



SUPPLIER AND BUSINESS PARTNER CODE OF CONDUCT

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1. PREFACE

BSP Pharmaceuticals S.p.A. is a Contract Development and Manufacturing Organization focused on the production of anticancer and cytotoxic drugs as small molecule products and more innovative drugs from Development to Clinical and Commercial Supply (“BSP”).

BSP carries out its business in full compliance with all applicable laws and regulations of the countries in which it operates. It promotes environmental and social sustainability as well as the respect and application of rigorous ethical standards and principles, as those indicated in this supplier and business partner code of conduct (the “**Supplier and Business Partner Code of Conduct**”).

BSP’s Partners are an essential part of the overall success of BSP. In the light of the above, BSP requires its Partners, service providers, consultants and other business partners (collectively, “**Partners**”) to comply with the principles and the standards indicated in such Supplier and Business Partner Code of Conduct in order to establish and/or maintain productive and robust business relationships with BSP.

The provisions of this Supplier and Business Partner Code of Conduct are integral to BSP’s governance framework, including its *Code of Ethics*, the Organisational, Management and Control Model adopted pursuant to Italian Legislative Decree no. 231/2001 (“**Model 231**”), the *Sustainability Report*; BSP’s policies and standard operating procedures (such as the BSP’s Sustainable Procurement Policy); the reporting procedures and the commitments undertaken by BSP, such as those set forth by the United Nations – Global Compact.

The Supplier and Business Partner Code of Conduct also serves as a common framework and point of reference for all BSP’s committees and functions, including, without limitation, the OdV (“**Organismo di Vigilanza**”); the Data Protection Officer, the Sustainability Committee; the Security Board and the Cybersecurity function. In this way, the Supplier and Business Partner Code of Conduct ensures a unified and integrated approach to ethics, compliance, sustainability, security, data protection and social responsibility.

2. THE COMMITMENT OF OUR PARTNERS

BSP requires its Partners to adhere to applicable legal standards, regulations and any other principle listed herein.

Partners shall respect BSP’s core values: integrity, transparency, responsibility, compliance, safety, social and environmental responsibility, and excellence.

3. HUMAN RIGHTS AND LABOUR STANDARDS

Partners shall respect human dignity and rights of every individual by creating a Workplace free from harassment, abuse, violence or inhumane treatment and by supporting the principles set forth in the Universal Declaration of Human Rights, created by the United Nations, and the Ten Principles of the United Nations Global Compact, to which BSP is a committed participant.

Harassment means any physical and/or verbal act that creates an offensive, hostile or intimidating work environment. Discrimination is any workplace action relating to the workplace, including hiring, firing, demoting, and promoting based on matters that results in the unfair treatment of workers. Punitive and/or inhumane treatment includes, but is not limited to, any harassment or sexual abuse, corporal punishment, mental or physical coercion, verbal abuse or threat of any such treatment.

It is strictly prohibited, and shall not be tolerated, any kind of violence in the workplace, including acts or threats of violence toward third parties, intentional damaging of the property of any person, or behavior that causes others to feel unsafe

- a. **Child Labour.** Partners shall not employ individuals below the legal minimum age. The employment of young workers below the age of 18 (eighteen) shall only occur in non-dangerous work and if young workers are above a county's legal age for employment;
- b. **Freely chosen employment.** Partners shall not use forced labor, including bonded, indentured or engage in human trafficking.
- c. **Non-Discrimination and Equal Opportunity.** Partners undertake not to discriminate based on age, gender, ethnicity, religion, disability, sexual orientation, political opinion or any other status.
- d. **Freedom of Association.** Partners' personnel rights to join associations and engage in collective bargaining in accordance with applicable laws shall be granted.
- e. **Whistleblowing.** Partners shall encourage employees to report illegal or unethical conduct without fear of retaliation, threat of reprisal, intimidation or harassment. If necessary, Partners shall investigate and take corrective action if needed.

4. HEALTH, SAFETY AND ENVIRONMENT

Partners shall comply with all applicable health and safety national and European laws and regulations by promoting a strong safety culture, also in compliance with the standards indicated in BSP's EHS Policy under: <https://www.bsppharmaceuticals.com/sustainability.php> Partners shall keep a safe and healthy working environment, including any quarters provided by Partners and shall integrate sustainability principles into their operations in line with BSP's *Sustainability Report*.

- a. **Work protection.** Partners shall protect workers from exposure to physical, biological and chemical hazards, providing all the proper personal and collective protective equipment. Partners shall provide adequate access to quarters, emergency and fire exits.
- b. **Process Safety.** Partners shall have processes and systems to identify risks inherent in carrying out their activities. If any, Partners shall quantify such hazards and define the risk levels appropriately, and have procedures and systems in place to prevent or mitigate these risks (e.g. catastrophic releases of chemicals).
- c. **Business Continuity.** Partners shall establish and maintain adequate risk management and business continuity plans to ensure the continuity of

critical processes, safeguard supply chains, and minimize disruptions in the event of unforeseen circumstances.

- d. Information.** Partners shall provide workers with written information on safety and health, as well as provide personnel with training in safety practices, including emergency evacuation procedures. Partners shall also provide specific training to prevent accidents and injuries at work.
- e. Environmental Authorizations.** According to the applicable law, Partners shall obtain all required permits, licenses and authorizations for the term of engagement.
- f. Waste.** Partners shall have systems in place to ensure the safe movement, handling, storage, recycling, or management of waste, air emissions and wastewater discharges. Any waste, wastewater or emissions with harmful effects on human or environmental health shall be appropriately managed, controlled and treated prior to release.
- g. Spills and Releases.** Partners shall have systems in place to prevent and quickly respond to all unauthorized spills and releases into the environment.
- h. Training.** Partners shall ensure that workers are properly informed about the significant environmental impact of the company and have been instructed on BSP environmental management system.
- i. Sustainability practices.** Partners shall actively promote sustainability, including responsible use of resources, reduction of energy consumption and greenhouse gas emissions, waste minimization, water stewardship, and the adoption of circular economy principles, in accordance with BSP's Sustainability Report

Furthermore, Partners are required to provide, upon BSP's request, timely, accurate, and comprehensive data and documentation related to their sustainability performance, including but not limited to the topics outlined herein. Failure to provide such information may be considered a breach of this Supplier and Business Partner Code of Conduct.

5. CORPORATE SECURITY

Partners are expected to uphold high standards of both physical and cyber security, in line with industry best practices, applicable legislation, TAPA FSM, and our commitment as an AEO (Authorized Economic Operator) certified company.

- a. Physical Security.** Partners shall ensure effective access control to facilities, warehouses, and operational areas, granting entry only to authorized personnel.
Partners shall maintain appropriate surveillance and monitoring systems to prevent unauthorized access, theft, or tampering.
Partners shall implement procedures for the identification, registration, and supervision of visitors and external personnel.
Protect the integrity of goods and logistics flows, preventing the introduction of unauthorized items or hazardous materials.
- b. IT and Cybersecurity.** Partners shall implement robust IT security measures to protect BSP's systems, networks, and data, and refrain from unauthorized use or access and, in particular, Partners shall: a) safeguard IT systems and networks with adequate technical and organizational measures, such as antivirus, firewalls, encryption, timely software patching and, they shall make its best efforts to implement intrusion detection systems; b) Manage logical access rights to ensure that only authorized personnel can access sensitive data and critical systems; c) in agreement with BSP establish

incident response and business continuity procedures to mitigate potential cyber threats; d) Ensure that subcontractors and service providers comply with equivalent standards of cyber and physical security. Partners operating within the European Union, or providing services that fall under the scope of the EU Directive (EU) 2022/2555 (“**NIS2 Directive**”), are expected to align with its requirements on network and information security, including risk management, incident reporting, and supply chain security.

6. COMPLIANCE AND BUSINESS PRACTICES

Partners’ compliance shall extend beyond legal obligations and include adherence to ethical standards, in line with BSP’s values and policies.

- a. **Integrity and anti-bribery practices.** Partners are committed to fight any form of corruption, including extortion and bribes. Personnel shall not accept or offer gifts, discounts, loans, favors or services to / from any person or company that may influence, or appear to influence, purchase decision-making process.
- b. **Global trade compliance.** Partners shall comply with all international trade laws and regulations, including import and export regulations, as well as legislation on embargo, anti-boycott and sanctions. Partners shall not carry out any business with any government list of restricted, denied, sanctioned or debarred parties without having first verified the legality of transaction.
- c. **Fair competition.** Partners shall conduct its business consistent with fair competition. They shall employ fair business practices, including accurate and truthful advertising.
- d. **Legislative Decree 231/2001.** Partners acknowledge and declares to be aware that BSP has adopted pursuant to the Italian Legislative Decree no. 231/2001 a Model 231, concerning the administrative liability for companies and which is inspired by the values of ethics, professional integrity and independence.

By signing this Supplier and Business Partner Code of Conduct, Partners declare, in carrying out its services to BSP, to conform its behaviour to the principles and obligations contained therein and, more generally, undertakes to be in compliance with the Italian Legislative Decree no. 231/2001.

For this purpose, Partners acknowledge and declare that: (i) no judicial proceedings are currently pending, nor that it has not received any judicial proceedings pursuant to the Legislative Decree no. 231/2001; (ii) no disqualification/precautionary measures were applied and (iii) no judicial proceedings are pending against its directors, managers, managers, supervisors and/or collaborators in general, in relation to any violation that may entail supplier’s liability pursuant to such regulation (iv) BSP reserves its right to terminate any services with Partners, in case of non-compliance with the Model 231 and with its ethical principles hereby expressed.

- e. **Conflicts of interest.** Partners’ decision to enter into agreements shall be based on objective and transparent criteria and shall not be influenced by any conflicts of interest. Partners shall inform BSP about any kind of conflict of interest it might have with respect to a BSP’s employee.

- f. **Financial transparency.** Partners' books, records, accounts and financial statements fairly present their financial at the dates of said statements and the results of their operations for the periods covered thereby.
- g. **Anti-money Laundering.** Partners shall comply with all applicable anti-money laundering and counter-terrorist financing laws and regulations and shall not engage in, facilitate or tolerate any transaction that could reasonably be considered money laundering or terrorist financing.

7. CONFIDENTIALITY AND PROTECTION OF PERSONAL DATA

BSP believes that information concerning the company is a fundamental company asset and must be safeguarded and protected in order to achieve its objectives.

- a. Partners shall keep the information strictly confidential and shall not disclose information acquired during the course of their business in any manner whatsoever, in whole or in part, to any third party, without the prior written consent of BSP. In particular, Partners shall not use or disclose BSP confidential information with any competitor or other third party. Any information or data regarding BSP operations shall be treated as confidential at all times unless that information is in the public domain.
- b. Personal Data of BSP's representatives shall be processed, as appropriate, for the sole purpose of managing the contractual relationship between the BSP and Partners. Partners acknowledge that the exchange of such Personal Data is subject to relevant legislation regarding protection of personal data, including but not limited to the European General Data Protection Regulation 2016/679 of 27 April 2016 ("**GDPR**") and any other applicable laws. Partners agree not communicate nor assign to third parties any BSP's Personal Data, without BSP's written consent.

8. PRINCIPLES GOVERNING THE BUSINESS RELATION BETWEEN BSP AND ITS PARTNERS

Without prejudice to the foregoing and with specific reference to the business relation between BSP and its Supplier, the latter is committed to carrying out their activities in compliance with the principles listed below:

- a. **Subcontracting.** Partners shall not subcontract, transfer or assign their contractual obligations to third parties without the prior written consent of BSP.
- b. **Cooperation.** Partners shall cooperate with BSP and other suppliers to ensure quality, compliance, and timely execution across the supply chain.
- c. **Risk Management.** Implementation of appropriate risk assessment and control systems across all areas of this Supplier and Business Partner Code of Conduct.
- d. **Communication and Training.** Partners shall ensure that employees are informed of and trained on the contents of this Supplier and Business Partner Code of Conduct. This might include posting the Supplier and Business Partner Code of Conduct in the workplace, in a prominent area accessible to workers, distributing explanatory pamphlets to workers, or communicating through on-line channels.

9. REPORTING AND ENFORCEMENT

- a. **Reporting Channels.** Partners are expected to report promptly any violation or possible violation of this Supplier and Business Partner Code of Conduct to BSP via e-mail to BSP's Surveillance Body at odv.bsp@bsppharmaceuticals.com, in accordance with BSP's Model 231 and the Italian Legislative Decree no. 231/2001. BSP will investigate any reported violation and may audit the relevant



Partner, upon prior written notice, to ensure its compliance with such Supplier and Business Partner Code of Conduct. Partners' employee should be encouraged to report illegal activities in their relationship with BSP and Partners will take appropriate measures to prevent any retaliation against employee who make these reports.

- b. Auditing.** BSP reserves the right to audit its Partners' compliance with this Supplier and Business Partner Code of Conduct upon prior written notice.
- c. Consequences of Non-Compliance.** Breaches of this Supplier and Business Partner Code of Conduct may result in corrective actions, termination of the contractual relationship, claims for damages, and/or legal proceedings, as applicable.

10. ACCEPTANCE

By entering into or continuing a business relationship with BSP, Partner acknowledges that it has read, understood, and agrees to comply with this Supplier & Business Partner Code of Conduct.

CHIEF EXECUTIVE OFFICER
ALDO BRACA

A handwritten signature in blue ink, appearing to read "Aldo Braca", is written over the printed name.