healthy and safe environment, the Company prohibited smoking on the entire

territory, except for specially designated areas. This information must be appropriately communicated, if necessary, to clients and partners who visit the Company for business purposes. Keep in mind that smoking is harmful to your health and the health of others.

It is strictly forbidden to use psychotropic and narcotic substances in the premises of the Company and to bring any of them on-site. The consumption of alcoholic beverages is allowed only during holidays and special events (such as New Year, a birthday party) and is limited by the rules of business etiquette.



# Working Time and Absence from Work

The duration of the workweek, workday and work hours of employees shall be set in accordance with the employment laws of Ukraine, which is currently no more than 40 hours a week. Involvement of employees in overtime work, work on weekends, holidays and non-working days is held following the procedure established by law and is strictly voluntarily.

**A**n employee should have their work schedule approved by a manager once a job is accepted. In the future, the schedule may be amended by an agreement between the parties and within the scope of the employment laws of Ukraine.

A regular working schedule is from 9–00 until 18–00. A dinner break lasts one hour, is not included in the working time, and may be provided to employees at a convenient time between 12–00 to 16–00. The break for meals and rest shall be used by an employee at his/her own discretion.

In case an employee needs to leave the premises for work-related matters, he/she must

notify the manager about the time of departure and return and obtain verbal permission. If an employee is absent for longer than one hour from work for personal reasons, he/she should notify the manager (in advance, if the absence is planned). If an employee is absent from work for more than half of the day, this day should be considered as a leave of absence or time-off, the latter only if the employee worked on a day off to compensate this missed day of work.

Tardiness, absence from work without good reason and failure to notify a manager are regarded as a violation of the internal labour rules. More information is available in the internal labour rules and employee directory on the corporate portal [it.support](#).

# Use of Cell Phones

Employees of the Company, in case of a work-related necessity, may be provided with a corporate cell phone. Using a corporate cell phone is allowed only for the purposes of current business activities of the Company. Please try not to use the provided mobile phone for personal needs.



**A**ll the employees of the Company may use their personal cell phones. However, employees shall avoid long personal conversations during working hours.

The volume of the ring tone and message notification shall be set up in

a way that does not disturb colleagues from work. If a conversation (work-related or personal) is long, please, use a separate room or go to a corridor or outside.

It is strictly prohibited to give the phone numbers of colleagues to anybody without their consent.



# Dress Code

Employees of Enamine are carriers of corporate values and corporate culture and shall abide by the following dress code requirements:



a neat look is mandatory for employees, including clean and ironed clothes and a neat appearance;



each employee shall maintain personal hygiene;



an employee shall not look vulgar or untidy.

Lab employees, employees of chemical warehouses and technicians shall wear a uniform and, in cases determined in respective instructions on occupational safety, use the means of individual protection. A uniform and means of individual protection are provided by the Company at the inventory warehouse. The instructions on how to order from the inventory warehouse are provided on the corporate website in the section entitled Instructions on work with Manager.







# COMPANY ASSETS

## Security

The entrance to the territory of the Company is controlled by the security service. In case an employee has a visitor in, they must warn the security service about this in advance, meet their visitor at the checkpoint and accompany the visitor during their stay on the territory. To prevent unauthorized access, entrance to buildings is possible only with the help of electronic access cards issued individually for each employee. If an employee discovers the loss of the card, he must immediately inform the security service and order a new card. A form for the registration/renewal of passes is provided on the corporate portal it.support.

Trading or distributing any goods, gatherings not related to work and third-party campaigning are prohibited on the territory of the Company.

- Security (access control and the rules of entering the territory)
- Company Tangible Assets Use
- Informational Security
- Document Management

# Company Tangible Assets Use

The assets of the Company include property, money, information and objects of intellectual property, including licenses, patents, software and equipment used individually (cell phones, computers, etc.).

Intangible assets, developed by employees within the scope of their functional duties, are the property of the Company in part, which does not contradict the current effective laws or the executed agreements.



## Employees of the Company:



shall bear responsibility for using the Company's assets in its interests;



shall avoid using the Company's property and information for personal benefit;



shall maintain tangible and intangible assets of the Company in a proper condition.

Illegal or negligent use of the Company's assets constitutes grounds for disciplinary, administrative or criminal action.

# Informational Security

The purpose of the Information security policy and instructions is to ensure information security of the Company, including safe use of the systems of processing and storage of data, ensuring confidentiality, accessibility and integrity of information.

## Violation of information security falls into these categories:

### a) passive



- ✓ receipt of information to use for personal benefit;

### b) active



- ✓ modification of information;
- ✓ insertion of untrue information;
- ✓ destroying information;
- ✓ interfering with the operation of the information processing system.



**To prevent information security breach, the employees of the Company shall:**

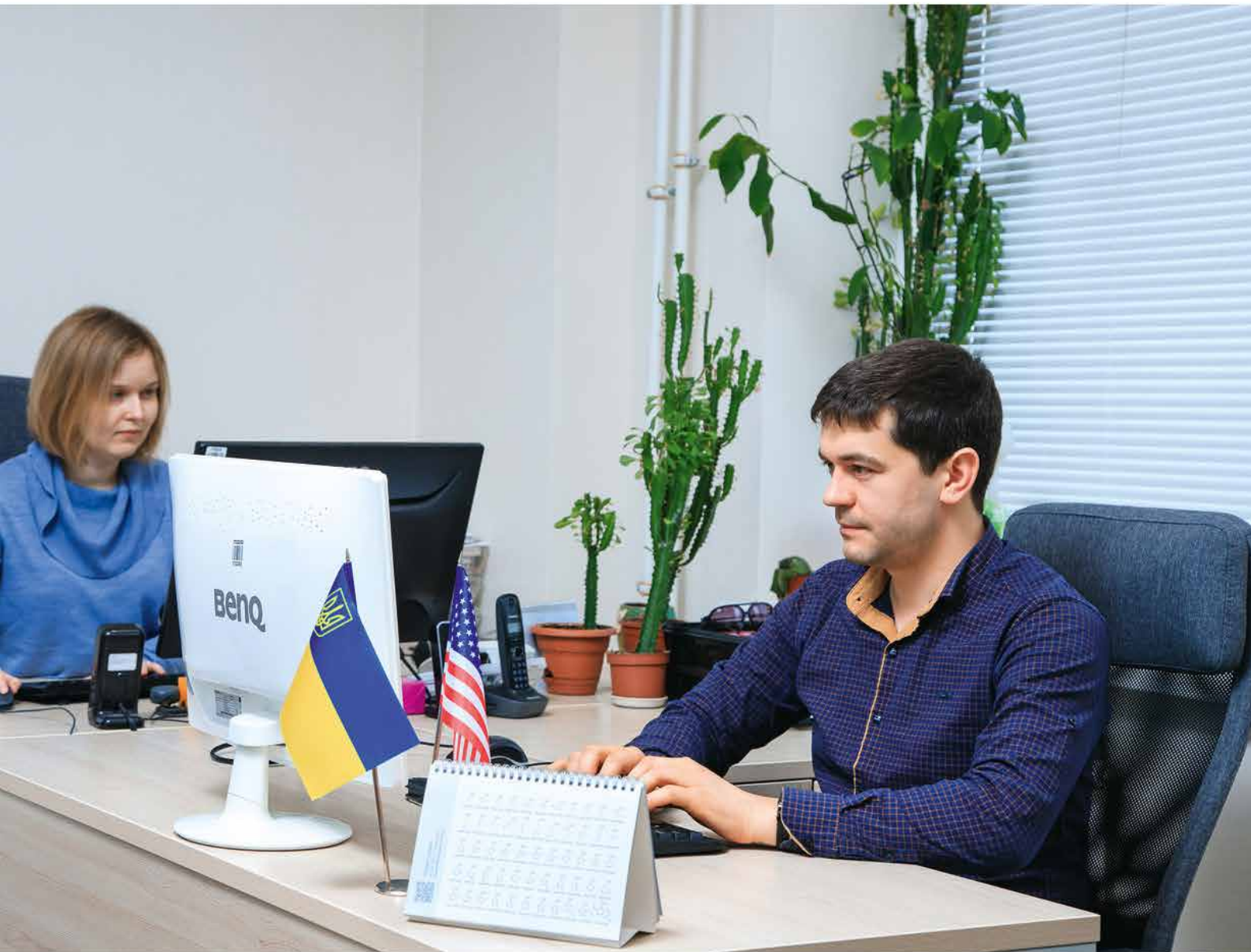
- ✓ use computer networks and the equipment of the Company, complying with all effective security measures and internal control;
- ✓ not install any software onto the computers;
- ✓ not breach the security system during the transfer of data via a network (for example, via email);
- ✓ not give their login and password information to any other persons nor permit them to use their work computers; and
- ✓ not use computers for illegal activities or gaming, as well as not receive, access, store, forward or publish information or materials which: are of a pornographic nature; promote physical abuse, hatred or discrimination; or are obscene or offensive.

Detailed information on security rules are available at the corporate website [it.support](http://it.support).

## Document Management

**D**ocument management includes recording, maintaining and storing all documents and records produced during the operations of the Company. All received information regardless of its carrier (paper, electronic, etc.) is a valuable asset of the Company; thus, its effective and proper

management is of utmost importance for the protection of the Company's interests. General rules of document management and the procedure of handling documents are provided in Instructions on document management. Employees of the Company shall comply with said instructions.





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