



Code of Conduct for IDT Biologika

As at: November 2018

The Code of Conduct is used:

1. as a guide for employees, partners and suppliers;

2. to prevent unlawful behaviour;

3. as a guide for management;

4. to strengthen the corporate image conveyed to suppliers, partners and customers;

5. to protect employees and the company;

6. to strengthen the self-reliance of employees;

7. demonstrates the responsibility of the management team.

Code of Conduct for IDT Biologika

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Introduction

IDT Biologika is an international company in the field of biotechnology – a key technology for the 21st century.

Our long-standing tradition of producing vaccines and pharmaceuticals is our motivation and commitment to continue making a powerful contribution to the health of humans and animals, both now and in the future. In order to achieve this goal, IDT Biologika relies on highly qualified employees, state-of-the-art production technologies, innovation and extensive investment in research and development.

Optimum technology, quality, effectiveness and efficiency in biologics solutions in close collaboration with customers and partners in contract manufacturing and animal health – this is IDT's value proposition.

IDT Biologika is a company of the Klocke Holding Group. The companies of the Klocke Holding Group specialise in the contract manufacturing and packaging of medicinal products, vaccines and cosmetic products.

The company operates within a very heavily regulated business sector. Many areas of its business activities are subject to regulatory

supervision and inspection. Compliance with the regulations in this regard is compulsory. Any contravention of these regulations would expose IDT Biologika to the risk of fines, loss of authorisations and severe sanctions and would jeopardise the company's good reputation.

Due to the huge number of laws and regulatory requirements, it is next to impossible to offer a ready-made solution for every conceivable situation. However, IDT Biologika has drawn up this Code of Conduct in order to ensure, to the greatest degree possible, that business is conducted in accordance with the relevant

laws and ethical values. The code defines the general standards for employee behaviour from a business, legal and ethical perspective and governs interactions with colleagues, customers and business partners.

The Code of Conduct applies to all employees, including the management board. Each individual is expected to adhere to this Code of Conduct and any other internal guidelines that are relevant for the respective field of activity in a consistent manner. Please read this Code of Conduct and other internal guidelines that govern your activities carefully.

1. Objective

IDT Biologika has many years of experience in manufacturing and testing vaccines and medicinal products in accordance with GMP guidelines and has established its place in the global market as a reliable partner for contract manufacturing of vaccines and medicinal products. State-of-the-art technologies, extensive know-how and employees with a high degree of professional expertise, innovative ability and commitment are what allow the high standards achieved by the company to be maintained and expanded.

IDT Biologika is committed to conducting its business activities in compliance with the relevant national laws and provisions. The company dedicates itself to the principles of professionalism, honesty and integrity in its

business relations with customers, authorities, suppliers, employees and the general public.

All employees should use this Code of Conduct responsibly. As the correct course of action is not always obvious, this Code of Conduct should be used as a guideline and decision-making tool. Please read the Code of Conduct carefully and familiarise yourself with its contents so that you are able to act in accordance with the conventions and principles set out in the document. This Code of Conduct helps you to identify your possible courses of action for many issues and problems relating to ethically correct behaviour.

Each of us has a personal interest in the success of this Code of Conduct. Serious or re-

peat violations of legal regulations or contractual agreements compromise the credibility of our company in the eyes of customers, authorities and suppliers, thereby posing a risk to our future. By introducing this Code of Conduct, we are demonstrating that our commitment to high-quality work is reinforced in every respect by a solid corporate strategy and sustainable business practices.

The Code of Conduct is used:

- *as a guide for employees, partners and suppliers;*
- *to prevent unlawful behaviour;*
- *as a guide for management;*
- *to strengthen the corporate image conveyed to suppliers, partners and customers;*
- *to protect employees and the company;*
- *to strengthen the self-reliance of employees;*
- *demonstrates the responsibility of the management team.*

2. IDT Biologika values

IDT Biologika has developed the following values for its conduct and collaboration with partners and suppliers, as well as within IDT Biologika:



Honesty/trust and cooperation

We are honest, sincere and trusting in our interactions with one another. We value the opinions of others. We accept decisions that have been made.



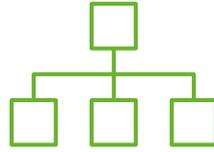
A culture of learning and innovation

We overcome the challenges of tomorrow by means of continuous learning, innovative solutions and an open and constructive approach to mistakes.



Proactive and results-driven behaviour

We achieve optimum results together through clear objectives, independent thinking, proactive behaviour, motivation and commitment.



Conflicts of interest

We do not use our personal influence to gain advantages or to establish or encourage relationships with companies in which we, our family members or friends have an interest.



Continuity and sustainability

We also look to tomorrow and create sustainable values.



Loyalty to the company

We take joint responsibility for the company and do our utmost to ensure proper, truthful, transparent operation and documentation.



Competence and customer focus

What we do, we do really well – at all levels, for us and for our customers.

3. IDT Biologika management model

IDT Biologika has a clear vision and clear requirements when it comes to its managers; these are reflected in the following principles:

Company-oriented

We act for IDT as a whole. We pursue goals that have been set together in order to develop our company successfully.

Responsible

We assume our responsibility in a consistent manner and encourage individual responsibility in our employees.

Participatory

We motivate our employees to engage actively in shaping and optimising their working environment and company processes.

Promoting understanding

We actively listen to one another, explain our goals and decisions, seek agreement and thereby support sustainable results.

Consistent

We attract our employees with a transparent decision-making process and implement these decisions with them in a consistent way.

Trusting

We work together in a trusting and respectful manner. Using mutual trust and respect as a basis, we achieve results and create scope for improvements and new ideas.

The managers at IDT Biologika assume responsibility for the company and the employees and exercise this responsibility by consciously taking on the following obligations:

Obligation to monitor

Every supervisor is responsible for ensuring that there are no violations of the law in his/her area of responsibility. Compliance with this Code of Conduct and the legal provisions is monitored by the respective supervisor.

Obligation to instruct

Each supervisor ensures that his/her employees perform their duties as stipulated and as expected. He/she provides instructions and the required information for his/her employees to fulfil their duties.

Obligation to communicate

Within the context of his/her daily work, each supervisor lives and communicates to the extent required by the activities of his/her employees and regularly draws attention to the ethical rules as well as the significance of complying with legal provisions.

Obligation to select appropriately and duty of care

The supervisor ensures that his/her employees are able to develop and strives to use each employee in line with his/her skills.

4. What is compliance?

Compliance means adhering to laws and guidelines, but also to non-binding IDT Biologika Codes.

We act in accordance with national law and our internal guidelines, which are set out, in particular, in this Code of Conduct.

Even in situations in which we are not bound by any legal provisions, we behave as we would expect others to behave. „Ethics“ therefore becomes the benchmark for our behaviour.

In this Code of Conduct, IDT Biologika specifies guidelines, which are derived from generally applicable legal regulations, but which also reflect the ethical beliefs of IDT Biologika. These regulations are binding for all employees.

The following principles apply:

- Try to identify potential compliance risks in ongoing and planned business processes.
- Put in place effective control mechanisms to manage these risks.
- Review the effectiveness of these controls on a regular basis.
- Never assume that a potential problem has been resolved or circumvented for the sake of convenience.
- Be proactive in seeking out solutions for potential problems before they create greater difficulties for the company.
- Act quickly and methodically when a problem is identified.
- Discuss unclear situations with your supervisor.

All IDT Biologika employees should continuously reappraise their own actions based on these principles.

Using a few key questions, you can identify actions that are unethical, improper or unlawful:

- Does my action contradict the company's core values (including from the perspective of third parties, where applicable)?
- Is someone's health or safety at risk as a result of my action?
- Would my action make me or third parties feel uneasy?
- Would it be better for my action not to become public knowledge?
- Have I been asked to lie, to misrepresent information or to keep quiet about a particular action for no apparent reason?
- Is it impossible to guarantee that your action complies with relevant laws?

If you are able to answer „No“ to all the questions in a specific case, it is safe to assume that the behaviour in question is consistent with the ethical rules of IDT Biologika.

5. Behaviour in business relations

Trust and fairness are the hallmarks of our dealings with business partners.

Private interests and personal advantage must not influence our business decisions.

IDT Biologika strictly adheres to all applicable regulations that prevent restrictions on competition and, in particular, to the cartel and competition regulations, as non-compliance could have serious consequences for the company.

In particular, penalties or other forms of fines could be imposed on the company, agreements could become invalid, third parties could bring claims for compensation against the company and there would be a risk of reputational damage and negative press if legal violations were made public.

Every two years, IDT provides training for its managers regarding behaviour in competition; the training comprises the following modules:

- Compliance — fundamental principles
- Fair competition
- Protecting against corruption

At the end of the training, the employees must pass a test.

5.1 Customer relations

In order to maintain the trust of our customers, we do not engage in any form of corrupt behaviour and we avoid even the appearance of such behaviour. We must not offer, promise or grant unauthorised benefits to public sector employees at home or abroad or to decision-makers in private companies in order to obtain favourable action or a favourable decision for IDT Biologika. This includes arranging and agreeing to so-called success-related fees.

Employees must not accept gifts or invitations to business meals or events that go beyond the usual limits and must not agree to the prospect of any other benefits; any offers of this kind must be reported. Of course, this also applies in the reverse case.

IDT is particularly mindful of the regulations on accepting and offering benefits when its customer is a government body. IDT will comply with relevant regulations; at business meals with public officials, for example, we will pay for all food and drink we consume ourselves and will not pay for the official or allow the official to pay for us.

If we are asked by public sector employees or by decision-makers in private companies to grant unauthorised benefits, we will inform our respective supervisor or the compliance officer.

We will observe the regulations relating to the competitive tendering procedure for public contracts and, in particular, the rules for preventing unauthorised influence.

IDT Biologika has established guidelines for dealing with conflicts of interest. These guidelines apply to all employees. The policy on potential financial conflicts of interest can be found here (<https://idt-biologika.com/en/policies>).

5.2 Competitor relations

We pay particular attention to the legal requirements for ensuring free competition in all business agreements. This applies in particular to agreements with competitors and other third parties in the event that these agreements may have a negative effect on competition.

We do not take part in price-fixing agreements or prohibited coordination of market behaviour between competitors.

We commit to engaging in a fair manner with our business partners and competitors and will not abuse our existing sphere of influence.

Furthermore, we will not disseminate incorrect information about our competitors' products and services and we will not try to achieve a competitive advantage by any other dishonest means.

We explicitly reject industrial espionage as a means of acquiring information about our competitors in a dishonest manner.

5.3 Supplier relations

We cultivate trusting and fair business relations with our suppliers. In turn, we expect our suppliers to treat us with the same respect and the same integrity as we show them.

The purchasing department acts in accordance with the laws and regulations of the countries in which we operate. Moreover, IDT Biologika requires all suppliers to follow our Code of Conduct.

Our suppliers are often also our customers. We do not receive any unfair advantage as a result of this and we separate procurement and sales operations as a matter of principle.

We make our business decisions solely in the interest of IDT Biologika and put aside private interests. We do not allow ourselves to be influenced in our business decisions by being offered or promised unauthorised benefits from suppliers and customers or by accepting such benefits. Nor do we request unauthorised benefits from them.

If we are offered or granted unauthorised benefits, we will inform our respective supervisor or the compliance officer.

The purchasing department is responsible for procuring goods and services in a proficient manner and on the best possible terms. Circumventing the purchasing department may lead to disadvantages for IDT Biologika. For this reason, all purchasing transactions must be processed by the purchasing department.

6. Occupational health and safety

We undertake to provide a healthy and safe working environment for all our employees.

We consistently aim to minimise any risks and dangers in all workplaces in order to protect the health and wellbeing of employees, suppliers and visitors. In this context, we apply comprehensive health and safety standards, which incorporate environmental protection, occupational safety, fire safety and health protection.

The areas of occupational safety and health protection are shaped by a continuous learning and improvement process, which includes regular health and safety training for employees. The laws and regulations governing health and wellbeing are observed by IDT and standards requiring display are communicated to employees through regular training on working hours and employment law. Within the context of health management, IDT Biologika performs workplace inspections and assessments, holds return-to-work meetings, and offers ergonomic workplace conditions, a

company doctor and a structured occupational integration management system as well as other health-related policies.

Our measures with regard to occupational safety follow the precautionary principle. Each employee must take account of the occupational safety measures and actively contribute to improving the associated processes. Each employee is obliged to act in a safety-conscious manner.

7. Drugs and alcohol

IDT Biologika is engaged in the production of medicinal products. As such, drug and alcohol abuse constitute a serious risk for IDT Biologika, in particular for the safety, health and productivity of our employees, but also for patients.

For this reason, we do not tolerate the possession, consumption or procurement of drugs on the premises. The term „drugs“ refers to substances for which the possession, consumption, procurement or attempted procurement is prohibited or restricted according to the applicable laws. In particular, it will not be tolerated if employees are found to be un-

der the influence of drugs and/or taking drugs during working hours.

The consumption of alcohol on the premises is strictly forbidden. Any exceptions require approval from the management board and may be granted, for example, for events organised by the company. Employees must not be under the influence of alcohol during working hours. Employees can find specific regulations in the works agreement „Alcohol and drugs“.

8. A non-discriminatory and harassment-free workplace

All employees, customers and suppliers have the right to be treated fairly, respectfully and politely, with dignity and without discrimination.

We are committed to this principle and wish to guarantee this right in our company in accordance with the General Equal Treatment Act (AGG) and the works agreement „Regulation for violations of the AGG and internal procedures“.

We respect the principles of equal opportunity in the workplace. Personnel decisions (e.g. regarding employment, selection, training, promotion and remuneration) are based on qualifications, experience and other work-related criteria. We do not discriminate on the basis of gender, race, ethnic origin, religion or ideology, disability, age or sexual orientation. As part of the AGG training, our employees and managers are regularly trained in the principles of the AGG.

It is the duty of IDT Biologika to protect the right of employees to a working environment free from sexual harassment or other improper discrimination. Any form of sexual harassment or other improper discrimination based on gender, race or ethnic origin, religion or ideology, disability, age or sexual orientation will not be tolerated and must cease.

Sexual harassment is any unwanted behaviour of a sexual nature, including unwanted sexual acts and requests for such acts, physical contact of a sexual nature, comments of a sexual nature as well as the unwanted showing or visible display of pornographic images, whose purpose or effect is to violate the dignity of the person concerned, in particular when an environment characterised by intimidation, hostility, degradation, abasement or abuse is created.

Below are some examples of other improper discrimination, which is prohibited due to the reference to gender, age, race, ethnic origin, religion or ideology, disability or sexual orientation:

- Violation of an employee's dignity as a result of abusive or degrading comments or behaviour (e.g. due to foreign origin);
- Threats or hints indicating that a continued working relationship is dependent on a certain behaviour being condoned;
- Forcing an employee to perform degrading or humiliating acts, such as bullying as a result of sexual orientation.

If you have suffered sexual harassment or other improper discrimination, you should report this to the competent complaints office or human resources department on site. The company assures all employees that complaints are treated in as confidential a manner as possible and that no employee will suffer disadvantages as a result of reporting discrimination, provided that there has been no violation on the part of the employee.

The company is responsible for taking all appropriate precautions to prevent sexual harassment and other improper discrimination as well as taking immediate measures when it learns of an instance of improper discrimination.

IDT Biologika uses technical measures to ensure that no pornographic content can be accessed or viewed on the computers in the IDT Biologika network.

The company reserves the right to take disciplinary action against employees who harass or treat other employees, customers or suppliers in an improper manner. The disciplinary measures may include ordinary and extraordinary termination.

IDT Biologika provides employees with a neutral and impartial mediation committee („ombudsman's office“) in order to establish a satisfactory solution between the conflicting parties in a confidential manner.

9. Money laundering

We undertake to comply with the applicable laws on combatting money laundering. According to this principle, there is an obligation to identify the contractual partner, select reliable forms of payment and determine ways in which potential money laundering transactions can be exposed.

Suspected money laundering should be reported immediately to your supervisor or a member of the management board. You should pay particular attention to transactions that stand out due to an unusually large sum of cash.

The same applies if you notice transaction structures that are designed to circumvent reporting obligations or proper bookkeeping.

10. Data protection

Data protection is used to safeguard the individual's right to informational self-determination, i.e. the right of every person to determine the sharing and use of his/her personal data, such as his/her name, address, email address, telephone number, financial circumstances etc., himself/herself. Data protection is required in order to prevent a violation of basic personal rights.

A high degree of priority is given to the protection of personal data. For this reason, the company does not collect, process (i.e. save, amend, forward, block or erase) or use personal information as a matter of principle, unless full compliance with the applicable le-

gislation has been guaranteed in advance. The personal data must be handled in a way that is transparent for the data subject. In addition, the right of the data subject to be notified that the personal data is being processed and to request a rectification of the data, if required, must be guaranteed. The same applies to the right of the data subject to object to the processing of his/her personal data if the legal requirements are met and to request that his/her personal data be erased or blocked.

We treat all business matters that we become aware of within the context of our activities as confidential – regardless of whether they relate to our company or to a customer or

business partner – and we take great care when handling and storing this kind of information. We never consider misusing or passing on confidential information without authorisation.

As an international company, our reputation hinges on the image and impression we convey to the outside world, in particular on our dealings with the media. It is therefore essential to our public image that we convey a uniform impression to the world and provide truthful information.

For this reason, statements on behalf of the company to the press, newspapers etc. and to

public bodies are given only by the employees who have been authorised to do so by the management board of IDT Biologika. In order to raise awareness of and ensure compliance with data protection, IDT Biologika specifies its approach to data in the data protection company framework agreement, the IDT data protection guidelines and in the data protection training for employees and managers. The current data protection statement of IDT Biologika GmbH can be found here (<https://idt-biologika.com/en/privacy>).

11. Animal and environmental protection

We conduct our business in an environmentally responsible manner, in strict compliance with animal and environmental protection guidelines and relevant laws and with the objective of protecting the environment and natural resources to the greatest possible extent.

In order to guarantee animal protection in all IDT Biologika activities, the company employs an animal protection officer, who monitors compliance with all legal and ethical standards and can be consulted in the event of any issues.

Your supervisor or the IDT Biologika compliance officer will be able to inform you of the relevant contact.

12. Counterterrorism

Counterterrorism affects all companies, including IDT Biologika. Counterterrorism measures are governed by the EU Directive on combatting terrorism and by other regulations.

The directive prohibits any business contact with individuals or organisations that are suspected of supporting international terrorism. With this directive, export control is no longer restricted to individual countries and sensitive goods, but may become relevant anywhere in the world, even in all domestic business relations (as the actual residence of the persons is unknown). Furthermore, any financial cooperation with the persons and organisations cited in the lists is prohibited. Banks are therefore also affected on a global scale.

We take organisational measures, which ensure with sufficient probability that no negligent or wilful violations are committed. More specifically, this means that we check every business contact against the terrorism list to determine whether there is an identity or name identity with terrorists or terrorist organisations. Any „hits“ filtered out must then be investigated to determine whether terrorists or a terrorist organisation is actually involved or whether it is simply a case of the same name. Only then can the contract be started. If the investigation reveals that the person in question is not a wanted terrorist

despite having the same name, this must be documented for evidence purposes.

Compliance with the aforementioned directive affects not only our sales and foreign operations, but also finance/accounting, as dispositions for the benefit of listed persons and organisations are prohibited; the purchasing department must ensure that no goods are purchased from listed persons or organisations. In addition, the company regularly compares its contractual partners against the FDA Debarment List of the US government.

Human resources departments must continuously review whether people with the same name identity work for us. This also applies to temporary staff, apprentices and student trainees.

13. Prohibition of human trafficking

Human trafficking is defined as actual and unlawful subjection of a person to the will of other people by means of violence, threat or deception or by using a dependency relationship with the aim of exploitation.

When we talk about human trafficking for the purposes of labour exploitation, this means that the plight of workers is exploited on a massive scale or that workers are forced to work without commensurate reward. The freedom of action of those affected is restricted to such an extent that they are no longer free to work as they wish. They are either paid inadequately or not paid at all and they are forced to work under extremely poor conditions.

From a criminal perspective in Germany, human trafficking for the purposes of labour exploitation is considered to have been

committed when people have been tricked or forced into starting and continuing services and activities that are exploitative or akin to slavery by means of deception, coercion, threat or the use of violence.

The working conditions are characterised, for example, by poor payment, long working hours, excessive agency fees and/or rental payments, dangerous working conditions and withheld wages.

14. Reporting of wrongdoing (whistleblowing)

If you see signs of conduct that violates the invoicing, financial and banking rules contained in this Code of Conduct or in other laws and regulations and/or constitutes a criminal offence (e.g. corruption offences, prohibi-

ted insider dealing, environmental offences) (hereinafter referred to as a „wrongdoing“), you should inform your supervisor or a member of the management board or another appropriate person within the company (compliance officer).

You should cooperate with any investigation of an alleged violation. If it becomes clear as a result of the investigation that a wrongdoing has taken place, sanctions in line with employment legislation will be imposed on the person who has committed this wrongdoing (and, if applicable, on his/her supervisor). In particular, the sanctions may include a written warning or ordinary or extraordinary termination.

The company will ensure that the identity of an employee cooperating with an investigation is treated confidentially – insofar as it is known to the company and this is lawful. Reports of wrongdoing are made available only to the compliance officer initially. He/she will review the allegations and investigate further, where necessary. If a suspicion is confirmed, the compliance officer will inform the management board. In the subsequent course of the investigation, it may be necessary to disclose the identity of a cooperating employee to people involved in the subsequent investigation, including, in particular, to investigating authorities. The same applies for any subsequent legal

proceedings. If a cooperating employee has concerns regarding such a disclosure, he/she must share these when reporting the wrongdoing. A note will then be made accordingly.

The company will ensure that no measures are taken against an employee because he/she has reported a wrongdoing or cooperated with an investigation, provided that there has been no malpractice on the part of the employee.

The company will respect the applicable data protection law regulations, in particular the rights of the cooperating employee and the accused. Evidence will be used only for the purposes of the investigation and any disciplinary action taken as a result of wrongdoing.

The accused will be informed about the allegations against him/her as soon as this will no longer jeopardise the investigations. Data that are no longer required will be deleted within two months following the completion of the investigations.

15. Implementation

The management board of IDT Biologika will communicate this code on an ongoing basis and ensure that it is implemented within the

company's business processes. Compliance with the code will be monitored by a comprehensive compliance management system.



Masthead

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