
Areas of Expertise

- Commercial legislation
- Competition law
- Negotiation
- Merger & Acquisitions
- Public acquisition
- Real Estate
- Legal representation within Court/Arbitration
- FCPA, EFPIA, UK Bribery Act
- Corporate and M&A
- Compliance
- Project Coordination & Support
- Pharma legislation at European level
- Auditing
- Investigation
- Data Analysis
- Policies & procedures
- +15 Team management

Professional Experience

Phoenix Romania/Help Net&Farmexim **February 2020-Present** Legal and Compliance Director

Top pharmaceutical business in Romania, owned starting with 2017 by the strong European pharmaceutical group Phoenix, having 4000 employees (3 distinct companies) and being in a continuous expansion.

Leading and managing the Legal department for the Romanian Group focused within the main objectives:

- Integration the 2 legal departments of Farmexim and Help Net in one group legal department and creating a synergy between them and a motivated team
 - Lead the integration steps from an entrepreneurial company to a corporate with high standard procedures in ethical and compliance behaviors.
 - Assistance in Manufacturers compliance audits
 - Ensures the respecting of Phoenix Compliance Procedures at the local level by training, forming, and raising the conscience of an ethical behavior in business
 - Ensuring Phoenix corporate governance procedures and action to all local entities
 - Organizational changes within legal department, people management – recruiting and forming people;
 - Coordinate legal services to all Local Group business activities and legal entities: pharmacy chain, tenders in hospitals, production of own brands pharmaceutical products, distribution, logistic services, marketing and medical promotion for producers;
 - Management of strategic projects: Merger & Acquisition, real estate projects, international joint ventures restructuring of the organization.
 - Business development activities in order to develop projects ensuring the efficiency of legal daily activity in the company;
 - Actively representation in the Romanian Pharmaceutical Retailers and Distributors Association (ADRFR), in AMCHAM and also direct involvement in the legislative projects related to pharmaceutical legislation
 - Budget improvement focusing using responsible the internal resources and external according with the real need of the companies
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A&D Pharma/Dr. Max Central & Eastern Europe

February 2015 – February 2020

Legal & Compliance Director

Top Romanian Pharma business with multiple business lines as drug distribution, retail, platforms for marketing and sales which has developed business also in Eastern Europe, having 5000 employees.

Leading and managing the Legal Department for 20 Companies members in A&D Pharma/Dr. Max Group part of Penta Investment Group among Sensiblu pharmacy chain (700 Pharmacies), Mediplus – 1st Romanian Pharma Distributor, A&D Pharma Marketing Services and Sales – an important representative of drug manufacturers in the CEE:

- Develop and maintain high standards for Group compliance, regulatory, and legal needs (commercial, employment, competition, IP, pharma legislation and litigation);
- Leading the legal and compliance activities of A&D Pharma Group including the Subsidiaries located in: Hungary, Bulgaria, Poland, Slovakia, Azerbaijan, Serbia;
- Organizational changes within legal department, people management – recruiting and forming people;
- Coordinate legal services though out all Group business activities: pharmacy chain, tenders in hospitals, production of own brands pharmaceutical products, distribution, logistic services, marketing, and medical promotion.
- Management of strategic projects: Merger & Acquisition, real estate projects, international joint ventures;
- Business development activities in order to develop projects ensuring the efficiency of legal daily activity in the company;
- Actively representation in the Romanian Pharmaceutical Retailers and Distributors Association (ADRFR), in AMCHAM and also direct involvement in the legislative projects related to pharmaceutical industry

Sensiblu Foundation

October 2015 – February 2020

President of the Board of Directors

Ensuring the legal needs of the Foundations together with direct involving in all the philanthropic and CSR activities in health field and woman and child protection against family violence situations

PriceWaterhouse Coopers Romania

September 2014 – January 2015

Legal Manager – advisory services

- Ensuring legal advice and consultancy for clients within pharma and healthcare services industries
 - External legal management of clients portfolio regarding their business and commercial activity (commercial contracts, competition, labor, SOP's, tenders, compliance)
 - Management of clients receivables and debts
 - Representing the clients in Court, Arbitral Court ad in front of any public institution
 - Consultancy services on pharma projects for PWC Romania's clients
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- Direct involvement in forensic procedures to Pharmaceutical Companies

Actavis (Watson), Romania

August 2007 – December 2013

Legal Manager

- Leading the Legal and compliance department.
- Coordinating and with the internal legal team and direct involvement all daily legal activities: drafting and negotiating contracts (distribution and supply contracts, rental, tender, logistic contracts and any other commercial contracts);
- Providing pro-active and requested counseling and legal advice to the management team and all departments of the company.
- Solving litigation or representing the Company for Court/Arbitration Court cases;
- Ensuring that all commercial contract of the company are respecting the competition environment and also the competition legislation;
- Overseeing all labor acts and contracts, in the HR department; ensuring the respect of labor legal disposition in all dismissal and reorganization procedures
- Handling the patents evidence and ensure the respect of competitors patents in order to ensure a good flow of generics drugs entering in the market.
- Developing and coordinating the compliance procedures (very important in a regulated activity as pharma industry.
- Participating in relation with public authorities (Ministry of Health, National Health Insurance House) in all legislation projects in discussion;
- Preparing and ensuring all trade registry formalities and documentation necessary in the company (all statutory changes, working points opening)
- Managing internal and external resources to ensure effectiveness and cost efficiency as per the budget;
- Member in Compliance Committee of Association of Generic Medicines Producers from Romania
- Supervising big merger between top then pharmaceutical companies in the world.

Scarlatescu Law Office, Romania

August 2002-July 2007

Managing Partner

- Legal experience in pharma industry
- Legal experience in competition legislation; investigation participation and direct involvement in hearings; participation in public debates and round tables organized by Competition Council
- Increased experience in compliance activity in big companies to a regional level (CEE); creating procedures and Standard Operations Procedures, trainings and implementation
- Increased experience in management of debt collection
- Excellent expertise in labor legislation
- Merger and Acquisitions experience

Achievements

- Nominated 3 times consequently by Legal 500 in top 10 of General Counsel Power list – CEE in pharmaceutical industry (**2017,2018,2019**) and included in 2023 in Legal 500 list for Romania as a premiere
 - More than 300 court cases files for debt recovery finalized with success in a complex procedure;
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- More than 1000 debtors receivables recovery through: negotiations, transactions, assignments of debts, supplementary guaranties;
- Direct participation in Competition Council investigations; ensuring all defends and hearings formalities.
- Legal coordination for more than 100 employee's reorganization finalized with no legal actions against employer.
- Organization of an important tender for logistic services simultaneously with business structure change within the company.
- Member in Ethic and Compliance Committee of the Generic Medicines Romanian Producers Association (APMGR);
- Active implication in ADRFR Association in participation to public debates organized by authorities in health domain (regulations, PPP, legislative initiatives)
- Coordination of pharmacies chain acquisitions and their integration
- Proficiency assistance in the Legal Due Diligence activity and negotiations during Penta transaction process, transaction rewarded as the transaction of the year 2018 in Romania by CEE Legal Matters
- Compliance audits closed successfully, performed by top 10 producers to distributors for which I worked
- Speaker to international compliance events;

Education & Certification

Starting with November 2021 enrolled in an EMBA program at Maastricht School of Management Romania

European Business Law – Master

Bucharest University – Pantheon Sorbonne (2000-2001)

Law – Bachelor Degree

Bucharest University – Law School (1995-1999)

Skills

Management Experience : Yes

Driving License: Yes

Foreign Languages:

- French – Business proficiency
- English – Business level
- Italian - Conversational

Public activity

<https://www.legal500.com/assets/pages/cc100/2017/cee-17.html>

<http://www.bizlawyer.ro/stiri/piata-avocaturii/cum-lucreaza-avocatii-in-house-din-marile-companii-private-mihaela-scarlatescu-head-of-legal-compliance-a-d-pharma>

<http://ceelegalmatters.com/index.php/deal-5/6080-deal-5-head-of-legal-and-compliance-at-a-d-pharma-group-mihaela-scarlatescu-on-pharma-acquisition>

Mihaela Scarlatescu 40-740-006-761

<http://www.zf.ro/companii/achizitia-a-78-de-farmacii-de-la-polisano-duce-un-plus-de-20-in-reteaua-sensiblu-16019632>

<https://www.wall-street.ro/articol/Companii/238155/mihaela-scarlatescu-consultant-juridic-a-d-pharma-de-ce-are-nevoie-o-comanie-farma-de-o-armata-de-avocati.html>

<http://www.bizlawyer.ro/stiri/in-house-lawyers/in-spatele-scenei-alaturi-de-mihaela-scarlatescu-head-of-legal-compliance-a-d-pharma-si-departamentul-in-care-lucreaza-15-oameni-buni-cum-s-a-produs-integrarea-comaniei-in-grupul-dr-max-si-ce-asteptari-duce-anul-2019>

<https://ceeiinhousematters.com/ceeiinhousematters-issue-1-2/14312-a-shopping-spree-a-gc-s-story-of-handling-dozens-of-parallel-transactions>
