



SUPPLIER CODE OF CONDUCT



TABLE OF CONTENTS

| | |
|---|---|
| 1. PREFACE | 2 |
| 2. THE COMMITMENT OF OUR SUPPLIERS | 2 |
| 2.1. HUMAN RIGHTS | 2 |
| 2.2. BUSINESS PRACTICES | 2 |
| 2.3. LABOR | 3 |
| 2.4. HEALTH AND SAFETY | 3 |
| 2.5. ENVIRONMENT | 3 |
| 2.6. FINANCIAL TRANSPARENCY | 4 |
| 3. PRINCIPLES GOVERNING THE BUSINESS RELATION BETWEEN BSP AND ITS SUPPLIERS | 4 |
| 3.1. SUBCONTRACTING | 4 |
| 3.2. PROTECTION OF PERSONAL DATA | 4 |
| 3.2. CONFLICT OF INTEREST | 4 |
| 3.3. OTHER SUPPLIERS | 4 |
| 3.4. RISK MANAGEMENT | 4 |
| 3.5. COMMUNICATION OF THE SUPPLIER CODE OF CONDUCT | 4 |
| 3.6. REPORTING | 4 |

1. PREFACE

BSP Pharmaceuticals S.p.A. is a Contract Development and Manufacturing Organization focused on 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 such supplier code of conduct (the “**Supplier Code of Conduct**”).

BSP’s suppliers are an essential part of the overall success of BSP. In light of the above, BSP requires its suppliers to comply with the principles and the standards indicated in such Supplier Code of Conduct in order to establish and/or maintain a business relationship with BSP.

2. THE COMMITMENT OF OUR SUPPLIERS

BSP requires its suppliers to adhere to applicable legal standards and any other principle listed below.

2.1. HUMAN RIGHTS

Suppliers shall respect human dignity and rights of every individual by supporting the principles set forth in the Universal Declaration of Human Rights, created by the United Nations.

2.2. BUSINESS PRACTICES

Suppliers shall conduct business in full compliance with all applicable laws and regulations and in an ethical manner, practising honest behaviour in all business dealings.

(i) Integrity and anti-bribery practices

Suppliers are committed to fight any form of corruption, including extortion and bribes. Workers must 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.

(ii) Global trade compliance

Suppliers shall comply with all international trade laws and regulations, including import and export regulations, as well as legislation on embargo, anti-boycott and sanctions. Suppliers 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.

(iii) Fair competition

Suppliers shall conduct their business consistent with fair competition. They shall employ fair business practices, including accurate and truthful advertising.



2.3. LABOR

Suppliers shall be committed to fair treatment of their workers and to treat them with dignity and respect. Suppliers must comply with the laws and regulations regarding a fair and equitable treatment for workers, as better described below.

(i) Freely chosen employment

Supplier shall not use forced labor, including bonded, indentured or engage in human trafficking.

(ii) Child labor

Supplier shall not use child labor. 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.

(iii) Prohibition of workplace harassment, discrimination and abuse

Suppliers shall provide for a workplace free of and with no harassment, discrimination or a punitive and/or inhumane treatment.

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.

(iv) Support of reporting

All workers should be encouraged to report illegal activities in the workplace, without threat of reprisal, intimidation or harassment. If necessary, suppliers shall investigate and take corrective action if needed.

2.4. HEALTH AND SAFETY

Suppliers shall comply with all applicable health and safety national and European laws and regulations by promoting a strong safety culture. Suppliers must keep a safe and healthy working environment, including any quarters provided by the supplier.

(i) Work protection

Suppliers shall protect workers from exposure to physical, biological and chemical hazards, providing all the proper personal and collective protective equipment. Suppliers must provide adequate access to quarters, emergency and fire exits.

(ii) Process Safety

Suppliers shall have processes and systems to identify risks inherent in carrying out their activities. If any, suppliers 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).

(iii) Information

Suppliers shall provide workers with written information on safety and health, as well as provide workers with training in safety practices, including emergency evacuation procedures. Suppliers must also provide specific training to prevent accidents and injuries at work.

2.5. ENVIRONMENT

Suppliers shall comply with all applicable environmental laws and regulations. Suppliers are constantly committed to improving environmental performance.

(i) Environmental Authorizations

According to the applicable law, suppliers shall obtain all required permits, licenses and authorizations for the term of engagement.

(ii) Waste

Suppliers 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.

(iii) Spills and Releases

Suppliers shall have systems in place to prevent and quickly respond to all unauthorized spills and releases into the environment.



(iv) Training

Suppliers must ensure that workers are properly informed about the significant environmental impact of the company and have been instructed on BSP environmental management system.

2.6. FINANCIAL TRANSPARENCY

Supplier's 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.

2.7. CORPORATE SECURITY GUIDELINES

Supplier shall comply with the Corporate Security Guidelines.

3. PRINCIPLES GOVERNING THE BUSINESS RELATION BETWEEN BSP AND ITS SUPPLIERS

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

3.1. SUBCONTRACTING

Suppliers shall not transfer or assign their contractual obligations to third parties without the prior written consent of BSP.

3.2. 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.

In light of the above, suppliers 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, suppliers shall not use or disclose BSP confidential information with any competitor or other supplier. Any information or data regarding BSP operations shall be treated as confidential at all times unless that information is in the public domain.

3.3. CONFLICTS OF INTEREST

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

3.4. OTHER SUPPLIERS

Suppliers are committed to work professionally in partnership with BSP and its other suppliers in order to ensure quality with timeliness throughout the supply chain.

3.5. RISK MANAGEMENT

Suppliers are committed to have procedures in place to identify and control risks in all areas addressed by such Supplier Code of Conduct.

3.6. COMMUNICATION OF THE SUPPLIER CODE OF CONDUCT

Suppliers shall inform workers about the expectations contained in this Supplier Code of Conduct. This might include posting the Supplier Code of Conduct in the workplace, in a prominent area accessible to workers, distributing explanatory pamphlets to workers, or communicating through on-line channels.

3.7. REPORTING

Suppliers are expected to report promptly any violation or possible violation of such Supplier Code of Conduct to BSP via e-mail at odv.bsp@bsp-pharmaceuticals.com. BSP will investigate any reported violation and may audit the supplier, upon prior written notice, to ensure its compliance with such Supplier Code of Conduct. Suppliers' employee should be encouraged to report illegal activities in their relationship with BSP and Suppliers will take appropriate measures to prevent any retaliation against employee who make these reports.