



# Mundipharma Third Party Code of Conduct

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# Integrity in all that we do

## Introduction from our CEO



At Mundipharma we believe in putting healthcare professionals and the patients they serve at the core of everything we do. An important part of this is our commitment to deliver great results with high integrity.

Delivering results with high integrity protects our valuable reputation. And it is up to everyone who works with Mundipharma to share that responsibility by upholding our reputation for integrity and ethical conduct. That is why we strive to work with Third Parties who are committed to lawful and ethical behaviour.

You have chosen to work with or represent Mundipharma, and in doing so we urge you to operate in accordance with the high standards of integrity laid out in this Code. I thank you in advance for taking this responsibility seriously.

**Marc Princen, CEO**

## Our Expectations of our Third Party Partners

We rely on our Third Party Partners, including distributors, vendors, suppliers, and consultants for a wide range of business essential activities throughout the world, and we value our relationship with you. We respect the work that you do, and we will not ask you to do something that violates the law or our ethical standards.

### Examples of how this applies to you:

- You must take reasonable steps to ensure compliance with applicable laws, regulations, industry codes and ethical standards. This can include, but is not limited to, implementing or refining company policies and procedures, enhancing internal controls, training your employees and other representatives, and providing a mechanism for employees to safely raise questions or concerns.
- You must take affirmative actions to drive a culture of integrity where employees and other representatives are committed to patient safety and ethical business practices.

We also recognise that legal or ethical failures by our Third Party Partners can lead to serious legal, financial, and reputational consequences for Mundipharma. As such, we expect you to exercise proper care and good judgment in all that you do, to comply with applicable laws, regulations, and industry codes, and to act in accordance with the principles outlined in this Third Party Code of Conduct (“Code”) insofar as the particular sections are relevant to the activities you perform for Mundipharma.

## Our Guiding Principle of Integrity

Acting with **integrity** means that you make decisions that uphold the highest ethical and legal standards, and that you:

- Are honest in your words and behaviours,
- Consider the impact of your decisions on patients, customers, the communities we work in, and the wider public,
- Consider the reputational impact on you and Mundipharma if your actions were made public, and
- Have the courage to speak up if something does not seem right.

## Integrity Line

Mundipharma provides an Integrity Line to enable employees, Third Parties or others to raise questions or concerns in a confidential (and, where preferred, anonymous) manner, in a language of their choice. The Integrity Line may be contacted via an on-line system or via toll-free numbers from anywhere in the world. The Integrity Line also provides a secure mechanism for follow-up and response to questions or concerns raised. Mundipharma is fully committed to promptly and fairly reviewing all questions or concerns that are raised. We will not tolerate any form of retaliation against anyone raising questions or concerns in good faith.

### Examples of how this applies to you:

- You must notify your employees and other representatives about the Integrity Line and non-retaliation policy.
- You must report any actual or suspected misconduct to your Mundipharma contact, one of our Compliance Officers, or to the [Mundipharma Integrity Line](#).

- You must ensure that there is no retaliation against anyone raising questions or concerns in good faith.

# Acting with Integrity

## Interactions with the Medical Community

The independence of the medical community (including healthcare professionals, healthcare organisations, patients, patient organisations, government officials and payers) is of paramount importance to ensure that any clinical decisions are in the best interests of patients.

### Examples of how this applies to you:

- You must abide by Mundipharma's Global Policy on Interactions with Healthcare Professionals, and any other applicable laws, regulations, codes of conduct and industry standards, when engaging with the medical community.
- You must ensure that all interactions with the medical community by you, your employees and third parties have a lawful and legitimate business purpose.
- You must ensure that all payments or other benefits or items of value are not intended or used as an improper inducement for sales or favours.

Mundipharma is committed to ensuring its employees' interactions with the Medical Community have a lawful and legitimate purpose and are conducted in an honest, ethical and transparent manner.

## Anti-Bribery and Anti-Corruption

Bribery is any offer, promise, giving or receiving of a payment, benefit or other item of value to induce or reward the improper performance of a position of trust, or for an advantage that should be obtained impartially. Items of value can include, but are not limited to, cash, vouchers/gift-certificates, meals, gifts, personal favours, donations, grants, travel and hospitality.

Mundipharma does not tolerate bribery or corruption in any form. This includes facilitation payments, which are typically small cash payments made to induce government officials to perform or expedite routine functions that they are otherwise required to perform, and which are strictly prohibited by Mundipharma.

### Examples of how this applies to you:

- You must not engage in any activity that is or can be reasonably seen to be a form of bribery or corruption, regardless of whether such activity is considered to be an accepted business practice in your culture or country.
- You must not make or permit facilitation payments.
- You must not make any donations to political parties or candidates for, or on behalf of Mundipharma.
- You must not encourage or allow third parties to offer, promise, give or receive improper payments or benefits.
- You must keep complete and accurate financial records and be prepared to demonstrate that all transactions were legal, were for a legitimate business purpose and received any necessary approvals.

## Conflicts of Interest

Mundipharma is committed to making decisions in the best interests of the company and those it serves, including patients and healthcare professionals. That means avoiding conflicts of interest that could compromise objective or ethical decision-making by our employees or our Third Party Partners.

Examples of conflicts of interest include, but are not limited to, family or other personal relationships with a government official or healthcare professional who can influence decisions that impact your organisation or Mundipharma, a relationship with a Mundipharma employee that could benefit you or your organisation, or the acceptance of gifts that have the intent or effect of compromising an objective decision on behalf of Mundipharma.

### Examples of how this applies to you:

- You must take actions to ensure that you, your employees, and other representatives do not have conflicts of interest that jeopardise their ability to make decisions/take actions in the best interests of Mundipharma or patients.
- If a conflict of interest arises in the course of your business relationship with Mundipharma, you must disclose it to your Mundipharma contact or one of our Compliance Officers.
- You must politely refuse or return any gifts or benefits if they could have the effect or perception of improperly influencing objective decision-making.
- You must make hiring decisions based on fair and objective criteria, and not, for example, based on requests made by healthcare professionals or government officials to hire one of their family members.

It is important to remember that even the appearance of a conflict carries the risk of reputational damage.

## Responsible Promotion

Promotion is any activity directed to healthcare professionals or the public (where permitted by local laws) where the intent is to encourage the use, purchase, prescription or recommendation of an authorised medicine. Promotional activities include but are not limited to the use of promotional materials, promotional meetings and detailing.

### Examples of how this applies to you:

- You must only engage in honest and ethical promotional activities.
- You must only promote our products in line with the approved indications or the more restrictive, sub-set of approved indications determined by Mundipharma.
- Where required by Mundipharma, you must only use Mundipharma-approved promotional or educational materials.

Mundipharma is committed to carrying out all promotion in an accurate, balanced, fair, objective, honest and transparent manner, so that healthcare professionals and the public can form their own opinions about Mundipharma products. When we promote our products we must ensure it includes balanced efficacy and safety-related information.

## Reporting Adverse Events

Adverse events are unfavourable and unintended occurrences, signs, symptoms, or diseases temporally associated with the use of a Mundipharma product.

#### **Example of how this applies to you:**

- You must inform us, via channels provided on [www.mundipharma.com](http://www.mundipharma.com), of an adverse event, side-effect or other safety information relating to a Mundipharma product as soon as possible and no later than 24 hours of becoming aware of the information.

Mundipharma takes reports of adverse events seriously and is committed to meet its obligations with the relevant regulatory authorities. Any known, suspected or reported adverse events must be notified promptly to Mundipharma.

## **Intellectual Property and Confidential Information**

Mundipharma intellectual property refers to the ownership of ideas, designs and brands. It includes copyrights, patents, trademarks, design rights and trade secrets.

Confidential information is any information that Mundipharma does not wish to be made public and it includes information or documents about our organisational structure, business strategy, activities, operating procedures, products and services, intellectual property, trade secrets and know how, finances, plans, transactions, and policies. Such documentation is typically marked “Confidential”, but the absence of such a classification is not authorisation for further distribution.

Mundipharma is committed to ensuring that intellectual property assets and confidential information are protected, secured, and defended.

#### **Examples of how this applies to you:**

- You must not disclose any of Mundipharma’s confidential information or intellectual property (such as copyrights and trademarks), except where expressly authorised by us in writing.
- You must restrict access to Mundipharma’s confidential information to those that have a legitimate business need to know in order to perform the agreed services for Mundipharma.
- You must immediately report unauthorised disclosure of Mundipharma’s confidential information, whether inadvertent or not, via the [Mundipharma Integrity Line](#).

## **Employment Practices**

Employees are a company’s most important resource. Mundipharma believes that in addition to being legally required, fair employment practices in connection with hiring and promotion, work hours and time-off, compensation and benefits, disciplinary and grievance procedures, etc., will help a company recruit and retain the best talent and will empower employees to perform their best.

Mundipharma is committed to providing equal employment opportunities to applicants and employees by ensuring that our recruitment and promotion processes seek the best talent from a diverse pool of talent. We are also committed to fostering a diverse and inclusive working environment where employees feel confident to be themselves and are free from harassment, discrimination, bullying or other negative treatment.

#### **Examples of how this applies to you:**

- You must make hiring, promotion and other employment-related decisions according to merit, taking care to ensure that procedures prevent biases related to a candidate’s age, race, gender, religion, sexual orientation and other personal characteristics that are unrelated to performance.

## Health & Safety

Employers, including Mundipharma and its Third Party Partners, have legal and ethical obligations to provide a physically and emotionally safe and healthy workplace for employees and visitors. This includes providing a clean and safe work environment in which potential hazards are promptly identified and remediated, as well as establishing reasonable work schedules with appropriate breaks, and providing access to fresh water and toilet facilities.

### Examples of how this applies to you:

- You must provide a safe and healthy workplace for all employees and visitors.
- You must take affirmative steps to identify and remediate hazards.
- You must inform and train your employees on necessary precautions when handling hazardous materials, operating equipment, or conducting other higher-risk activities.
- You must provide a method for your employees to report injuries or ill health arising from their work, and you must take such reports seriously, including conducting appropriate reviews and implementing corrective actions where necessary.

## Human Rights

Human rights are rights inherent to all human beings, regardless of race, sex, nationality, ethnicity, language, religion, or any other status. They include the right to life and liberty, freedom from slavery and torture, freedom of opinion and expression, the right to work and education.

Mundipharma respects the dignity and human rights of employees and recognise the important role that businesses play in society to prevent and stop human rights abuses such as forced labour, human trafficking, and child labour.

Mundipharma endorses and is committed to following international human rights standards, including the United Nations Guiding Principles on Business and Human Right and the Minimum Age Convention and we expect our third parties to do the same.

### Examples of how this applies to you:

- You must keep vigilant and report any signs of human rights concerns.
- You must not use any form of forced labour, child labour, slavery, or human trafficking.
- You must ensure that employees have freedom of movement and are free to leave their employment after reasonable notice.

## Sustainability

Sustainability focuses on meeting the needs of the present without compromising the ability of future generations to meet their needs. It encourages businesses to frame decisions in terms of environmental, social, and human impact for the long-term, rather than merely on short-term gains.

Mundipharma is committed to doing its part to protect the world around us by identifying, understanding, and managing the effects of its choices and activities on people, society, and the environment.

### Examples of how this applies to you:

- You must seek to identify, understand, and manage the effects of your choices and activities on people, society and the environment.
- You must strive to introduce, develop, and improve sustainable initiatives in your business.



## Competition and Antitrust Laws

Competition and antitrust laws are designed to protect consumers from unfair business practices and to promote fair and free competition in the best interests of the public. Anti-competitive behaviour includes agreements to restrict competition, such as price-fixing, market sharing, bid rigging or limiting the supply or production of goods or services, as well as abuse of a dominant market position, such as imposing unfair trading terms, engaging in excessive, predatory or discriminatory pricing, and refusing to supply.

Exchanging commercially sensitive information with competitors can also amount to a serious infringement of competition law. Commercially sensitive information is information that is not public and could be used by a competitor or supplier to make development, production, pricing, or marketing decisions, and can include information relating to costs, capacity, distribution, marketing, supply, territories, customer relationships, business terms, current and future prices, discounts, etc.

Mundipharma is committed to dealing lawfully and ethically with competitors and seeking competitive advantage through appropriate means such as high standards of customer service, and the quality and efficacy of our products.

### Examples of how this applies to you:

- You must conduct your operations in accordance with the principles of fair competition and in compliance with all applicable laws and industry codes, including ensuring that you do not enter into anti-competitive agreements (verbal or written, express or implied) or engage in abuse of a dominant market position (if applicable).
- You must strictly follow the procedures set out by the tendering entity when bidding in tenders involving our products.
- You must not seek to obtain, share or receive commercially sensitive information belonging to others. Any Mundipharma confidential information shared with you as part of a lawful business arrangement must be protected against intentional or inadvertent disclosure.

## Trade compliance

Trade compliance and import/export laws govern the import, export or transfer of certain products and information to specified countries, governments, government officials, entities and individuals. These laws are part of diplomatic efforts by countries and organisations to protect national security interests, international law and defend against threats to international peace and security.

Mundipharma is committed to ensuring its employees have a proper understanding of trade restrictions applicable to its business activities, to conducting required sanctions screening of third parties and associated individuals, and to identifying and appropriately addressing any known or suspected changes in ownership of third parties working with us that could implicate sanctions laws.

### Examples of how this applies to you:

- You must ensure you have a proper understanding of any trade restrictions applicable to activities you carry out for Mundipharma.
- You must implement reasonable measures to detect and prevent trade with sanctioned countries, persons and prohibited end-users. This may include subscribing to notification services offered by relevant government authorities.

- You must notify Mundipharma via [Mundipharma Integrity Line](#) if you become aware of any planned, pending or completed transaction that may involve a sanctioned country, person or prohibited end-user.

## Due Diligence and Sub-contractors

Due diligence is a review of a third party's commercial operations, ownership, reputation, legal history and other factors that provide insight into a company's commitment to legal and ethical business practices. Due diligence should be performed in advance of a business arrangement with the third party and periodically throughout the business relationship.

To help with the selection of business partners who are committed to lawful and ethical business practices, Mundipharma is committed to conducting risk-based due diligence and actively resolving any issues identified.

### Examples of how this applies to you:

- You must complete due diligence-related requests from Mundipharma and cooperate to address any questions or potential issues identified during the process.
- You must advise Mundipharma via [TPRM@mundipharma.com](mailto:TPRM@mundipharma.com) of material changes to your shareholders, management board and/or beneficial owners, your legal name, and/or the country where you are registered or are performing services for Mundipharma, or as otherwise required by Mundipharma.
- You must conduct reasonable due diligence on your sub-contractors to ensure that they are legitimate organisations that have the legal right to perform the contracted services in the relevant location, that they conduct their business lawfully, honestly and ethically, and that they are not engaged in behaviour that would create reputational harm for you or Mundipharma.
- You must ensure that your sub-contractors are bound contractually to abide by this or an equivalent Code of Conduct.
- You must ensure that your sub-contractors have appropriate training, including training on anti-bribery and anti-corruption.
- You must report to Mundipharma via the [Mundipharma Integrity Line](#) if an employee, sub-contractor or other representative is or has been involved in any known or suspected breach of this Code, applicable laws or industry codes.
- You must instruct your sub-contractors on the use of the [Mundipharma Integrity Line](#).

## Accurate Records

Keeping accurate records means ensuring that financial and other business-related information is accurate, complete and up-to-date, and documented in accordance with internal company requirements and applicable laws.

Mundipharma is committed to keeping up-to-date and accurate records of its transactions and business activities.

### Examples of how this applies to you:

- You must ensure accounting records and supporting documentation accurately reflect the true nature of the transactions. This is particularly important when the transactions involve healthcare professionals.
- You must retain documentation for the time period specified by law.
- You must store documents in a manner to protect them from damage or destruction.

## Data Privacy

Data Privacy laws and regulations protect the personal data of individuals, including employees, customers, and patients. Personal data includes, but is not limited to, an individual's name, identification number, location data, or one or more factors specific to the individual's physical, physiological, genetic, mental, economic, cultural or social identity.

Mundipharma respects and is committed to protecting the personal data of its employees, customers, patients, business partners, and others, by collecting, handling, securing and transferring personal data in accordance with applicable laws, internal policies, data protection standards and our guiding principle of integrity.

### Examples of how this applies to you:

- You must abide by all applicable data privacy laws and regulations when handling personal information.
- You must not collect, use, store, sell or transmit personal information, unless you have obtained necessary consent by the individuals whose information is contained in the data.
- You must report any suspected data breaches via the [Mundipharma Integrity Line](#).
- You must maintain the appropriate internal controls to prevent, detect and respond to data breaches.
- You must exercise caution, when transmitting personal information due to the open environment of electronic communication.
- You must not disclose any personal information pertaining to Mundipharma's employees or customers, except where authorised in connection with performance of services on our behalf.