

## Alexion Vendor Code of Conduct

As a pharmaceutical company, Alexion Pharmaceuticals, Inc., its subsidiaries and divisions (collectively “Alexion” or the “Company”) conduct a wide array of activities in the global health care marketplace, including manufacturing, research, medical and other education, marketing and sales. Also, Alexion is a U.S. public company that interacts with governments and other third-parties. These activities are subject to numerous legal and ethical standards, many of which are unique to the health care industry.

Alexion aims to operate in a manner that reflects high ethical standards, and is committed to complying with all applicable laws, regulations, and other legal requirements in every country in which it operates. Accordingly, Alexion seeks to conduct business with third-party vendors who share these commitments, as well as a dedication to high ethical standards.

***At Alexion, we work to change lives for the better – ours, people living with rare diseases, and the communities we serve – and our commitment to good corporate citizenship helps make it possible.***

*The Alexion CSR-STAR Platform identifies and prioritizes our most important Corporate Social Responsibility (CSR) - related topics. This supports our mission, while creating value for all of our stakeholders.*



*This mission-driven approach inspires us, giving us even more reason to believe in the importance of our purpose and to perform at our personal best. We strive to engage and collaborate with our third-party vendors to support this mission.*

*We are committed to creating a diverse network of suppliers. We recognise the value of this and strive to work with small and diverse businesses where we are able to. Alexion expects our vendors to commit to the same level of diversity and inclusivity in their vendor base, just as we do in our own business.*

### General Responsibilities

Alexion relies on an innovative and competitive vendor base to provide it with products and services that will meet its business requirements. Alexion employees are required to comply with Procurement and Competitive Bid policies, which are designed to ensure:

- Vendors are selected with a focus on best total value, including quality, service, and cost
- Alexion intellectual, proprietary, and confidential capital is protected
- Vendors are treated fairly and equitably
- Worker safety and environmental stewardship is a priority

Vendors' integrity, honesty, and business practices can impact Alexion's reputation. Vendors are therefore required to comply with the guidance provided in this Vendor Code of Conduct. Such compliance is required for a vendor to be considered in good standing, and as a condition of continuing a business relationship with Alexion.

Vendors are expected and encouraged to seek guidance or raise concerns to contact Alexion to ask questions and/or report concerns about any potential misconduct or unethical behavior by Alexion or affiliated parties. Alexion offers

several options to submit questions or concerns, including online, via phone, or via email. The reporting options are available at [www.Alexion.com/EthicsHotline](http://www.Alexion.com/EthicsHotline). The online and phone options allow users to submit a report anonymously.

By accepting Alexion's purchase order or otherwise agreeing to do business with Alexion, all vendors are agreeing to comply with this Vendor Code of Conduct. This Code, or the demonstration of your compliance with it, does not create third-party beneficiary rights for any vendor. The standards set forth in this Code are in addition to, and not in lieu of, the provisions of any legal agreement or contract with Alexion; when in conflict the more restrictive or specific provision applies.

## Quality GxPs

At Alexion, we understand that Quality is for Everyone. We are committed to:

- Delivering safe and effective products that meet or exceed the requirements of our patients and our customers
- Complying with all applicable regulatory requirements
- Operating a Quality Management System and improving our systems and processes
- Ensuring the integrity of our data
- Upholding our individual and collective accountability for quality.

Where applicable, a vendor supplying Alexion with materials or services must comply with the quality requirements as mutually agreed upon with Alexion. Vendors must ensure appropriate communication mechanisms between Alexion's Quality organization and the vendor to ensure that materials and services supplied to Alexion comply with Alexion requirements and meet all applicable regulatory requirements. A vendor is expected to supply all aspects of the materials or services (e.g., labor, supervision, machinery, equipment, materials, supplies, licenses, permits, and all other requirements necessary to supply the materials or services) in compliance with this Vendor Code of Conduct, and in accordance with the agreed-upon quality criteria and supply agreements executed between the vendor and Alexion.

Vendors shall have in place a quality management system to ensure that all materials and services supplied to Alexion conform to specified requirements, and adhere to current quality guidelines and regulations (GxPs) as set forth in the United States Code of Federal Regulations, and other Health Authority requirements including European, Japanese and other local regulations, where applicable.

## Business Conduct and Ethics

**At Alexion, we are committed to acting with the highest ethical standards** in all countries where we conduct business, and integrity is anchored in our culture. By operating with the highest standards of ethics, quality, compliance and integrity, we continue to build trust with patients and the marketplace. We are committed to:



- Being a key influencer of compliance standards across the industry through ongoing, proactive thought leadership;
- Zero-tolerance toward bribery and corruption. We prohibit all forms of bribery;
- Handling personal data fairly and transparently in accordance with the laws and regulations that govern data protection and privacy; and
- Transparency and making full, accurate, timely, and understandable disclosures about our business.

**Alexion requires that vendors conduct their business in an ethical manner and act with integrity.** The ethics elements include:

### Animal Welfare

Treat animals humanely with pain and stress minimized. Alexion Pharmaceuticals seeks to work with partners and suppliers that are accredited by The Association for Assessment and Accreditation of Laboratory Animal Care International (AAALAC). AAALAC International accreditation shows that an institution is serious about setting, achieving and maintaining high standards for animal care, is committed to animal welfare in science, promotes scientific validity, and is aware of, and engaged in, current best practices. If an institution is not accredited, it must have an Institutional Animal Care & Use Committee or similar oversight board governing the use of animals in research to ensure that each animal is treated humanely with minimal pain and distress. The institution must ensure that research with animals be

performed only after considering options to replace animals, reduce the number of animals, and refine procedures in order to minimize distress to animals. Alternatives should always be used wherever scientifically valid and acceptable to regulators.

### **Anti-Bribery/Anti-Corruption (“ABAC”)**

Never participate in bribes or kickbacks of any kind, whether in dealings with public officials or individuals in the private sector. Alexion and its employees, as well as third-parties acting on the Company’s behalf, can be held civilly and criminally liable for the misconduct of its partners and vendors. Alexion will conduct due diligence on certain third-parties before working with them, and manage the relationship for its duration, to ensure the activities of third-parties acting on Alexion’s behalf are transparent and consistent with the Company policy.

Alexion is committed to observing the U.S. Foreign Corrupt Practices Act (the “FCPA”), the U.K. Anti-Bribery Act (2010), and the anti-corruption and anti-money laundering laws of the countries in which Alexion operates. Vendors must comply with all applicable ABAC and anti-money laundering laws, as well as laws governing lobbying, gifts, and payments to public officials, political campaign contribution laws, and other related regulations.

### **Antitrust**

Conduct business in full compliance with antitrust and fair competition laws that govern the jurisdictions in which they conduct business.

### **Business and Financial Records**

Honestly and accurately record and report all business information and comply with all applicable laws regarding their completion and accuracy. Create, retain and dispose of business records in full compliance with all applicable legal and regulatory requirements. We expect vendors to provide honest and accurate invoices. Invoices should be itemized, quote the PO number (where relevant), be supported by appropriate documentation and comply with all other requirements as set out in the relevant contract(s). Invoices may not be split to circumvent approval requirements.

### **Confidentiality**

Never communicate externally, including in marketing presentations, about Alexion’s prospects, performance, or policies, nor disclose Insider Information without prior written approval from Alexion. Insider Information can be defined as a non-public fact regarding the plans or condition of a publicly traded company that could provide a financial advantage when used to buy or sell shares of the company’s stock. Vendors must safeguard Alexion’s confidential or proprietary information.

### **Intellectual Property**

Comply with the intellectual property ownership rights of Alexion, as well as intellectual property rights of others including but not limited to copyrights, patents, trademarks and trade secrets; manage the transfer of technology and know-how in a manner that protects intellectual property rights.

### **Marketing and Promotional Practices**

Maintain only marketing and promotional materials and activities that conform to high ethical, medical, and scientific standards, and comply with all applicable laws and regulations. Promotional materials and activities that mention the products or services of third-parties (e.g., Alexion competitors) must fairly and accurately represent those products and services. Use of Alexion’s name, trademark and any representations of our products or services are prohibited unless written authorization has been provided by Alexion’s legal department.

### **Privacy**

Comply with all applicable privacy and data protection laws and regulations related to the collection, use, disclosure, destruction or otherwise processing of personal information. Vendors must have documented, implemented, and maintained a written information security and privacy program containing the appropriate administrative, technical and organizational measures, procedures, and other safeguards, appropriate to the size and complexity of the vendor’s operations, the nature and scope of its activities, and the personal information involved, to protect personal information against accidental or unlawful destruction or accidental loss, alteration, unauthorized disclosure or access, and against all other forms of unlawful use or processing, including, but not limited to, unnecessary collection or further usage or processing. Vendors use and disclosure of personally identifiable information must be limited to those purposes for which

they are engaged by Alexion, in accordance with Alexion's directions or as required by law to ensure that individuals' privacy rights are protected. Personal information means any information relating to an identified or identifiable person.

### Sub-suppliers and Subcontractors

Have a program to support compliance by their own suppliers and subcontractors (including, without limitation, any intermediaries, agents, manufacturers' representatives, distributors or any other business partners) with the standards set forth in this Code.

### Trade

Comply with all applicable trade controls, as well as all applicable export, re- export, and import laws and regulations.

### Transfers of Value to Third-Parties

Ensure compliance related to transfers of value to third-parties. Many countries have adopted transparency legislation or codes that require the retention and reporting of payments and other transfers of value made to Healthcare Professionals, Healthcare Organizations, Patient Advocacy Organizations, and other stakeholders in the healthcare industry. Vendors (e.g., Meeting Management companies, Clinical Research organizations, etc.) who make such payments and/or transfers of value are expected to retain such records and provide them in a format and frequency specified by Alexion in order to meet its reporting requirements under these laws and codes where applicable.

#### **Relevant Definitions:**

**Healthcare Organization (HCO):** Any organization or facility involved in the provision of healthcare services. Examples of HCOs include (but are not limited to): Hospitals, Teaching Hospitals, Clinical Trial Sites, Nursing Homes, Clinics, Physician Groups, & Pharmacies.

**Healthcare Professional (HCP):** Any person who is (1) a trained healthcare professional who is licensed to prescribe or dispense prescription drugs or to furnish healthcare services to patients; or (2) an employee of a managed care organization, insurance company, pharmaceutical benefits management company, pharmacy or similar organization, including anyone on a formulary committee or otherwise responsible for prescription drug coverage decisions. This definition includes healthcare professionals organized as a professional association, corporation or other entity and to the entire staff of a healthcare professional's practice, including office managers, receptionists and other employees even if they are not themselves trained healthcare professionals.

Examples include, but are not limited to: Physicians, pharmacists, nurses, mid-level practitioners (e.g. nurse practitioners, physician assistants, medical students), other allied healthcare professionals, health plan administrators, formulary/pharmacy and therapeutics committee members and research personnel conducting clinical studies involving patients.

**Patient Advocacy Organization (PAO):** Any not-for-profit organizations (including umbrella organizations to which they belong), mainly composed of patients and/or caregivers that represent and/or support the needs of patients and/or caregivers.

**Transfer of Value (ToV):** Any item of value including, but not limited to, payments, meals, transportation, lodging, registration fees, medical education items such as textbooks and reprints.

### Labor and Human Rights

**At Alexion, we are committed to high labor standards and human rights** and we trust, value, and respect our employees. Our people are empowered to make a difference, with their diversity of backgrounds and ideas being encouraged and embraced. We are committed to:

- Treating everyone with fairness, respect, and dignity;
- Creating a workplace free of hostility, intimidation, and bullying;
- Encouraging and listen to those who voice their opinions and share their thoughts;
- Creating a culture where every voice matters;
- Being respectful of differences and embrace diversity; and



- Avoiding making offensive or derogatory remarks.

**Alexion expects its vendors to share its commitment to labor and human rights and equal opportunity in the workplace.** Vendors' commitment to labor and human rights should adhere to Alexion's own global [EHS Policy](#) and Code of Conduct as a minimum, whilst maintaining full compliance with all applicable laws and regulations in the vendors' country of operation.

Vendors shall work with employees to promote a positive working environment in which individuals can thrive; through promoting equal opportunities, embracing diversity and creating a good workplace culture where every voice matters.

Vendors should be aware that they will need to complete a pre-engagement screening and will be subject to Alexion's due diligence process. Vendors must be in compliance prior to commencement of an engagement. Alexion requires all contracted vendors providing contingent workers to be in compliance with Alexion's Global Background Screening Components and Thresholds requirements enacted by Alexion's Global Security Policy.

### Fair Labor and Hiring Practices

All workers in our supply chain deserve a fair and ethical workplace. Workers must be treated with the utmost dignity and respect, and Alexion vendors shall uphold the highest standards of human rights.

Vendors shall ensure that all work is voluntary. Vendors shall not traffic persons or use any form of slave, forced, bonded, indentured, or prison labor. Involuntary labor includes the transportation, harboring, recruitment, transfer, receipt, or employment of persons by means of threat, force, coercion, abduction, fraud, or payments to any person having control over another person for the purpose of exploitation. Vendors shall abide by all applicable laws regarding child labor, including requirements relating to minimum age for workers and working conditions.

No Vendor shall discriminate against any worker based on age, disability, ethnicity, gender, marital status, national origin, political affiliation, race, religion, sexual orientation, gender identity, union membership, or any other status protected by applicable national or local law, in hiring and other employment practices. All Vendors shall commit to a workplace free of harassment and abuse. Vendors shall not threaten workers with, or subject them to, harsh or inhumane treatment, including but not limited to verbal abuse and harassment, psychological harassment, mental and physical coercion, and sexual harassment.

Vendors shall abide by all applicable laws regarding hours of work, the payment of wages and mandated benefits, including minimum wages and overtime payments.

Suppliers shall respect the rights of workers, as set forth in local laws, to associate freely, join or not join labor unions, seek representation and join workers' councils. Workers shall be able to communicate openly with management regarding working conditions without threat of reprisal, intimidation or harassment.

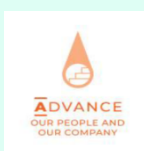
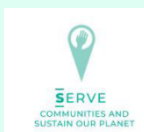
### Mechanism for Reporting Concerns

Vendors shall provide means for their employees to report concerns or potentially unlawful activities in the workplace without threat of reprisal, intimidation or harassment. If concerns are reported, vendors will investigate and take corrective action where needed. Vendors will not tolerate retaliation against their employees for reporting concerns in good faith.

### Health & Safety

At Alexion, we are committed to taking a proactive approach to protecting the health and safety of our workers and the communities where we operate. We see this as essential in living out our corporate values. We are committed to:

- Following established policies, procedures, and share best practices to create safe and compliant workplaces;
- Encouraging and empowering our workers to identify, understand and mitigate, when possible, the safety risks associated with their roles;
- Promoting our "speak-up" culture so workers report all potential and actual risks and incidents; and



- Providing a culture that promotes physical and mental well-being to help our workers live healthy, full and productive lives.

**Alexion requires that vendors provide a safe and healthy working environment, including for any company-provided living quarters, and shall engage with workers regarding health and safety issues through regular awareness training and updates. Health and Safety measures shall extend to contractors and subcontractors on vendor sites.** The Health and Safety elements include:

### Worker Protection

Vendors shall protect workers from over exposure to chemical, biological, physical, and radiological hazards as well as excessive physical or psychologically demanding tasks in the workplace and in any company provided living quarters. Vendors shall ensure appropriate housekeeping and provide workers with access to potable water and sewer/septic and waste disposal facilities.

### Hazard Information

Safety information relating to hazardous materials, including pharmaceutical compounds and pharmaceutical intermediate materials, shall be available to educate, train and protect workers from hazards. Such safety information shall be available in written documents, such as Safety Data Sheets (SDS) in languages commonly used by the Vendor's workforce.

Vendors shall ensure appropriate communication to other business partners in the value chain, as appropriate, including Alexion and its logistic and distributor partners, to ensure hazards are appropriately disclosed and managed.

### Process Safety

Vendors shall have programs in place to identify the risks from chemical and biological processes and to prevent, mitigate or respond to catastrophic events, including but not limited to releases of chemicals or biological agents, fires, and explosions.

### Emergency Preparedness and Response

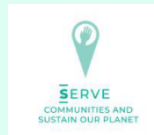
Vendors shall identify and assess emergency situations in the workplace and any company-provided living quarters and minimize their impact by implementing emergency plans and response procedures.

### Physical and Mental Wellbeing

Vendors shall provide a culture that promotes physical and mental well-being to help workers live healthy, full and productive lives.

### Environment

**At Alexion, we are committed to excellence in managing and reducing our environmental footprint relative to production and making a positive impact in our communities.** To manage our environmental risks, we pursue a path of continuous improvement – investigating, assessing, understanding, and improving environmental aspects and impacts. We manage our EHS in alignment with widely accepted global standards, such as like ISO 14001. We are committed to:



- Following established policies, procedures, and share best practices to create environmentally responsible operations;
- Reducing our greenhouse gas emissions (absolute and intensity);
- Increasing the amount of water we recycle and reuse;
- Maintaining zero process waste-to-landfill enterprise wide year over year; and
- Minimizing the volume and/or toxicity of regulated waste that is generated.

**Alexion requires that vendors shall be responsible stewards of the shared environment and be a good neighbour in the communities they work in.** The environmental elements include:



## **Environmental Authorizations**

Vendors shall comply with all applicable environmental regulations. All required environmental permits, licenses, information registrations and restrictions shall be obtained, and their operational and reporting requirements followed.

## **Waste and Emissions**

Vendors shall have systems in place to ensure the safe handling, movement, storage, recycling, reuse, or management of waste, air emissions and wastewater discharges. Any waste, wastewater or emissions with the potential to adversely impact human or environmental health shall be appropriately managed, controlled, disposed of or adequately treated prior to release into the environment.

## **Spills and Releases**

Vendors shall have systems in place to prevent and mitigate accidental spills and releases to the environment. Vendors shall provide a safe and healthy working environment, including for any company-provided living quarters.

## **Resource Efficiency**

Vendors shall take measures to improve efficiency and reduce the consumption of resources, including conserving energy, reducing water consumption in areas of water stress and scarcity, and increasing the amount of waste and water reused and recycled.

## **Sustainable Sourcing and Traceability**

Vendors shall carry out due diligence on the source of critical raw materials to promote legal and sustainable sourcing. This requirement should also be pushed further up the supply chain through to their vendors.

## **Climate**

Alexion will work with vendors to influence greenhouse gas emissions reductions in our industry's supply chain. Vendors shall demonstrate that they are committed to reducing greenhouse gas emissions from their own operations and minimising their impact on climate change. Vendors will provide Alexion with their scope 1 and 2 emissions data and report their energy consumers.

## **Management Systems**

Vendors shall use management systems to facilitate continual improvement and compliance with the expectations of these principles. The management system elements include:

### **Business Continuity**

Vendors are responsible for the development and implementation of appropriate business continuity plans for operations supporting Alexion business. These plans should be designed and kept current to promptly recover and restore partially or completely interrupted critical functions to minimize disruption to Alexion's business and protect Alexion's reputation.

### **Commitment, Accountability and Risk Management**

Vendors shall demonstrate commitment to the concepts described in this document by allocating appropriate resources. Vendors shall have mechanisms to determine and manage risks in all areas addressed by this document.

### **Continual Improvement**

Vendors are expected to continually improve by setting performance objectives, executing implementation plans and taking necessary corrective actions for deficiencies identified by internal or external assessments, inspections, and management reviews.

### **Documentation**

Vendors shall maintain documentation necessary to demonstrate conformity with these expectations and compliance with applicable regulations.

## **Fraud Prevention and Reporting**

Vendors shall implement robust fraud prevention and reporting programs. Vendors are required to report all frauds involving Alexion business, regardless of materiality.

## **Identification of Concerns**

Vendors shall encourage all workers to report concerns or illegal activities in the workplace without threat of reprisal, intimidation or harassment. Vendors shall investigate and take corrective action if needed.

## **Legal and Customer Requirements**

Vendors shall identify and comply with applicable laws, regulations, standards and relevant customer requirements.

## **Training and Competency**

Vendors shall have a training program that achieves an appropriate level of knowledge, skills and abilities in management and workers to address these expectations.

## **Alexion Guidelines and Policies**

In addition to the principles herein, Alexion has a defined employee Code of Conduct stating Alexion's policy on the fundamental standards to be followed by Alexion employees in their everyday actions on behalf of Alexion and to promote honest, legal and ethical conduct. Accordingly, Alexion's vendors interacting with Alexion employees should understand and comply with Alexion's principles regarding conflicts of interest, and gifts and entertainment, as noted below:

### **Conflicts of Interest**

Alexion expects all of its employees to be free from actual, potential or perceived conflicts of interest—including in their interactions with vendors. A conflict of interest occurs whenever the prospect of direct or indirect personal gain may influence, or appear to influence, an employee's judgment or actions while conducting Alexion business.

### **Gifts, Meals, Hospitality and Entertainment**

A conflict of interest may exist if a vendor offers or provides gifts, meals, hospitality, or entertainment to a colleague. Vendors may provide gifts, meals, hospitality and entertainment to Alexion employees only when such items are:

- Lawful and ethical under local laws and regulations;
- Reasonable in frequency and nominal value;
- Occasional;
- Related to a legitimate business purpose; and
- Not intended to, and could not be reasonably perceived as intended to, improperly influence a pending or prospective business decision.

At least one vendor representative must be present during any of these instances (e.g., meals, entertainment, etc.). Notwithstanding the aforementioned, vendors must not provide Alexion employees with any gifts of cash or cash-equivalents.

Any exceptions must be approved by, at a minimum, both Alexion's Global Sourcing ("Global Sourcing") and Global Compliance ("Compliance") Departments. Vendors seeking exceptions should contact Global Sourcing, while other third-parties or Alexion employees should contact Compliance for further guidance. Alexion employees must also comply with Alexion's *Conflicts of Interest Policy* in determining whether to accept gifts, meals, hospitality, or entertainment from a vendor.

Vendors should be aware that Alexion employees and their immediate family members are subject to additional restrictions while the Company is actively engaged with a vendor prior to, during, or after sourcing events, contract negotiations, or periods of award reviews ("the Pre-Award Period"). Employees must not accept any gifts or entertainment from vendors or potential vendors during this time.