

DFE Pharma Code of Conduct for Business Partners

Scope

The present DFE Pharma Code of Conduct for Business Partners sets forth the basic principles of good business practices that DFE Pharma GmbH & Co. KG and its affiliates (jointly: “**DFE Pharma**”) expects all of its supply chain business partners - suppliers of any type of goods or services, logistics and transport service providers, distributors, agents and other sales intermediaries - (the “**Business Partners**”) to comply with.

1 Safety with respect to products and people

All products supplied to DFE Pharma or distributed under DFE Pharma’s brands must meet our strict standards for product quality, consumer health and product safety. Therefore, DFE Pharma expects its Business Partners to comply with the following requirements

Quality control: Business Partners will meet generally recognized or contractually agreed quality requirements in order to provide goods and services that consistently meet DFE Pharma’s expectations.

Health and safety: Business Partners shall comply with all applicable quality, health, safety and environmental regulations, and will protect their employees from any chemical, biological and physical hazards. Business Partners will provide appropriate controls, safe work and emergency procedures, including preventive measures and/or protective equipment and training to exclude or mitigate health and safety risks in the workplace.

2 Rights of employees and human rights

DFE Pharma expects its Business Partners to respect and support internationally recognised human rights for all stakeholders, such as the OECD Guidelines for multinational enterprises, the ILO Declaration on Fundamental Principles and Rights at Work and the United Nations Universal Declaration of Human Rights. In particular, we expect our Business Partners to comply with the following principles:

Fair Treatment: Business Partners will provide their employees with a workplace free of inhumane treatment, sexual harassment, sexual abuse, corporal punishment or torture, mental or physical coercion or verbal abuse of employees, or the threat of any such treatment.

Working Hours, Wages and Benefits: Business Partners’ working hours will not exceed the maximum set by applicable national law. Compensation paid to employees will comply with applicable national wage laws and the employees will be paid in a timely manner and receive adequate training in order to perform the tasks assigned to them.

Freedom of Association: Business Partners will respect the rights of their employees to associate freely, join labour unions, seek representation, join works councils and engage in collective bargaining.

Child Labour Avoidance: Business Partners must avoid any sort of child labour in their business operations (any person under the age of 15 or 14 according to applicable local laws).

Freely Chosen Employment: Business Partners shall not use any forced, bonded or indentured labour or involuntary prison labour.

Non-Discrimination: Business Partners will provide that no employee will be unfairly disadvantaged or favoured because of ethnic or racial status, colour, nationality, descent, religion, caste, gender, age, physical characteristics or appearance, sexual orientation, union membership, political affiliation, HIV/AIDS or parental status.

3 Anti-corruption, gifts and payments

DFE Pharma expects its Business Partners to stand for honest business practices and not to commit or allow any form of bribery. Business Partners shall not provide or promise anything of value to any person with the aim of improperly receiving preferential treatment or request or accept a bribe or request or allow others to do so.

Business Partners shall only use gifts and entertainment to develop or strengthen business relations, to show appreciation or to create goodwill in a well-timed, moderate and infrequent manner, and not in excess of locally acceptable business practices. In no event shall gifts or entertainment be offered or accepted to put the recipient under pressure to return a favour or to influence a business decision.

4 Fair competition and export control

DFE Pharma expects its Business Partners to conduct their activities in a fair and competitive manner in full compliance with applicable competition laws and regulations. In particular, Business Partners will not make agreements or arrangements that influence prices, conditions, strategies or customer relations, especially regarding participations in tender procedures.

Furthermore, Business Partners will comply with all applicable laws and regulations regarding the import and export of goods, international trade control laws and regulations, economic or financial sanctions or trade embargos, services and information into foreign countries as well as applicable laws and regulations on combating international terrorism.

5 Sustainability

DFE Pharma expects its Business Partners to run their business in an environmentally sound and sustainable manner by minimising the impact of its processes and products on the environment and at the same time maximising its efforts to secure health.

In particular, Business Partners will have adequate business processes in place to ensure the safe handling, movement, storage, recycling, reuse, or management of waste, air emissions and wastewater discharges. Business Partners are expected to use natural resources (e.g. water, sources of energy, raw materials) in an economical way.

6 Protection of business secrets and intellectual property

DFE Pharma expects its Business Partners to properly handle all confidential information of DFE Pharma and others and protect it against unauthorised disclosure.

Furthermore, Business Partners shall respect all intellectual and industrial property rights of DFE Pharma, and use any such intellectual and industrial property rights only in accordance with the terms agreed from-time-to-time with DFE Pharma.

7 Data protection

DFE Pharma expects its Business Partners to respect the privacy rights of employees, customers, suppliers and other enterprises. Business Partners shall only collect, process, transmit and use personal data insofar as reasonably required for communicated business purposes, and in compliance with applicable laws and regulations on data protection.

8 Prevention of fraud

DFE Pharma does not accept any behaviour intended to deceive or mislead others. Business Partners shall contribute to preventing fraud within their own enterprise.

9 Compliance management

DFE Pharma expects its Business Partners to ensure that the principles set out in this Code of Conduct for Business Partners are complied with, and that adequate measures are implemented to monitor such compliance and to take corrective action in the event of non-compliance.

In the event of a material violation of this Code of Conduct for Business Partners, and without prejudice to any further rights DFE Pharma may have under applicable laws and regulations or an agreement with the Business Partner, DFE Pharma reserves the right to terminate the business relationship with the Business Partner.