

Supplier Code of Conduct



Ensuring best practice

MedFlow is a leading provider of innovative development services, advanced delivery technologies and integrated supply solutions to the global pharmaceutical, biotechnology and consumer health care industries. We not only have an important responsibility to comply with all applicable legal requirements, but also to conduct business responsibly and with uncompromising integrity. We conduct business globally and work to ensure that all applicable laws, regulations and standards are followed in our business practices. We also expect our suppliers, agents and other representatives with which we work to follow applicable law and standards of appropriate conduct, as set forth in this SUPPLIER CODE OF CONDUCT.

We are committed to doing business with individuals and organizations that operate their businesses with professionalism and integrity. These standards apply to all of our suppliers worldwide, regardless of the goods and/or services they supply (“Suppliers”). Our goals are to work with Suppliers that embrace and comply with the principles of this Supplier Code of Conduct, and to have these Suppliers similarly work to obtain compliance with such principles from all of the third parties with which they work in the delivery of goods and/or services to us. We will consider a Supplier’s reputation and record of compliance/non-compliance with these principles in our selection and continued use of such Supplier. Suppliers should ensure this Supplier Code of Conduct is made available to their employees working on our business in the respective native language of such employees and their supervisors.

Our Suppliers should maintain appropriate documentation to demonstrate compliance with this Supplier Code of Conduct, or their own comparable (in terms of scope and coverage) responsible business conduct rules and standards, and must provide us with the means to verify such compliance upon reasonable request.



Policies

Ethical conduct

Suppliers shall conduct their business at all times in accordance with the highest ethical standards. Suppliers that have their own written ethics and compliance standards should review the standards in this Supplier Code of Conduct as well as their own, and immediately advise us of any inconsistency that may create a conflict.

Compliance with applicable laws & regulations

Suppliers must comply with all applicable laws, rules, regulations, codes, treaties, conventions and other legal requirements in the countries in which they have their principal place of business and in which they conduct activities. Given our global presence, Suppliers must comply with applicable anti-bribery and anti-corruption laws and regulations, including, but not limited to, the U.S. Foreign Corrupt Practices Act and the U.K. Bribery Act, to the extent applicable. Suppliers shall not directly or indirectly engage in any form of bribery or provide anything of value to a governmental official in order to:

- Win or retain business;
- Gain an improper advantage; or
- Influence the action or decision of any third party.

Suppliers shall not engage in any type of commercial bribery, kickback or corrupt business activity with any non-governmental third party, including without limitation any MedFlow employee, agent or representative.

Accuracy of business records

All financial books and records must conform to the generally accepted accounting principles of the jurisdiction in which the Supplier operates. Records must be legible and transparent and reflect actual transactions and payments. Do not hide or fail to record a necessary entry or make false entries.

Employment practices

Suppliers must treat our employees, their own employees and anyone with whom they interact on our behalf with dignity and respect. We do not tolerate intimidation, hostility, harassment or any other behaviour that might disrupt or interfere with another's ability to work. We do not tolerate retaliation against individuals who, in good faith, express concerns or report real or perceived violations of law, regulation, company policy or our Supplier Code of Conduct. Suppliers must comply with all applicable employment laws and regulations, including, without limitation, laws prohibiting discrimination in the workplace.

Suppliers will, at a minimum, comply with all applicable wage and hour laws and regulations and provide legally mandated benefits. Suppliers shall respect the legal rights of employees to join or refrain from joining worker organizations, such as trade unions.

Suppliers will not produce or manufacture goods or services using forced or indentured labour. Suppliers shall comply with all applicable laws, rules, regulations, codes, treaties, conventions and other requirements prohibiting any form of child labour or other exploitation of children. MedFlow supports legitimate workplace apprenticeships and internship programs that comply with applicable laws and regulations.

Suppliers must not engage in any form of human trafficking and should proactively educate and monitor its employees to avoid any involvement in such activity.

Gifts & entertainment

Gifts and entertainment are not needed in order to conduct business with us and are strongly discouraged.

Suppliers shall not offer or give:

- Any gift, entertainment or preferred treatment with the intention of trying to influence the decision-making objectivity of our employees;
- Any gift, entertainment, or preferred treatment while involved in an ongoing purchasing or contracting decision process (e.g., RFI, RFQ, RFP) or an ongoing contract negotiation;
- Any gift of currency, including "gift cards";
- Extravagant recreational outings or travel, or lodging at Supplier-sponsored events;
- Any gift (including a gift to support charitable causes), entertainment or preferred treatment solicited by our employees; or
- An opportunity to purchase products, services or a financial interest to any of our employees under terms not generally available to all of our employees.

On a rare and infrequent basis, our employees may accept very modest gifts, entertainment or other business courtesies if it is customary and an act of appreciation or gratitude. However, the prior sentence does not apply to those of our employees involved in procurement or responsible for business decision-making.

Intellectual property & confidential information

All Suppliers shall execute a Confidential Disclosure Agreement (CDA) or Non-Circumvention & Non-Disclosure Agreement (NCNDA) with us as early as possible in the business relationship.

Suppliers shall not share our intellectual property, confidential information or any other information that they acquire with respect to us or our business (including information developed by Suppliers for us and information relating to our products, customers, pricing, costs, know-how, strategies, processes and practices).

Suppliers must immediately report unauthorized use, disclosure or loss of our confidential information, whether inadvertent or not, to our management at 85 Great Portland Street, London, W1W 7LT, info@medflowclinical.com.

Data privacy

Suppliers must abide by all applicable data privacy and data security laws and regulations when handling personal information. "Personal information" means any information that identifies, or could be used to identify, an individual and includes, without limitation, names, addresses, email addresses, and telephone and fax numbers. Suppliers must immediately report unauthorized use, disclosure or loss of MedFlow-related personal information, whether inadvertent or not, to our management 85 Great Portland Street, London, W1W 7LT, info@medflowclinical.com.

Conflict of interest

Suppliers must disclose any apparent or actual conflict of interest to our management. If our management waives any such conflict, the decision to waive must be documented. A conflict of interest arises when personal interests or activities influence, or appear to influence, the ability to act in our best interest. Some situations that could cause a conflict of interest include:

- Having a significant financial investment in any company that competes, does business or seeks to do business with us.
- When employees, officers, or directors of Suppliers have family or friends who work for us, another of our suppliers or one of our customers or competitors.

Mobile devices, electronic media, internet & email use

In those circumstances where a Supplier has access to our electronic environment (including, without limitation, email, voicemail, intranet, internet or software), Supplier shall:

- Use these tools for our business purposes only; and
- Use these tools in compliance with our information technology security policies.

Fair competition & antitrust

Suppliers must comply with all applicable laws and regulations regarding fair competition and antitrust.

Trade compliance

Suppliers must comply with all applicable import and export laws, regulations and controls, sanctions, embargoes, supply-chain security requirements and any other trade compliance laws and regulations of the United States and any other country in which activities are conducted.

Environment, health & safety

Suppliers shall operate in a manner that is respectful and protective of the environment and shall, at a minimum, comply with all applicable laws and regulations regarding the environment, health and safety.

Suppliers working with us or on-site at one of our locations must work in a way that ensures their own safety and the safety of others, including our employees, and is in compliance with applicable MedFlow and governmental environmental, health and safety requirements.

Any environmental, health or safety incident that affects, or may affect, us must be reported promptly.

Suppliers shall not possess, use or sell illegal drugs on our property or perform their work under the influence of alcohol or performance-impairing drugs.

Conclusion

Strong social responsibility in the supply chain is very important to us. As an organisation, we are continuously looking for ways to improve in this area and encourage all Suppliers to do the same and to share their achievements in these areas.

Supplier Code of Conduct Acknowledgement Form

On behalf of _____
Supplier Name

I certify that I have been provided a copy of MedFlow Clinical's Supplier Code of Conduct, reviewed it in its entirety, and commit my company and any supplier with which we work on MedFlow Clinical's business to comply with its principles, as well as to proactively advise MedFlow Clinical of any non-compliance with its principles. I further certify that I am authorized by my company to sign for and accept MedFlow Clinical's Supplier Code of Conduct on its behalf.

Signature

Printed name of representative

Address

Date