



## Vetter Supplier 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 Germany 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 suppliers 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 its suppliers to do likewise. Adherence to these factors will be considered as part of the selection and evaluation process of suppliers. To this end, Vetter has established a minimum set of values and principles for its business relationships with suppliers in this Supplier Code of Conduct.

## Ethical principles

Essential principles of the Supplier Code of Conduct are, among others, compliance with all applicable national laws, respect to human rights, equal opportunity, transparency and a clear positioning on combating 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, guidelines of the International Organization for Standardization (ISO) under consideration of the applicable laws in various countries and locations.

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## Expectations

**Vetter expects their suppliers 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 do business and**
- **the following principles:**

### **A. Human rights, employment and prevention of forced Labor**

#### **1. Child labor**

Suppliers shall not tolerate and prohibit any kind of child labor within their organization; in particular, suppliers shall not employ children under the age of 15. Employing teenagers between 13 to 15 for light work is only allowed if 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**

Suppliers 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 may be discriminated against based on his or her gender, age, color, race, 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**

Suppliers shall not employ or tolerate forced labor, slave labor or other means of involuntary work or otherwise benefit therefrom. Any labor used in the suppliers' organization must be voluntary, and employees must be free to leave work and terminate their employment or other work status with reasonable notice.

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

Suppliers shall comply with the applicable national laws regarding labor rights, working hours and wages, including (if applicable) payment of minimum wages, and holiday rules agreed under a collective wage agreement. Suppliers 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 suppliers shall be in possession of a valid work permit and residence permit. If a foreign employee is not proficient in the German language, suppliers 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.

### **B. Health, safety and environment**

For Vetter, it is of utmost priority to provide a healthy and safe working place for all 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, suppliers 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.

#### **Suppliers shall especially ensure the following requirements:**

- avoidance of substances that are hazardous to environment and health;
- use of sustainable raw materials;
- recyclability, durability and reusability of materials;
- environment-friendly 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.

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## **C. Behaviour in business transactions**

### **1. Prohibition of corruption and bribery**

Suppliers 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-suppliers or representatives, suppliers 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**

Suppliers 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**

Suppliers shall comply with any applicable anti-money laundering laws and shall not engage in any money laundering activities.

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

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

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

Suppliers shall compete in a fair manner and comply with applicable antitrust laws and regulations. Suppliers shall refrain from entering into agreements with competitors that might constitute a breach of antitrust law or abusing any dominant market position they might hold.

## **6. Trade compliance**

Suppliers 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 supplier resides, the European Union, United States, and any other country where transactions are conducted. 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. Suppliers shall cooperate with Vetter regarding determination of applicable export control restrictions. In addition, suppliers shall operate in full compliance with other applicable trade and customs law.

## **7. Conflict minerals**

Suppliers shall ensure that products supplied to Vetter do not contain metals derived from minerals or their derivatives originated from conflict regions that directly or indirectly finance or benefit armed groups.

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

Suppliers shall abide by all applicable data privacy laws and regulations when handling personal data. Suppliers shall always use personal data (e. g. from employees or customers) appropriately for necessary business purposes only and protect it from misuse. Suppliers 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.

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

Suppliers requiring the exchange of confidential information with Vetter are required to execute a confidential disclosure agreement with Vetter in advance. Suppliers 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 suppliers and information relating to products, customers, other suppliers, pricing, costs, know-how, strategies, processes and practices). Suppliers must immediately report unauthorized disclosure of Vetter's confidential information, whether inadvertent or not, to appropriate Vetter management or Vetter's Corporate Compliance Office.

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

All financial books and records of suppliers must conform to generally accepted accounting principles. Records of suppliers must be complete and accurate in all material respects and must be legible, transparent and reflect actual transactions and payments.

## **11. Business continuity procedures**

Suppliers 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**

Suppliers, including any of suppliers' employees, sub-suppliers or any of sub-suppliers' employees, engaged or any other person used in any capacity by suppliers 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.



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### **13. Suppliers' subcontractors**

Suppliers shall negotiate with and select its subcontractors on the values and principles of this Supplier Code of Conduct. Suppliers shall encourage their subcontractors to comply with the minimum standards set forth herein. Suppliers shall be held responsible for their subcontractors.

### **14. Identification of concerns**

Suppliers shall encourage all their staff and sub-contractors to report concerns or illegal activities, to investigate and take corrective action if needed and to protect reporting persons from retaliation.

## **D. Audit of suppliers' compliance with the Supplier Code of Conduct**

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

## **E. Reporting of compliance related concerns**

Employees of suppliers 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 supplier or in case employees of suppliers 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.

**Corporate Compliance Office for personal reporting**

Phone: **+49-(0)751-3700-1009**

E-Mail: **compliance@vetter-pharma.com**

or to the:

**Whistleblowing Hotline for anonymous reporting**

Phone: **+ 49-(0)6101-982690**

E-Mail: **compliance.vetter@oehmichenlaw.com**

