

mersaco

BEYOND CARE

CODE OF CONDUCT



CODE OF CONDUCT

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01

**LEADING
WITH TRUST**

INTRODUCTION FROM THE CEO



At Mersaco, we take pride in doing business with integrity. Our commitment to compliance is not just a legal obligation, it reflects who we are, how we work and the promise we make to our stakeholders. Each of us plays a vital role in protecting Mersaco reputation. Doing the right thing guides every decision we make.

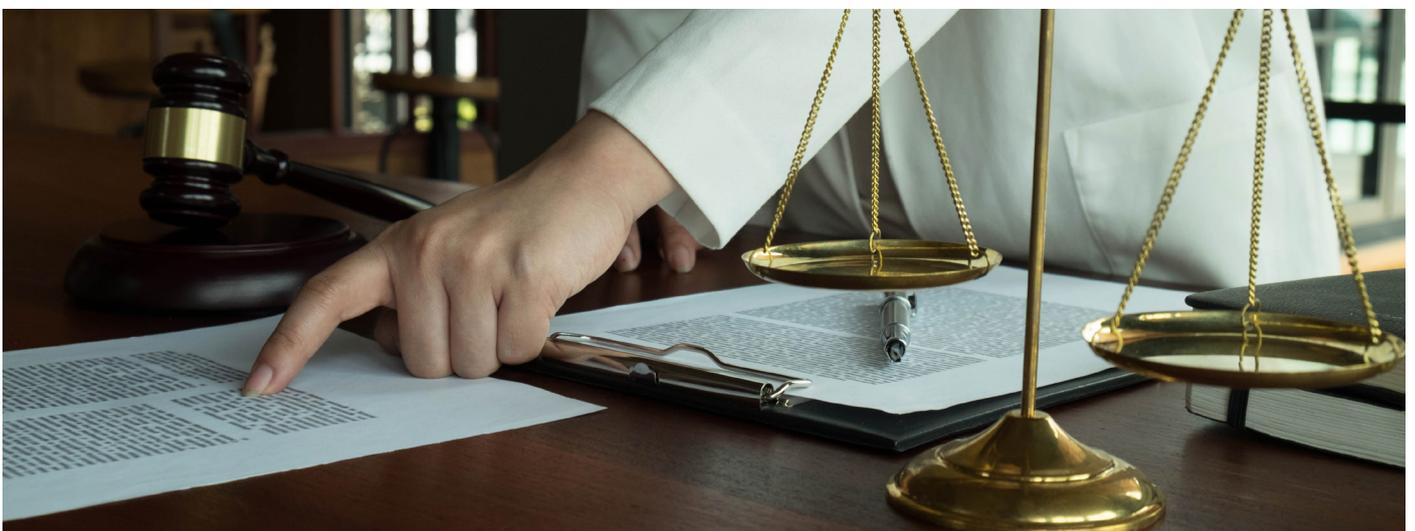
Therefore, I ask each of you to embrace our Code of Conduct not as a document, but as a daily guide. Be alert, ask questions, and report concerns; your actions matter.

Together, let's uphold the highest standards and continue to earn the trust of our partners, patients, and one another. Let's build and sustain a culture where ethics and excellence go hand in hand.

MESSAGE FROM THE LEGAL AND COMPLIANCE LEAD

In a world full of complexities, our Code of Conduct is our Compass. This Code is more than a set of rules, it reflects our shared commitment to do business responsibly and in alignment with Mersaco values. Our Code of Conduct provides us the tools we need to do the right things in taking on a new opportunity and meeting all laws and requirements.

I encourage you to read this Code carefully, apply it in our daily work, and speak up if you have questions or concerns. Together, we can foster a culture of trust and accountability that strengthens our reputation and supports a long term success.





3. How to Use this Code of Conduct

The Code of Conduct applies to all of us. Whatever the position or the title, the Code applies to every employee, officer, and contractor. It is a condition of your employment or assignment with Mersaco that you comply with the Code. Any breach of the Code may result in disciplinary actions, up to and including termination, as permitted by local laws.

The Code of Conduct helps us understand the values and expectations that guide our work. You are expected to be accountable for your actions and conduct business with integrity and to the best interests of Mersaco, our partners and our customers.

The Code of Conduct does not address every situation or issue that could arise in your work, but it provides a framework to help you make the right decisions and know when and how to seek guidance. Employees should not assume that a situation is permitted simply because it is not specifically prohibited by the Code. If you have any doubt please seek guidance from your manager, the Compliance Lead or the Human Resources Department.



LEADERSHIP



INTEGRITY



INNOVATION



QUALITY



ENGAGEMENT

4. Mersaco Values

We do our business at Mersaco in alignment with our guiding and values:

- Leadership: Setting the example and inspiring others to follow with integrity.
- Integrity: Setting the standard for ethical behavior and fostering a culture where doing the right thing is the norm.
- Quality: Reflecting our commitment to excellence and continuous improvement in everything we do.
- Engagement: Driving collaboration and empowering everyone to contribute to our shared success.
- Innovation: Fueling progress by encouraging new ideas while upholding our commitment to integrity and quality.

5. Do the Right Thing - SPEAK UP

If you see something that doesn't align with our values or the Code of Conduct, SPEAK UP!

Raising a concern helps protect our people, our company, and our reputation. You are encouraged to ask questions, seek guidance, and report any misconduct without fear of retaliation. Silence can lead to bigger issues—your voice matters.

Compliance reports can be made anonymously and with confidentiality, with zero tolerance for retaliation.

Mersaco strictly prohibits retaliation against those who report or participate in investigations in good faith. Any suspected retaliation should be reported to the Compliance contact.

If you encounter any deviation or misconduct or any suspected retaliation during the normal course of your business, please take action and report either to:

- The Compliance at compliance.report@mersaco.com or call on 00961 1 396000 (Ext: 1032); or
- Your manager; or
- The Human Resources.

Use the Code of Conduct as a guide to ensure that compliance is integrated into the work we do every day. Refer to this code whenever you need guidance on appropriate actions in your work and whenever your instincts tell you that something doesn't feel quite right.



6. Promoting a Culture of Trust and Integrity

Tone from the top

At Mersaco, ethical behavior starts at the top. Our leadership is committed to setting the right example by demonstrating integrity, accountability, and transparency in every decision. This commitment shapes our culture and reinforces the importance of compliance throughout the organization. Leaders are expected not only to follow the Code of Conduct but to actively promote and support it, creating an environment where doing the right thing is the norm.

Compliance is a Shared Responsibility

At Mersaco, Compliance is not the job of one department, it is a responsibility we all share. You, regardless your role or level, are expected to understand and follow the Code of Conduct, company policies, and applicable laws.

By acting with integrity and speaking up when something doesn't seem right, we each contribute to a culture of trust, accountability, and ethical excellence.



7. At the Heart of It All: Five Guiding Principles

Five guiding principles help employees uphold Mersaco's values, follow the Code of Conduct, and foster a workplace we can all be proud of:



A. Improve Our Patients' Health and Wellness and the Nation's Health Care by improving delivery, access, and educational awareness in the communities being served;



B. Excel and Innovate in Our Professions by continuous learning and collaboration to protect future generations and the environment;



C. Respect Partners, Customers, and one another by acting with courtesy and professionalism;



D. Be fair and Honest at all times, holding responsibility and trust with utmost priority;



E. Demonstrate a Commitment to Compliance and Ethics by always acting with integrity and adhering to local and international laws, guidelines in pharmaceutical field and business partner contracts.

02

**ACTING
WITH INTEGRITY**

1. Respect, Confidentiality, Privacy and Security

We respect the personal information we collect from you, our patients, healthcare professionals and other stakeholders. We are committed to complying with all applicable laws related to data privacy such as GDPR (General Data Protection Regulation), Lebanese law 81/2018 related to the Electronic Transactions and Personal Data, HIPAA (Health Insurance Portability and Accountability Act) and local laws.

When you use personal data as part of your work in Mersaco, you must access the minimum amount of information necessary to do your job and follow all applicable laws and Mersaco policies related to data security. All sensitive and personal information needs to be stored securely at Mersaco.



Please consider the following during the course of business:

- 🔒 Never discuss co-workers information;
- 🔒 Keep electronic devices secure and passwords protected;
- 🔒 Lock your computer before walking away;
- 🔒 Store personal data securely; and
- 🔒 Delete personal data when no longer needed.

1.1 Use of Company Proprietary Information

Mersaco values transparency with employees about its business, but expects strict confidentiality regarding proprietary information. Employees must use this information solely for legitimate business purposes, avoid discussing company matters in public places, and protect against unauthorized disclosure or misuse.

2. Safeguard and Use Of Mersaco Assets Properly

All employees are entrusted with the responsibility to protect Mersaco's assets and use them appropriately. This includes physical property, equipment, systems, funds and confidential information. These assets must be used solely for legitimate business purposes and not for personal gain or any unauthorized activities. We must remain vigilant against theft, damage, misuse, or waste, and immediately report any concerns.

2.1 Entering Mersaco Facilities

You must wear your access card at all times when entering or exiting Mersaco premises. If you see people without proper identification or without an escort in a restricted area, you can offer to assist them in getting to their destination or get an authorized person to assist them.



2.2 Privacy and Data Protection Laws

To ensure compliance with data privacy laws like GDPR, HIPAA and local laws, Mersaco needs to respect the personal data of all its internal or external stakeholders e.g. employees, business partners, vendors, customers, patients, healthcare professionals. Employees handling personal data must do so lawfully, for legitimate business purposes, and protect it from unauthorized disclosure.

2.3 Maintain Accurate Business Records and Bookkeeping

Maintaining complete, accurate, and transparent business records is essential to upholding Mersaco's integrity and meeting legal, regulatory, and financial obligations.

You must ensure that financial entries, reports and documentation are truthful and properly recorded in accordance with applicable laws, internal controls, and accounting standards. Falsifying records, misleading statements or omitting material information is strictly prohibited. Honest and accurate bookkeeping supports a good decision-making and reinforces our commitment to ethical business practices.



Employees who provide data or information they know or suspect is false are subject to discipline, up to and including termination of employment.

2.4 Retain and Destroy Company Records

Mersaco business records should be retained or destroyed according to local laws and regulations; applicable licensing, accreditation, and contractual requirements and applicable Mersaco policy.

Never destroy, change, or conceal any record if you have been instructed to keep it, or if you know or think it's possible the record may be involved in an investigation or litigation.

The retention period for financial records and official records is ten years according to the Lebanese laws.

3. Protect Our Reputation



3.1 Communicate Responsibly

- We are committed to fostering clear, respectful, and responsible communication—both internally and externally. All employees must ensure that their communication, whether verbal, written, or digital, is professional, accurate, and aligned with Mersaco's values and legal obligations. This includes respecting confidentiality, avoiding misleading or offensive language, and refraining from sharing unverified or sensitive information.

- When representing the company, always communicate in a way that upholds Mersaco's reputation, complies with applicable laws and industry regulations, and reflects our commitment to integrity and transparency.

3.2 Use Social Media Responsibly

Employees are expected to use social media in a responsible and respectful manner. When engaging online, whether personally or on behalf of the company, always protect Mersaco's reputation, respect confidentiality, and avoid sharing sensitive or proprietary information.

Do not post content that could be considered discriminatory, offensive, or misleading. Remember that your online presence can reflect on the company—act with integrity and professionalism at all times.

When engaging in social media, whether for personal or professional use, you should always follow the principles below:

- Ensure all shared information is correct and verified;
- Use social media responsibly by maintaining professionalism, avoiding sensitive or inappropriate content, and considering the impact on Mersaco's reputation;
- Respect privacy and confidentiality by not discussing Mersaco, health authorities, competitors, or sensitive topics such as political, religious, sexual, or racist matters, and never disclosing personal information without consent;
- Report any negative comments or discussions about Mersaco products to the Marketing and Communications Department;
- Never claim to speak on behalf of Mersaco unless you have been expressly authorized to do so.

3.3 Use of Company Website

Mersaco website's to provide accurate and up-to-date information about Mersaco's products, services and partners.

Employees must use the company's website and online platforms in a manner that reflects Mersaco's values of professionalism, integrity, and respect. Employees must not use the website for personal purposes.

3.4 Treat One Another with Dignity and Respect

At Mersaco, we are committed to fostering a work environment where all individuals are treated with dignity, fairness, and respect. Discrimination, harassment, bullying, or any form of disrespectful behavior will not be tolerated. We value diversity and inclusivity and expect all employees to engage with colleagues, partners, and third parties in a professional manner.

Everyone has the right to a safe and supportive workplace where differences are acknowledged and respected.

3.5 Value Workforce Diversity and Inclusion

Mersaco values and promotes a diverse and inclusive workforce, recognizing that different backgrounds, perspectives and experiences strengthen our organization. We are committed to providing equal opportunities in recruitment, development, and advancement, and to cultivating a culture where everyone feels respected, supported, and empowered to contribute. Discrimination or bias based on race, gender, age, religion, disability, nationality, and sexual orientation has no place at Mersaco. Inclusion is not just a policy, it is a shared responsibility that guides how we work together every day.



If you believe that you or any other Mersaco employee has been subject to discriminatory, report it promptly to the Compliance Lead or the Human Resources Department regardless of who is engaged in the misconduct.

3.6 Foster a Harassment-Free Environment

Mersaco is committed to maintaining a workplace where all individuals are treated with professionalism and respect, free from any form of harassment, bullying, intimidation, or inappropriate behavior. Harassment, whether verbal, physical or visual, based on gender, race, religion, nationality, age, disability, or any other personal characteristic will not be tolerated. All employees are expected to contribute to a safe and supportive environment by speaking up against misconduct and treating others with dignity. Managers have a particular responsibility to lead by example and address concerns promptly and appropriately.

3.7 No Gossip Policy

Gossip defined as spreading rumors, discussing unverified personal information, or speaking negatively about colleagues behind their backs is harmful to team morale, damages relationships, and undermines productivity.

Employees are expected to communicate openly, directly, and respectfully, and to address concerns through appropriate channels rather than engaging in gossip. Everyone has a role to play in creating a culture of mutual respect and accountability.

3.8 Uphold Safety and Environmental Standards

Each of us is responsible for following safety procedures, reporting hazards or incidents promptly, and taking proactive steps to prevent accidents or injuries. We also recognize our responsibility to protect the environment by using resources efficiently, minimizing waste, and complying with all applicable environmental laws and regulations.

In addition, Mersaco is committed to sustainability and responsible business practices. This includes reducing our environmental footprint through energy and water conservation, responsible waste management, etc. We strive for ethical sourcing, ensuring our suppliers and partners share our commitment to environmental and social responsibility. By integrating sustainability into our operations and decision-making and by prioritizing health, safety, and environmental awareness in our daily activities, we contribute to the well-being of our colleagues, our communities, our future generations and the planet.

3.9 Focusing on Workplace Safety

Focusing on workplace safety is vital to ensuring a healthy and secure environment for all employees. At Mersaco, this commitment is supported through our Quality Management and Occupational Health and Safety systems, which are designed to identify risks, implement preventive measures, and promote continuous improvement. It is everyone's responsibility to work safely and to report any unsafe conditions or security-related issues immediately. We must all work together to create a safe, secure, and injury-free workplace.

4. Conflicts of Interest

A conflict of interest can arise when an employee's personal, social, financial, or political interests could improperly influence decisions or behaviors to the disadvantage of Mersaco and our stakeholders.

Conflicts can also arise where an employee's position within Mersaco is used for personal gain.



4.1 How to Handle Conflicts of Interest

Even the appearance of a conflict carries the risk of causing reputational damage and legal issues for both our company and the individual employees involved. At Mersaco, we have strict internal controls to manage this.

In case of any actual or potential conflict of interest, you are required to disclose to your manager, the Compliance Lead or the Human Resources Department.

4.2 Examples of Conflict of Interest



An employee has a financial interest in a supplier, vendor, or contractor that does business with Mersaco and is involved in decision-making related to that relationship;



An employee uses company time, equipment, or confidential information to benefit a personal business;



An employee responsible for selecting vendors chooses a supplier where they or someone close to them stands to benefit financially.

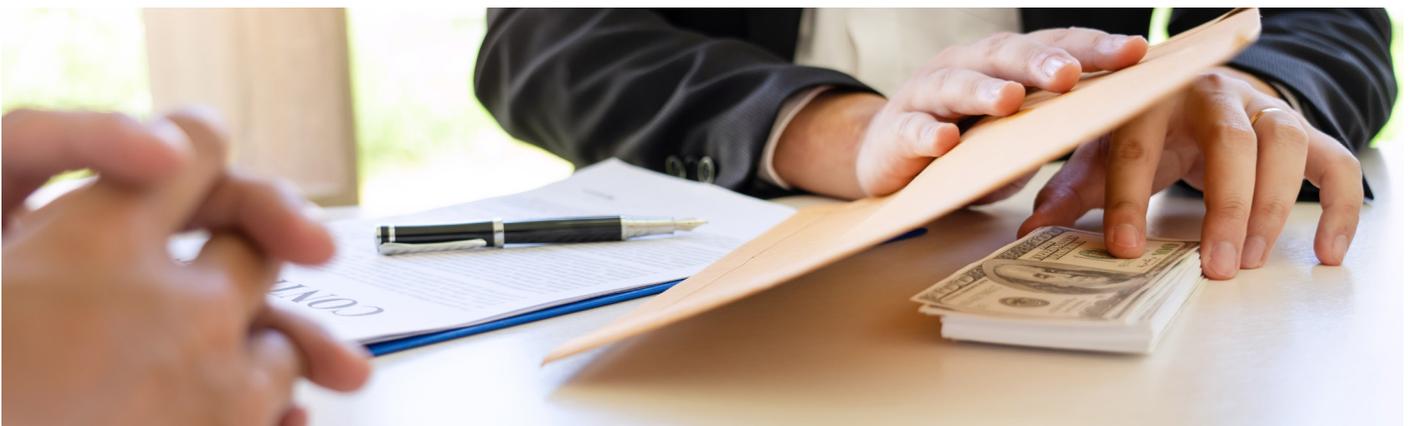
5. Gifts and Entertainment

Mersaco prohibits any gift, favor or other item of value being offered or given to healthcare professionals or any third party with the aim or effect of influencing the decision to prescribe, recommend, purchase, supply or administer Mersaco products.

5.1 Gifts, Meals or Entertainment

You must avoid accepting gifts, meals, or entertainment that could influence or appear to influence your professional decisions or create a conflict of interest. While modest and occasional hospitality may be acceptable in line with business customs, anything excessive, frequent, or intended to secure favorable treatment is strictly prohibited.

Employees must never accept cash or cash equivalents (e.g., gift cards). Any offer of gifts or hospitality must be disclosed to your manager or the Compliance Lead, especially when dealing with suppliers, customers, Healthcare Professionals or public officials.



5.2 Interaction with Healthcare Professionals (HCPs) and Healthcare Organization (HCOs)

Mersaco is committed to conducting all interactions with HCPs and HCOs in a transparent, ethical, and legally compliant manner. These interactions must always serve a legitimate business or scientific purpose and must not be intended to improperly influence medical decisions or generate undue advantage.

Any transfer of value such as payments, gifts, hospitality, or sponsorships must comply with applicable laws, industry codes, and internal policies. Employees must document such interactions accurately and ensure appropriate approvals are obtained.

All interactions must align with applicable local laws, the Lebanese Ministry of Public Health guidelines, the MEA (Middle East and Africa) Code of Promotional Practices, and the Code of Ethics for Medicinal products promotion in Lebanon and recognized international standards such as IFPMA (International Federation of Pharmaceutical Manufacturers & Associations) and EFPIA (European Federation of Pharmaceutical Industries and Associations).

6. Promotion Activities

All promotional activity must be carried out in an honest, fair, and transparent manner. Our aim is always for healthcare professionals to form their own science-based opinions about the therapeutic value of the products and to decide what is best for their patients.

6.1 Nature, Objective and Venue of Events

All promotional, scientific or professional meetings, congresses, conferences, symposia, and other similar events (each, an “event”) organized or sponsored by a company must be held in an appropriate venue that is conducive to the main purpose of the event which is to provide scientific and educational value.

Hotels which are very well known as recreation locations - such as resorts, spas, golf hotels - reputed for entertainment, can affect the image of the pharmaceutical industry, and therefore are not acceptable under the code although they might have proper business facilities. Hotels without such leisure offerings, but with adequate business facilities are considered appropriate venues.

Event should be modest and simple, limited to scientific exchange forums and focused on enhancing the knowledge of the attendees on the topic(s) being presented.

6.2 Nature of Hospitality

Refreshments and meals exclusively offered to healthcare professionals shall be reasonable and strictly limited to the main purpose of the event. As a general rule, hospitality must not exceed what healthcare professional recipients would normally be willing to pay by themselves.



6.3 No Entertainment or Gifts

No entertainment or other leisure or social activities should be provided or paid by Mersaco.

Giving or offering a gift means giving any gift, favor, entertainment, reward, or any other thing of value that might influence or appear to influence the judgment or conduct of the HCP in the performance of his or her job.

No occasional gifts to HCPs are permitted at Mersaco. This is to prevent any law violation and to not influence nor appear to influence the recipient's judgment or conduct.

7. Grants and Donations

As part of Mersaco's commitment and support to the community, grants and donations are considered part of Mersaco's social engagement. However, Mersaco employees must ensure that these grants and donations are not used to unduly influence the recipient and do not constitute bribery.

Grants and donation may never be offered or provided in exchange for an improper influence on the recipient.

However, particular care must be taken to assure that the recipient charity is a bona fide charity, regulated and supervised as such in the jurisdiction.

All grants and donations must be documented, approved and subject to audit.

At Mersaco, all grant and donation decisions are made following a formalized process to ensure fair and appropriate use of funds and to maintain independence from commercial considerations.

03

**ETHICAL
BUSINESS CONDUCT**

1. Fight Bribery and Corruption

Mersaco has zero tolerance for bribery and corruption in any form. Employees must never offer, give, solicit, or accept bribes or any improper advantage whether in cash or any other form, to influence business decisions or gain unfair benefits. This applies to both public officials and private sector interactions.

All activities must comply with applicable anti-bribery and anti-corruption laws, including the **U.K. Bribery Act**, the **U.S. Foreign Corrupt Practices Act (FCPA)**, and any relevant local regulations.

Business dealings must be conducted with transparency, properly documented, and supported by legitimate business purposes.

Any concerns or suspicious conduct must be reported immediately to your Direct Supervisor, the Human Resources Department or the Compliance Lead.

2. Fair Competition and Antitrust Laws

The purpose of competition and antitrust laws is to protect consumers and promote fair and free competition in the best interests of the public. We are committed to competing lawfully and fairly by seeking competitive advantages based on the price, quality and efficacy of our products and service delivery.

Mersaco is committed to upholding fair competition and complying with antitrust and unfair competition laws. We comply with all these laws whenever we do business and never attain competitive advantage through unethical or illegal business practices.

Employees must not engage in any activities that unlawfully restrict competition, such as collaborating with competitors to set prices, terms, or conditions of sale, agreeing to boycott specific customers or suppliers, or dividing markets based on customers, territories, or services.

Any other conduct that limits free-market competition is strictly prohibited. If there is any uncertainty about whether a business arrangement complies with antitrust and unfair competition laws, employees must seek guidance from Mersaco's Compliance Lead.



04

**MAKING PRODUCT
QUALITY AND SAFETY
A PRIORITY**

1. Importance of Quality and Safety

Mersaco is committed to maintaining the highest standards of quality and safety in all aspects of our pharmaceutical distribution operations. We strictly adhere to Good Storage and Distribution Practices, Good Documentation Practices, and all applicable local and international regulatory requirements, ensuring that the integrity, efficacy, and safety of our products are preserved from the moment they enter our facilities until they reach the patient.

Our quality commitment includes:

- **Temperature and environmental control** at every stage of storage and transport to maintain product stability.
- **Robust tracking and traceability systems**, enabling full visibility and accountability throughout the supply chain.
- **Secure and compliant storage facilities** designed to prevent contamination, product mix-ups, and unauthorized access.
- **Regular inspections, audits, and risk assessments** to identify and mitigate potential quality risks proactively.
- **Vendors and Subcontractors qualification programs** to ensure that everyone in our supply chain shares our commitment to quality and safety.
- **Pharmacovigilance awareness** to report and manage any adverse events or product-related safety concerns.

All employees are accountable for upholding these standards, applying our Quality Management System principles in their daily work, and fostering a culture of quality and continuous improvement. Any deviation, nonconformity, or suspected quality issue, no matter how minor, must be reported immediately to the Quality Department for prompt investigation and resolution.

By embedding quality into our organizational culture, we not only protect patient well-being but also strengthen the trust placed in us by our Business Partners, Healthcare Professionals, Healthcare Organizations, Ministry of Public Health Regulators, and the Community we serve.

05

EMERGING TRENDS

1. Responsible Use of Artificial Intelligence (AI)

Artificial Intelligence is transforming many aspects of the healthcare system and data management. While these tools enhance efficiency, they must be used with caution, fairness, and accountability. Employees involved in AI-based processes must ensure decisions made by these tools are ethical, compliant, and consistent with regulatory standards. AI must support and not replace our work at Mersaco and needs to be used with transparency, and professional responsibility.



2. Data Integrity and Cybersecurity

As Cyber threats become more sophisticated, Mersaco employees need to be vigilant when using data in order to protect sensitive and patient information. We are committed to safeguarding the accuracy, completeness, and reliability of our data, as well as protecting our systems against unauthorized access or cyber threats.

Protecting our data is essential to maintaining trust with our patients, partners, and regulators.

All employees must immediately report any suspected data breaches, cyber threats or unauthorized access.

06

ADMINISTRATION
OF THE CODE

The Code of Conduct is designed to ensure consistency in how employees conduct themselves within Mersaco, and in their dealings outside of the company.

No set of rules can cover all circumstances. With appropriate consultation and written permission, these guidelines may be varied as necessary to conform to local law or contract.

Mersaco reserves the right to amend or alter this Code at any time and for any reason.

1. Responsibility

The responsibility for administering the Code rests with the Legal and Compliance Section with an oversight by the Compliance Committee.

2. Training for Employees

Mersaco provides training programs to promote compliance with its Code of Conduct, requiring all employees to sign an attendance sheet confirming their understanding and agreement to follow the Code.

3. Compliance Committee

The Compliance Committee plays a vital role in promoting awareness and understanding of the Code of Conduct across Mersaco and in overseeing its implementation and its effectiveness.

4. Compliance is Everyone's Responsibility

All Mersaco employees, regardless of their role or level, are expected to act with integrity, follow laws and company policies, and speak up about any concerns. It's not just the job of the Compliance Lead, it's a shared commitment to doing the right thing and protecting the company's reputation.



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