



# Vetter Business Partner Code of Conduct

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## Foreword

Headquartered in Ravensburg, Germany, Vetter is a global leading contract development and manufacturing organization (CDMO) with production facilities in Europe and the United States. The company has long-term experience offering services ranging from early development support including clinical manufacturing, to commercial supply and various packaging solutions for vials, syringes and cartridges. Vetter has long-term experience in supporting biotechnology and pharmaceutical customers both large and small. As a leading solution provider, the CDMO recognizes its responsibility in supporting the needs of its customers in developing devices that contribute to increased patient safety, convenience, and enhanced compliance. In addition, the company places high importance on social responsibility including environmental protection and sustainability.

To fulfil this high responsibility, Vetter relies on excellent relationships with its business partners and places high demands on them. In addition to performance, quality, market, region, innovation and costs, Vetter also focuses on environmental, social and ethical issues such as human rights, working conditions, prevention of corruption, environmental protection, and sustainability. Vetter takes these environmental, social and ethical responsibilities seriously and expects all of its contractual business partners to do likewise. Adherence to these factors will be considered as part of the selection and evaluation process of business partners. To this end, Vetter has established a minimum set of values and principles for its business relationships with business partners in this Business Partner Code of Conduct.

### Ethical Principles

Essential principles of the Business Partner Code of Conduct are, among others, compliance with all applicable national laws, respect to human rights, equal opportunity in every sense, transparency and a clear positioning against discrimination, bribery, corruption, money laundering and modern slavery. Vetter is guided by the guidelines of the International Labour Organization (ILO), the principles of the United Nations Global Compact, the Universal Declaration of Human Rights, health and safety standards and guidelines of the International Organization for Standardization (ISO) under consideration of the applicable laws in various countries and locations.

### Expectations

Vetter expects their business partners to operate in compliance with:

- the abovementioned guidelines, set out in the previous section “Ethical Principles”,
- all applicable laws, rules and regulations of the countries in which they themselves do business and
- compliance with the same by their business partners under consideration of the following principles:

## A Human rights, employment and prevention of forced labor

As a global and responsibly acting company, Vetter is clearly committed to complying with the duties of care regarding human rights. Vetter formulated these, as well as the respective expectations regarding its own business area, in a statement of principles. Vetter expects compliance also from all of its business partners accordingly. In particular, this applies to the following protected legal positions:

### 1. Child labor

Business partners shall not tolerate and prohibit any kind of child labor within their organization; in particular, business partners shall not employ children under the age of 15. Employing teenagers above the age of 15 for light work is only allowed if and to the extent national laws and regulations permit such light work and if it is not such as to prevent their attendance at compulsory schooling or vocational training and not likely to be harmful to their health or development.

### 2. Discrimination

Business partners shall promote equal opportunities and equal treatment and prohibit any form of discrimination in recruiting, employing or promoting employees or grant of training or continuing education programs. No employee of a business partner may be discriminated against based on his or her gender, age, color, nationality, sexual orientation or identity, disabilities, religious conviction, marital status, ethnic origin, or membership of a political party or a trade union.

### 3. Forced labor

Business partners shall nowhere employ or tolerate forced labor, slave labor, oppression in the workplace environment or other means of involuntary work or otherwise benefit therefrom. Any labor used in the business partner's business area must be voluntary, and employees must be free to leave work and terminate their employment or other work status with reasonable notice.

### 4. Working hours, wages and freedom of association

Business partners shall comply with the applicable national laws regarding labor rights, working and rest hours and wages, including (if applicable) payment of minimum wages, and holiday rules agreed under a collective wage agreement. Business partners shall support and respect the freedom of association and shall effectively recognize the right to collective bargaining.

## 5. Prohibition of illegal employment

If required, employees of business partners shall be in possession of a valid work permit and residence permit. If a foreign employee is not proficient in the German language, business partners shall ensure the availability of a person who is proficient in the foreign employee's language and in German or English while that employee is on duty. The same applies for Vetter's business partners and their respective business partners outside of Germany.

## 6. Prohibition of restricting livelihood

Business partners shall furthermore comply with the following:

- the prohibition of causing any harmful soil change, water pollution, air pollution, harmful noise emission or excessive water consumption that
  - a) significantly impairs the natural bases for the preservation and production of food,
  - b) denies a person access to safe and clean drinking water,
  - c) makes it difficult for a person to access sanitary facilities or destroys them or
  - d) harms the health of a person;
- the prohibition of unlawful eviction and the prohibition of unlawful taking of land, forests and waters in the acquisition, development or other use of land, forests and waters, the use of which secures the livelihood of a person;
- the prohibition of the hiring or use of private or public security forces for the protection of the business partner's project if, due to a lack of instruction or control on the part of the enterprise, the use of security forces
  - a) is in violation of the prohibition of torture and cruel, inhumane or degrading treatment,
  - b) damages life or limb or
  - c) impairs the right to organize and the freedom of association.

## B Environment, health and safety

For Vetter, it is of utmost priority to provide a healthy and safe working place for our employees and to assume our environmental responsibility. Vetter's environment, health and safety (EHS) management system is certified per ISO 14001, 45001 and 50001 and is fully applied at all our sites. By applying this EHS management system, we ensure compliance with all binding commitments and self-imposed objectives for continuous improvement regarding protection of people and the environment.

Accordingly, business partners shall comply with all applicable laws governing labor safety and environmental protection and shall establish and maintain an appropriate occupational health and safety management system in accordance with the standards mentioned above to ensure compliance with the regulations on environmental and health protection.

**Business partners shall especially ensure the following requirements:**

- avoidance of substances that are hazardous to environment and health (especially any use of mercury or persistent organic pollutants/POPs);
- avoidance of use of conflict minerals originating from conflict or high-risk areas (especially tin, tantalum, tungsten, their ores and gold /3TG);
- use of sustainable raw materials;
- recyclability, durability and reusability of materials; environmentally sound handling, collection, storage of waste and -disposal;
- acknowledged eco-labels, environment-friendly packaging; containment of actual or potential workplace safety risks;
- training of employees to optimally prevent and avoid accidents and occupational diseases.

## C Conduct in business transactions

### 1. Prohibition of corruption and bribery

Business partners shall comply with any applicable anti-bribery and anti-corruption laws and regulations including, but not limited to, the U.S. Foreign Corrupt Practices Act, the U.K. Bribery Act and all United Nations (UN) and Organization for Economic Co-operation and Development (OECD) conventions against corruption.

In their business relationships with Vetter, other business partners, sub-contractors or representatives, business partners shall particularly neither actively nor passively, directly nor indirectly, engage in any form of corruption, bribery or any business conduct that could create the appearance of improper influence to:

- win or retain business; or
- gain an improper advantage; or
- illegally influence the action or decision of any public official or a private commercial counterparty.

## **2. Invitations and gifts**

Business partners shall refrain from presenting any invitations, gifts or other benefits to Vetter's employees to gain any form of influence. Any invitations, gifts or other benefits extended to Vetter's employees or related persons, if any, must be reasonable and appropriate in respect to scope and occasion, i.e. must be of low financial value and reflect ordinary local business customs. Furthermore, suppliers shall refrain from asking Vetter's employees or related persons for any inappropriate advantages.

## **3. Money laundering prevention**

Business partners shall comply with any applicable anti-money laundering laws and cooperate in particular in the necessary naming of their own ultimate economic beneficiaries (UBOs) and shall not engage in any money laundering activities.

## **4. Avoiding conflicts of interest**

Business partners' decisions to enter into supply or other agreements shall be based on objective criteria only. Business partners shall avoid any private, business or other conflicts of interest. The same applies to relatives and other related parties.

## **5. Fair competition and antitrust**

Business partners shall compete in a fair manner and comply with applicable antitrust laws and regulations. Business partners shall refrain from entering into agreements with competitors that might constitute a breach of antitrust law or approach Vetter with the intention to conclude such an agreement. Business partners shall not abuse any dominant market position they might hold.

## **6. Trade compliance**

Business partners shall comply with all applicable import and export control laws, regulations, sanctions and supply-chain security requirements (including but not limited such related to import, export, re-export, transfer or disclosure) of the country where the business partner resides, the European Union, United States, and any other country where transactions are conducted on the business partner's behalf. This includes any kind of transaction of goods, software, technology or technical assistance, which might be subject to trade restrictions, regardless of the way of transfer. Business partners shall cooperate with Vetter regarding determination of applicable export control restrictions. In addition, business partners shall operate in full compliance with other applicable trade and customs law.

## **7. Conflict minerals**

Business partners shall ensure that products supplied to Vetter do not contain metals derived from minerals (especially tin, tantalum, tungsten, their ores and gold / 3TG) or their derivatives originated from conflict regions that directly or indirectly finance or benefit armed groups.

## **8. Privacy and data protection**

Business partners shall abide by all applicable data privacy laws and regulations when handling personal data. Business partners shall always use personal data (e. g. from employees or customers) appropriately for necessary business purposes only and protect it from misuse. Business partners shall protect confidential information, including personal data, collected for or from Vetter, and act to prevent its loss, misuse, theft, fraud, improper access, disclosure or alteration including unauthorized communication and/or publication of information acquired from or on behalf of Vetter.

## **9. Intellectual property and confidential information**

Business partners requiring the exchange of confidential information with Vetter are required to execute a confidential disclosure agreement with Vetter in advance. Business partners shall not share Vetter's intellectual property, confidential information or any other information that they acquire with respect to Vetter's business (including information developed by business partners and information relating to products, customers, other business partners, pricing, costs, know-how, strategies, processes and practices). Business partners must immediately report unauthorized disclosure of Vetter's confidential information, whether inadvertently or not, to the respective Vetter management or Vetter's Corporate Compliance Office.

## **10. Completeness and accuracy of business records**

All financial books and records of business partners must comply with generally accepted accounting principles. Records of business partners must be complete and accurate in all material respects and must be legible, transparent and reflect actual transactions and payments.

## **11. Business continuity procedures**

Business partners shall establish and maintain procedures to ensure business continuity and to prevent and avoid business interruptions for protecting the supply chain against disruption from disasters (e.g. natural disasters, terrorism, computer viruses, diseases, pandemics or infections).

## **12. No debarment**

Business partners, including any of the business partners' employees, sub-suppliers or any of sub-suppliers' employees, engaged or any other person used in any capacity by business partners to perform services for Vetter must not be and not have been debarred under section 306 of the US Federal Food, Drug and Cosmetic Act in connection with the performance of such services or under any comparable law or regulation outside of the United States of America.

## **13. Business partners' subcontractors**

Business partners shall negotiate with and select their business partners on the values and principles of this Business Partner Code of Conduct. Business partners shall encourage their respective business partners to comply with the minimum standards set forth herein. Business partners are responsible for their own supply chain.

## **14. Reporting misconduct**

Business partners shall encourage all their staff and respective business partners to report misconduct or illegal activities, to investigate and take corrective action if needed and to protect reporting persons from retaliation.

## **D Compliance with the Business Partner Code of Conduct**

Business partners shall immediately report serious violations (including own violations as well as those committed by their respective business partners) against the regulations of this Business Partner Code of Conduct to Vetter's Corporate Compliance Office.

Vetter reserves the right to review and to audit business partners' compliance with the principles and requirements of Vetter's Business Partner Code of Conduct. Furthermore, Vetter reserves the right to conduct on-site audits in coordination with business partners. Any breach of the principles and requirements set forth herein by business partners shall be considered material and will be considered for purposes of business partner evaluation. In cases of violations or non-adherence to this Business Partner Code of Conduct and business partners' failure to remedy their non-compliance, Vetter reserves the right to extraordinary termination of the respective agreement without notice after a reasonable deadline for remediation has elapsed.

## E Reporting of compliance related concerns

Employees of Business partners should contact their own compliance department to report internal compliance concerns. In case this concern might also affect Vetter as the contract partner of the business partner or in case employees of business partners believe that a Vetter employee, or anyone acting on behalf of Vetter, engages or has engaged in illegal or otherwise improper conduct, the matter should be promptly reported to the Corporate Compliance Office or to the Whistleblowing Hotline of Vetter (the latter provides an option for anonymous reporting) available via the contact information listed below. Any reports will be treated in strict confidentiality.

# Contact

## **Corporate Compliance Office for personal reporting**

Phone: +49 751 3700 1009

E-Mail: [compliance@vetter-pharma.com](mailto:compliance@vetter-pharma.com)

## **Whistleblowing Hotline for anonymous reporting**

Phone: + 49 6172 138 83 0

E-Mail: [compliance.vetter@oehmichenlaw.com](mailto:compliance.vetter@oehmichenlaw.com)

## **In writing**

Vetter Pharma-Fertigung GmbH & Co. KG

Corporate Compliance Office

Schützenstraße 87

88212 Ravensburg

Germany