

# 业务合作伙伴商业行为准则

## CODE OF BUSINESS CONDUCT AND ETHICS

of WuXi Biologics Business Partner

\*仅供识别

\*For identification purpose only

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## **1 Our Expectations**

### **1.1 Expectations**

As a leading global Contract Research, Development, and Manufacturing Organization (CRDMO), WuXi Biologics (Cayman) Inc. and its worldwide holding subsidiaries and affiliated companies (Wuxi Biologics or the “Company”) strives to conduct business with individuals and organizations who share our commitment to high ethical standards and operate in a socially and environmentally responsible manner. The 《Code of Business Conduct and Ethics of WuXi Biologics Business Partner》 (referred to as the “Code”) is designed to emphasize our adherence to ethical business, social and environmental standards.

### **1.2 Principles**

Business Partners include, but are not limited to, organizations that provide services, raw materials or other products to WuXi Biologics. These principles are not intended to replace, or conflict with any applicable legal or regulatory requirements or contractual obligations with WuXi Biologics. Business partners are responsible to comply with the 《Code of Business Conduct of WuXi Biologics Business Partners》. Signing a basic cooperation agreement or a contract, accepting an order or providing goods or services to WuXi Biologics shall constitute acceptance of the Code. Business partners shall establish and continuously improve their own management systems in accordance with the requirements elaborated in the "Business Partner Management System Development" session, so as to comply with the principles and standards specified in the Code. WuXi Biologics will reserve the right to audit and inspect and verify compliance.

## **2 CODE OF BUSINESS CONDUCT AND ETHICS**

### **Compliance with Laws and Regulations**

#### **2.1 Compliance with Laws, Rules and Regulations**

Business Partners shall comply with all applicable laws, rules and regulations, and shall solve the problems found in a responsible and timely manner.

#### **2.2 Antitrust and Fair Competition Principle**

Business Partners shall strictly follow corresponding laws, rules and regulations on fair competition and anti-trust, and shall not gain advantages by manipulating, concealing or abusing privileged information and other unfair means.

#### **2.3 Global Trade Compliance**

Business Partners shall strictly comply with all applicable trade laws and regulations.

#### **2.4 Data Privacy**

Business Partners shall strictly comply with all applicable data privacy laws and regulations during the process of handling the personal information shared with us by employees, customers, business partners, and others, and ensure that any personal information collected is properly protected, legally processed and properly used.

#### 2.5 Representation on Behalf of the Company

Unless expressly authorized by the Company, Business Partners shall not participate in political, religious activities or any other activities in the name of the Company, and shall not indicate by any means, explicitly or implicitly, to represent the Company, refer to the Company's names, trademarks, brands, or logos, use the Company's email address, or wear the Company's uniforms or the like.

### **Anti-Corruption Requirements**

#### 2.6 Anti-Corruption System Construction and Training

Business Partners shall improve its own Anti-Corruption system construction. The Business Partners shall establish anti-corruption and compliance system, and ensure that the senior managements, employees and directors of the Business Partner and its Affiliates are aware of and trained for their obligations under Anti-Corruption Laws, and that all consultants, agents, representatives and sub-contractors of the Business Partner and its Affiliates who have a connection with any good or service supply to the Company are aware of and trained in their obligations under Anti-Corruption Laws.

#### 2.7 Gifts, Meals and Entertainment

Business Partners shall comply with the Company's anti-corruption policies on gifts, catering and entertainment. The Anti-Corruption Policy of WuXi Biologics can be found on the Company's Website: <https://www.wuxibiologics.com/wp-content/uploads/Anti-Corruption-Policy-of-WuXiBiologics.pdf>.

#### 2.8 Zero Tolerance for Corruption and Bribery

Business Partners shall carry out business in the principles of honesty, professionalism, and compliance with the law, fair competition and integrity, shall not obtain or retain business by means of corruption, and shall ensure that all business activities comply with the laws and regulations of relevant countries.

#### 2.9 Responsible Marketing

All forms of marketing activities conducted by Business Partners, including its content and approach, shall be subject to all applicable laws and regulations, industry standards and WuXi Biologics Co., Ltd. Responsible Marketing Policy. WuXi Biologics Co., Ltd. Responsible Marketing Policy can be found on the Company's Website: <https://www.wuxibiologics.com/wp-content/uploads/Responsible-marketing-policy-of-WuXi-Biologics.pdf>

#### 2.10 Employee Rights

Business Partners shall respect and support employee rights by:

- Employees shall be paid according to applicable wage laws, including minimum wages, overtime hours and mandated benefits;
- Providing employees with reasonable rest periods and respecting their right to rest, overtime should be in accordance with applicable national and international standards;
- Providing a healthy, safe and secure workplace for all employees and contractors;
- Exercising high standards of integrity in dealing with and protecting the Personally Identifiable Information (PII) of employees;
- Promoting the personal development and dignity of every individual employee;
- Respectful of the right of employees to join an independent trade union, the right to collectively bargain;
- Rejecting all forms of slavery and exploitative child labor, and address the problem in a responsible and timely manner whenever it occurs.
- Not engaging in or supporting any form of slavery or human trafficking

#### 2.11 Health and Safety Working Environment

Business Partners shall comply with all applicable laws and regulations relating to health and safety.

- Business Partners shall provide its employees with healthy, safe and environmentally friendly workplaces and necessary facilities and equipment to ensure the health and safety of employees and visitors.
- Business Partners shall have and maintain safety management processes, provide necessary occupational health and safety training to employees, and ensure that health and safety program requirements are consistent for contractors and subcontractors.

#### 2.12 Preventing Discrimination and Harassment

- Business Partners shall provide equal opportunities in employment, salary, training, promotion, work arrangements, disciplinary actions, termination of employment and other personnel actions without regard to race, color, religion, sex, pregnancy, age, national origin, physical or mental disability, genetic information, status as a parent, sexual orientation, political views, social status and etc..
- Business Partners shall provide workplaces without any type of harassment and discrimination, including any acts of sexual harassment, sexual abuse, corporal punishment, mental or physical coercion, or verbal insults to employees.

### **Sustainable Growth**

#### 2.13 Quality Management

- Business Partners shall establish and maintain quality controls system.
- Business Partners shall ensure that all goods and services supply to the Company comply with all applicable quality control requirements and any requirements specified in any quality agreement signed with the Company.

- Business Partners shall permit the Company or an authorized delegate to conduct quality audits of the facilities, systems and/or documents related to the goods and services provided and promptly provide responses and take corrective actions to remedy any observations cited.
- Business Partners shall notify the Company of significant regulatory inspections and regulatory issues timely, including any observations related to the products/services of the Company.

#### 2.14 Protection of Intellectual Property, Commercial Secrets, and Confidential Information

Business Partners shall protect the Company's intellectual property, commercial secrets and confidential information. Unless expressly authorized by the Company, the Business Partners shall not disclose the Company's intellectual property, confidential information or other information that it possesses or acquires with respect to the Company's business to unauthorized personnel of the Business Partner or to any third parties.

#### 2.15 Comply with Environmental Laws and Regulations to Achieve Sustainable Development

The most important resource in the world is humanity itself and the natural environment.

Business Partners shall operate in an environmentally friendly and responsible manner, minimize the impact of their operation activities on the surrounding environment and use energy and resources efficiently.

- Business Partners shall comply with all applicable environmental regulations. In addition, the Business Partners shall obtain the necessary environmental permits, licenses, registration information, etc. for their operations, and comply with applicable operational and disclosure requirements.
- Effective environmental management systems shall be in place to ensure that waste, air and wastewater emissions are safely handled, transferred, stored, discharged, recycled or regulated, and that the risk of accidental leakage and release of hazardous substances into the environment is reduced and controlled.
- Conservation and alternative measures should be implemented to improve the efficiency of resource and energy use and reduce waste.

#### 2.16 Animal Care and Use

When conducting any animal testing, Business Partners shall comply with all relevant legislation, regulations and codes of ethical practices and requirements relating to animal welfare in the place of operations. The Business Partners shall treat animals with humanely and minimize their pain and stress. Animal testing should be performed after the consideration to replace animals, to reduce the numbers of animals used, or to refine procedures to minimize distress. Alternatives should be used wherever these are scientifically valid and acceptable to regulators.

#### 2.17 Sustainable Procurement

- Business Partners shall have systems to monitor their supplier compliance, and improve its own sustainable procurement system construction. The Business Partners shall comply with the principles listed in this Code when selecting its own suppliers or subcontractors.
- Business Partners shall commit to and take reasonable actions to avoid supplying WuXi Biologics with

restricted or banned raw materials or products manufactured with restricted or banned raw materials, and to conduct due diligence to achieve legal and sustainable procurement.

## **Transparency and Disclosures**

### 2.18 Financial Records

All financial books and records of Business Partners shall be legible and transparent, reflect actual transactions and payments, and comply with generally accepted accounting principles and relevant legal requirements.

### 2.19 Data Management

Business Partners shall ensure that the data they generate, collect, review, analyze, document and report are attributable, legible, contemporaneous, original, complete and accurate.

### 2.20 Records Retention

Business Partners shall maintain and keep accurate and complete both business and financial data records relating to the Company in accordance with generally accepted accounting standards, industry practices and applicable laws. The Business Partners shall retain the records listed above for at least three years after the termination of the Master Agreement, or for a longer period as required by local laws, regulations or the Master Agreement.

### 2.21 Conflicts of Interests

Business Partners shall avoid interactions with any WuXi Biologics employee that might conflict, or appear to conflict, with that employee acting in the interests of WuXi Biologics. The Business Partner shall not employ or otherwise provide any benefit or anything of value to any WuXi Biologics employee. If the Business Partner or any of its employees have a relationship with a WuXi Biologics employee that might represent a conflict of interest, the Business Partner should disclose to WuXi Biologics timely.

## **Business Partner Compliance Program Development**

### 2.22 Commitment and Accountability

Business Partners shall commit to comply with applicable laws and regulations, commit to meet customer requirements, commit to comply with the requirements of this Code, and commit to continuous improvement. The Business Partner shall deploy appropriate resources, appoint senior management, establish a comprehensive and effective management system, regularly review the status of the management system, ensure their own compliance performance and the effectiveness of the management system, and establish an internal assessment and accountability mechanism to promote continuous improvement.

### 2.23 Risk Assessment and Management

Business Partners shall have mechanisms to determine and manage risks in all areas addressed by these Principles.

### 2.24 Documentation

Business Partners shall maintain necessary documentation to demonstrate conformance with these Principles and compliance with applicable regulations.

#### 2.25 Training and Competency

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

#### 2.26 Continual Improvement

Business Partners 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.

#### 2.27 Identify Issues

Business Partners should encourage their employees, suppliers, customers and other third parties to report concerns or illegal activities without threat of reprisal, intimidation or harassment, and shall investigate and take corrective action if needed. The Business Partners shall provide employees, suppliers, customers and other third parties information on how to report concerns confidentially and shall ensure that reporting personnel are protected from the risk of retaliation. Anonymous reporting channels should be provided where permitted by law.

#### 2.28 Cooperate with Investigation

Business Partners shall inform Wuxi Biologics for any violations or breaches of the Code. The Business Partners shall support the Company in Business Conduct and Ethics construction and cooperate with the Company's investigation and/or audit including anti-corruption investigation.

### **3 Reporting Channels**

The Company encourages our Business Partners to notify the Company of any misconducts involving the Company through the designated channels in a timely manner.

Whistle-blowing email box: IA\_Biologics@wuxibiologics.com

Compliance\_Biologics@wuxibiologics.com

### **4 Dissemination and Amendment**

This Code shall be distributed to all Business Partners upon commencement of collaboration or other relationship with the Company. The Company reserves the right to amend, alter or terminate this Code at any time for any reason. The most current version of this Code can be found on the Company's Website([https://www.wuxibiologics.com/company/#Business\\_Ethics](https://www.wuxibiologics.com/company/#Business_Ethics)).



## 《药明生物业务合作伙伴承诺书》

### Code of Business Conduct and Ethics Commitment of Business Partners

我们已仔细阅读了《药明生物业务合作伙伴商业行为准则》的全部内容，对该行为准则的全部内容和定义都已充分理解，并同意在 WuXi Biologics (Cayman) Inc. 及其全球范围内控股的子公司及关联公司开展业务时，遵守《药明生物业务合作伙伴商业行为准则》（以下简称“准则”）的要求。

We have carefully read and understood all the contents and definitions in 《Code of Business Conduct and Ethics of WuXi Biologics Business Partners》, and agreed to comply with the requirements of 《Code of Business Conduct and Ethics of WuXi Biologics Business Partners》 (the "Code") while engaging in the business with WuXi Biologics (Cayman) Inc. and its worldwide holding subsidiaries and affiliated companies (Wuxi Biologics or the “Company”).

我方将同意药明生物或其授权代表进行审计和/或调查或检查，并提供充分的合作，以确认我方遵守和执行本准则。

We will agree with to WuXi Biologics or its authorized representatives to conduct audit and/or investigation or inspection, and provide full cooperation to confirm our observance and implementation of the Code.

如有违法或违反本准则，我们理解并同意：药明生物可采取一切合理措施，包括但不限于立即单方终止合同和追究我们相关的法律责任等。

In the event of any violation of laws or the Code, we understand and agree that Wuxi Biologics has the right to take all reasonable measures, including but not limited to immediately terminate the business contracts, and to pursue our legal responsibilities, etc.

业务合作伙伴名称 Business Partner Name:                      业务合作伙伴代表 Name of Representative:

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地址 Address:

日期 Date:

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