

CODE OF CONDUCT AND ETHICS FOR VENDORS AND SUPPLIERS

This Code of Ethics reflects Tosoh's commitment to act with integrity in all its activities and to comply with the letter and spirit of applicable laws and regulations. This Code makes it clear that vendors and suppliers are expected to adhere to ethical principles that are fully consistent with our own.

Our vendors and suppliers are free to determine the methods they use to meet these expectations, but they must comply with this Code and applicable laws.

This code is applicable to all vendors and suppliers of Tosoh Europe to whom it is provided.

Vendors and suppliers are expected to meet the expectations set out in this Code and must familiarize themselves with and comply with all applicable laws, regulations, industry codes of conduct and other policies from time to time. They must take proactive steps to prevent unethical or illegal behavior, including properly supervising employees, contractors and agents, detecting and deterring unethical or illegal behavior, and taking disciplinary action against those who engage in such behavior.

Tosoh reserves the right to periodically review Suppliers' compliance with this Code, including by conducting audits and other reviews of environmental, supply chain, labor and other business practices described in this Code.

Compliance with this Code maintains and enhances the good reputation of our vendors and suppliers and of Tosoh. It contributes to the creation of long-term value for patients as part of our mission and value for society.

CORPORATE INTEGRITY

Any form of illegal or improper activity by a vendor or supplier, including but not limited to bribery, misrepresentation, extortion, embezzlement, corruption, modern slavery, is strictly prohibited and may result in termination of any or all agreements with Tosoh.

THE FIGHT AGAINST CORRUPTION AND BRIBERY

Vendors and suppliers must not offer, give or receive bribes, facilitation payments or other improper payments, or participate in other illegal inducements in business or government relationships, whether directly or indirectly, in cash or in kind, even if an improper payment is considered by some to be an accepted business practice in a particular culture or country.

FAIR COMPETITION

Vendors and suppliers must compete fairly and always comply with applicable competition and antitrust laws and regulations. Whether on behalf of Tosoh or not, vendors and suppliers shall not work or agree to work with competitors to prevent or restrict free and fair competition. In negotiations with any other third party, vendors and suppliers must never discuss or engage in price fixing, bid rigging, coordination of production, coordination with others to restrict business, or allocation of customers, markets or territories.

COMMERCIAL AND PROMOTIONAL PRACTICES

Vendors and suppliers shall ensure that their marketing and promotional materials and activities comply with high ethical and scientific standards and all applicable laws and regulations. The promotion of their products must not make false, misleading, absolute, exaggerated or unscientific claims.

PROTECTION OF CONFIDENTIAL INFORMATION AND COPYRIGHT

Disclosure or other use of confidential information obtained through or as a result of the business relationship with Tosoh shall be limited to the proper conduct of the intended business between the parties. Vendors and suppliers shall safeguard and use confidential information only in an appropriate manner and shall ensure that valid intellectual property rights, including but not limited to copyrights or products or processes, are protected.

ACCURATE RECORDING

Vendors and suppliers must maintain documentation necessary to comply with all recordkeeping requirements under applicable local laws and regulations. Accounting records and supporting documentation must accurately describe and reflect the true nature of the underlying transactions and comply with applicable accounting standards.

TRADE CONTROLS

Vendors and suppliers must comply with applicable trade laws, including licensing requirements, embargoes and other trade restrictions approved by recognised national and international authorities.

SUPPLY CHAIN

We expect vendors and suppliers to treat subcontractors and vendors and suppliers in their supply chain fairly. We expect vendors and suppliers to avoid transferring unreasonable levels of risk to subcontractors who cannot reasonably be expected to manage or bear those risks. We expect vendors and suppliers not to create barriers to the use of qualified small and medium-sized enterprises to provide goods or services, and to encourage innovation in their supply chain to increase the value or quality of the offering.

INFORMATION TECHNOLOGY SYSTEMS

Vendors and suppliers to whom access has been granted shall use Tosoh's computer system only in the course of their work. Vendors and suppliers will not disclose their login and password to anyone, use another person's Tosoh login and password, or invade or hack into other people's or companies' computers.

DATA CONFIDENTIALITY

Vendors and suppliers must protect the confidentiality and security of confidential and personally identifiable information to ensure that the privacy rights of the company, its employees and patients are protected. Vendors and suppliers shall comply with all applicable data privacy laws in the jurisdictions in which they operate, including any reporting or disclosure requirements.

HUMAN RIGHTS

Vendors and suppliers will not use any form of forced, compulsory or child labor and will maintain a working environment in which all feel welcome and free from harassment, discrimination or

other inappropriate behavior. Vendors and suppliers shall provide their employees with a workplace free from harsh and inhumane treatment, sexual harassment, sexual abuse, corporal punishment or torture, mental or physical coercion or verbal abuse of employees, or the threat of such treatment. Vendors and suppliers must comply with all applicable labor laws and regulations, including, but not limited to, minimum wages and hours of work.

HEALTH AND SAFETY AT WORK

Tosoh is committed to maintaining safe and healthy working conditions for all employees, and we expect our suppliers to take the same approach. At a minimum, we expect our vendors and suppliers to maintain a safe working environment and provide access to protective and safety equipment. Vendors and suppliers must comply with all applicable laws and regulations relating to health and safety in the workplace.

ENVIRONMENTAL PROTECTION

Vendors and suppliers shall act in an efficient and environmentally responsible manner to minimize negative impacts on the environment. Vendors and suppliers shall comply with all applicable quality and environmental laws. Vendors and suppliers will obtain all necessary permits, licenses, registrations and approvals.

SUSTAINABLE PROCUREMENT

We expect our vendors and suppliers to be aware of and comply with their legal obligations under the EU Green Deal or other applicable legislation. We expect our vendors and suppliers to help Tosoh reduce the impacts of the supply chain on our environment and the risks associated with the security of supply of raw materials.

WHISTLEBLOWING

We expect vendors and suppliers to have a comprehensive whistleblowing policy that allows employees to report any incident or concern anonymously, safely and without repercussions .

REPORTING A VIOLATION

To the extent permitted by law, Tosoh expects Vendors and Suppliers to promptly notify Tosoh of any questions or concerns regarding this Code, or if they become aware of any situation that violates, or appears to violate, this Code.

Vendors and suppliers, as well as their employees, can contact Tosoh's anonymous and independently managed reporting service, Speak Up.

[Access to the app](#)



Any person who reports a potential violation, provides information or otherwise contributes to any request or investigation into a potential infringement will be protected against reprisals.

CONSEQUENCES

Any violation of the principles set forth in this Code shall be considered a material breach by vendors and suppliers of their contractual obligations to Tosoh. Tosoh reserves the right to terminate any relationship with vendors and suppliers who are in clear breach of this Code.