

Global Anti-Corruption and Anti-Bribery Policy



Table of contents

- 1 Purpose 3**
- 2 Scope 3**
- 3 Principles 3**
- 4 Definitions 3**
- 5 Bribery 4**
 - 5.1 Background..... 4
 - 5.2 Do's and don'ts..... 4
- 6 Gifts, Entertainment and Hospitality 5**
 - 6.1 Background..... 5
 - 6.2 Do's and don'ts..... 5
- 7 Donations and contributions 5**
- 8 Lobbying 5**
- 9 Competition and fair dealing 5**
- 10 Record keeping 6**
- 11 Roles and responsibilities 6**
 - 11.1 Implementation and compliance..... 6
 - 11.2 Monitoring and control..... 6
- 12 Breaches 6**
- 13 Awareness and Training 6**
- 14 Raising Concerns 7**
- 15 Reporting 7**
- 16 References / related policies 7**
- 17 Entry into force 7**

1 Purpose

PolyPeptide Group AG, together with its consolidated subsidiaries, (“PolyPeptide” or the “Group”) is committed to fully complying with all applicable laws and regulations, including those related to the prevention of Bribery and Corruption. The Group has and will continue to uphold the highest levels of business ethics and personal integrity in all types of transactions and interactions. Supplementing the Group’s [Code of business conduct and ethics](#) and [Supplier Code of Conduct](#)¹, this Global Anti-Corruption and Anti Bribery Policy (the “Policy”) sets out the principles for our position for integrity and against Corruption and Bribery. The Policy further provides guidance to employees and associated Third Parties on how to recognize and deal with potential Bribery and Corruption issues.

2 Scope

This Policy applies to all PolyPeptide employees, including managers, the Executive Committee, and the Board of Directors, (collectively the “employees”). Furthermore, the Policy applies to all our business partners, including consultants, suppliers, customers and business associates who are expected to commit to the principles outlined herein (“Third Parties” as defined below).

3 Principles

PolyPeptide strives to remain focused on the needs of its customers and its business, while adhering to fundamental principles of ethics and compliance, such as the United Nations Convention against Corruption² and Principle 10 of the UN Global Compact³, stating that businesses should work against Corruption in all its forms, including extortion and Bribery. The foundation of our commitment is the [Code of business conduct and ethics](#) and [Supplier Code of Conduct](#), which are mandatory for all employees, vendors, consultants, and other business associates across PolyPeptide.

The Group is committed to promoting and maintaining the highest level of ethical standards in relation to all our business activities, in line with our corporate values of Innovation, Excellence and Trust. We are committed to fully complying with all applicable laws and regulations to combat Bribery and Corruption. The Group therefore has a zero-tolerance approach towards Bribery and Corruption and is committed to acting fairly and with integrity in all our business interactions and relationships and implementing and enforcing effective systems to counter Bribery.

4 Definitions

| Term | Meaning |
|----------------------------------|---|
| Anti-Competitive Behavior | Actions taken to limit, restrict or eliminate competition in a market, usually in order to gain an unfair advantage or dominate the market. |
| Bribery | Offering, giving, promising or accepting (or authorizing someone to offer, give, promise or accept) money or something else of value, including Gifts, Hospitality and Entertainment, in order to influence a business outcome improperly, reward improper conduct or gain improper commercial, contractual, regulatory or personal advantage. Bribery is a form of Corruption. |
| Corruption | Abuse of entrusted power for private gain, which can be instigated by individuals or organizations. It includes practices such as facilitation payments, fraud, extortion, collusion, and money laundering. It also includes an offer or receipt of any Gift, loan, fee, reward, or other advantage to or from any person as an inducement to do something that |

¹ The Code of business conduct and ethics and Supplier Code of Conduct are accessible on: www.polypeptide.com/investors/corporate-governance/.

² Accessible on: <https://www.unodc.org/unodc/en/treaties/CAC/index.html>.

³ Accessible on: <https://unglobalcompact.org/what-is-gc/mission/principles/principle-10>.

| | |
|-----------------------------|--|
| | is dishonest, illegal, or a breach of trust in the conduct of the undertaking's business. |
| Gifts | Gifts are benefits of any kind given to someone without expectation of receiving anything in return, such as courtesy Gifts, which are small Gifts given at culturally and socially recognized occasions (e.g., weddings, funerals) or special holidays of the year. Cash or cash equivalents (such as Gift certificates or vouchers) are not allowed. |
| Entertainment | Activities that are not solely business-related, including attendance at sports or cultural events and participation in touristic activities. |
| Facilitation payment | Payment made to government officials outside the ordinary course of business to secure or speed up actions or to circumvent potential legal consequences. |
| Hospitality | Refreshments, meals and accommodation. |
| Lobbying | Interactions with policy makers and other external stakeholders with the intent to represent PolyPeptide's perspective in the policy making process. Active contribution to policy making is an integral part of the democratic process and a legitimate activity as it enables the representation of different societal interests. |
| Third Party | Any natural person or legal entity who is not an employee or Board member of PolyPeptide with whom the Group interacts. |

5 Bribery

5.1 Background

PolyPeptide strictly prohibits all forms of Corruption and Bribery in any relationships and transactions with public officials and private individuals, whether directly or through Third Parties, in any location and legislation. This includes Anti-Competitive Behavior aimed at limiting, restricting, or eliminating competition in order to gain an unfair advantage in a market. Under no circumstances should any provision be made, money set aside, or accounts created for the purposes of facilitating the payment or receipt of a Bribe. At PolyPeptide, we will reject any calls for Bribes and do not request, initiate or accept Bribes ourselves. Situations when employees receive, agree to receive, accept or request a financial benefit or anything else of value are also regulated by the Conflicts of Interest Section of our [Code of business conduct and ethics](#).

5.2 Do's and don'ts

- Do not offer or accept any benefits directly or indirectly linked to a personal or business advantage.
- Do not engage in Facilitation payments of any kind to speed up or secure actions by government officials.
- Do not engage in any transaction that might imply non-compliance with this Policy and thus illegal activities. If in doubt, contact your manager.
- Always ask first, act later: If you are unsure of what to do in any situation, seek guidance before you act. Ask yourself: What specifically am I being asked to do? Does it seem unethical or improper? Does the behavior of another employee or representative seem unethical or improper? Use your judgment and common sense; if something seems unethical or improper, it probably is.
- Do not threaten or retaliate against another employee who has refused to commit a Bribery or who has raised concerns under this Policy.

6 Gifts, Entertainment and Hospitality

6.1 Background

By accepting Gifts, Entertainment and Hospitality, in certain circumstances an employee may risk committing Bribery. Such a benefit is normally not acceptable unless it is a natural part of the recipient's work or is not an expression of generally acceptable forms of socializing.

The purpose of business Entertainment and Gifts in a commercial setting is to create goodwill and sound working relationships, not to gain unfair advantage with customers. No Gift or Entertainment should ever be offered, given, provided or accepted by any employee, family member of an employee or Third Party unless it: (a) is not a cash Gift, (b) is consistent with customary business practices and (c) does not violate any laws, regulations or applicable policies of the other party's organization.

6.2 Do's and don'ts

- Apply common sense when offering and receiving Gifts, Entertainment and Hospitality and ensure reasonability and alignment with local business practices.
- Local legislation must be complied with, and any benefits offered or received must not be linked to a personal or business advantage.
- Cash or cash equivalents (such as Gift certificates or vouchers) are not acceptable. This includes payments of any kind made to facilitate, speed up or secure actions by government officials.
- Never accept Gifts, Entertainment or Hospitality that may appear to affect your judgement or decision making.
- Discuss and seek approval of your manager before offering or accepting any Gifts, Hospitality and Entertainment.

7 Donations and contributions

The Group prohibits political contributions (directly or through trade associations) by the Group or its sites or business areas. This includes: (a) any contributions of Group funds or other assets for political purposes; (b) encouraging individual employees to make any such contribution or (c) reimbursing an employee for any contribution.

Charitable donations and partnerships for civic engagement are made from time to time. These are always done in accordance with applicable legislation and practices. Charitable donations must be approved in advance by relevant line management.

8 Lobbying

Lobbying must not be misused for any corrupt or illegal purposes or to improperly influence any decisions of policy makers.

9 Competition and fair dealing

In addition to our commitment to combat Corruption and Bribery, PolyPeptide strictly prohibits any form of Anti-Competitive Behavior. Employees must not engage in any Anti-Competitive practices that undermine fair market competition. Prohibited activities include, but are not limited to, agreements with competitors on prices, terms of sale, quantity restrictions and market allocation. Furthermore, employees must not discuss strategies with our competitors or exchange sensitive business or technical information with them.

If an employee becomes aware of or suspects any violation of Anti-Competitive laws or practices within the organization, it is their duty to report such concerns through the established reporting mechanisms as outlined in Section 15 below.

10 Record keeping

The Group requires honest, accurate and timely recording and reporting of information in order to make responsible business decisions and to evidence legitimate reasons for making payments to Third Parties. All business expense accounts must be documented and recorded accurately in a timely manner. If you are not sure whether a certain expense is legitimate, ask your finance department. The Group's Travel Policy and applicable local travel and expense policies and procedures are to be observed.

All Group books, records, accounts and financial statements must (a) be maintained in reasonable detail; (b) appropriately reflect the Group's transactions; (c) be promptly disclosed in accordance with any applicable laws or regulations; and (d) conform both to applicable legal requirements and to the Group's system of internal controls. No accounts must be kept "off-the-book" to facilitate or conceal improper payments.

11 Roles and responsibilities

Prevention, detection and reporting of Bribery and other forms of Corruption in line with this Policy is the responsibility of every individual employed by or associated with PolyPeptide. In addition, the following responsibilities apply.

11.1 Implementation and compliance

The Board of Directors maintains the ultimate responsibility for establishing and maintaining a sound ethical framework and culture, including this Policy.

It is every manager's responsibility to ensure awareness of and adherence to this Policy in the respective area of functional responsibility and to lead by example.

All employees must adhere to the rules and principles set out in this Policy and seek to avoid even the appearance of improper behavior. Employees must inform their manager as soon as possible if they suspect or believe that a conflict with or violation of this Policy has occurred or may occur in the future.

11.2 Monitoring and control

The Group governance, risk and compliance officer ("GRC Officer") will review and update this Policy on an annual basis and monitor its effectiveness.

The internal control systems and procedures will regularly be audited to ensure that they are effective in combating Bribery and Corruption.

12 Breaches

Breaches of this Policy will not be tolerated and may result in disciplinary actions, including termination of the employment. Furthermore, violations of this Policy may also be violations of the law and may result in civil or criminal penalties for the individual, management and/or the Group and reputational damage.

PolyPeptide reserves the right to terminate its contractual relationship with Third Parties in case of non-compliance with this Policy and its' right to claim indemnity for damages incurred.

13 Awareness and Training

This Policy is included in the onboarding process for all new employees and consultants. Employees will receive regular and relevant training on the principles of this Policy.

To the extent reasonably practicable, all customers and suppliers will be asked to agree in writing to comply, during the term of their contractual relationships with PolyPeptide, with this Policy, as revised by PolyPeptide from time to time and published at its website, or otherwise made available by PolyPeptide.

14 Raising Concerns

Employees are encouraged to talk to supervisors, managers or other appropriate personnel about observed behavior that they believe may be a violation of this Policy or another form of unlawful activity or whenever in doubt about the best course of action in a particular situation.

We maintain applicable whistleblower programs through which anybody (e.g., employees, suppliers and other Third Parties) with knowledge or suspicion of illegal activities or serious irregularities at PolyPeptide can raise concerns confidentially and even anonymously, if desired. Reports can be submitted through our whistleblower hotlines. Further information about our whistleblower programs and hotlines can be found in our whistleblower policies published on PolyPeptide's intranet and our [corporate website](#).

The Group does not permit retaliation of any kind against employees for good faith reports of suspected violations. If you believe that you have suffered any form of retaliation (e.g. dismissal, disciplinary action, threats or other unfavorable treatment connected with raising a concern) you should inform the GRC Officer immediately (e.g. via e-mail to legal@polypeptide.com).

15 Reporting

The GRC Officer will periodically report to PolyPeptide's Audit and Risk Committee and its Board of Directors about the compliance with this Policy and any updates thereto.

16 References / related policies

- [PolyPeptide Code of business conduct and ethics](#)
- [PolyPeptide Supplier Code of Conduct](#)
- [PolyPeptide Global Whistleblower Policy](#)
- [PolyPeptide Sweden Whistleblower Policy](#)
- PolyPeptide Risk Management Policy
- PolyPeptide Risk Assessment and Reporting Procedure

17 Entry into force

This Policy is effective as of 01 December 2023. It has been prepared under the guidance of the Executive Committee and approved by the Board of Directors on 01 December 2023.

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