

ASPEN PHARMACARE HOLDINGS LIMITED AND ITS AFFILIATES'

(collectively, "ASPEN")

CODE OF CONDUCT FOR SUPPLIERS AND SERVICE PROVIDERS

(collectively, the "SUPPLIER")

1. Unless otherwise required or prohibited by applicable laws, the Supplier warrants, to the best of its knowledge, that in relation to the performance of its obligations for Aspen:
 - 1.1. it does not use, engage in or support child labour practices in its own operation, or its supply chain, consistent with the International Labour Organization core labour standards and the United Nations Global Compact principles;
 - 1.2. it does not engage in or support slavery, human trafficking or any other form of forced labour (prison, indentured, bonded or otherwise) in its own operation, or its supply chain;
 - 1.3. it provides a safe and healthy workplace, presenting no hazards to its employees. Any housing provided by the Supplier to its employees is safe for habitation. The Supplier provides access to proper sanitation and clean water. Emergency healthcare is provided to its employees in the event of workplace accidents or incidents;
 - 1.4. it does not discriminate against any employees on any ground (including race, sexual orientation, religion, disability or gender);
 - 1.5. it does not engage in or support the use of corporal punishment, mental, physical, sexual or verbal abuse and does not use cruel or abusive disciplinary practices in the workplace;

- 1.6. it pays each employee at least the minimum wage, or a fair representation of the prevailing industry wage, (whichever is the higher) and provides each employee with all legally mandated benefits;
 - 1.7. it complies with the laws on working hours and employment rights in the countries in which it operates; and
 - 1.8. it is respectful of its employees right to join and form independent trade unions and freedom of association.
2. The Supplier:
- 2.1. agrees that it is responsible for conducting its business in compliance with applicable environmental laws and regulations when performing its obligations for Aspen; and
 - 2.2. shall ensure that:
 - 2.2.1. it conducts its business in an environmentally conscious manner, and insofar as is feasible, utilises renewable energy resources; and
 - 2.2.2. it minimises the resources used and waste generated by it.
3. The Supplier shall ensure that it has ethical and human rights policies and an appropriate complaints procedure to deal with any breaches of such policies. In the case of any material complaints or breaches, the Supplier shall report the alleged complaint and proposed remedy to Aspen.
4. The Supplier shall comply with all applicable anti-corruption laws in connection with the performance of its obligations for Aspen. The Supplier will not, directly or indirectly, make any payment, offer or promise to make any payment or transfer of anything of value to:
- 4.1. any government official, or to any political party or any candidate for political office, with the purpose of influencing decisions favourable to the Supplier and/or its business in contravention of applicable laws; and/or

- 4.2. any employee of Aspen, other than *bona fide* gifts or entertainment which individually or cumulatively do not exceed the value of US\$200,00 (two hundred United States Dollars) per annum.
5. The Supplier will not, directly or indirectly, undertake any act or omission, whether alone or together with any other person or entity, which may contravene any applicable competition/anti-trust legislation, regulations and/or rules.
6. To the extent to which the Supplier undertakes its business activities in the Republic of South Africa, it shall comply with Broad-Based Black Economic Empowerment (“BBBEE”) legislation and policies and on or before 1 May of each year it shall provide Aspen with a BBBEE Rating Certificate issued by an accredited agency.
7. The Supplier shall -
 - 7.1. establish and maintain adequate personal data and information security protection for the information that is processed by the Supplier or any third parties acting on its behalf; and
 - 7.2. operate in a manner that is consistent with applicable data protection/privacy laws and aligned with industry standards for the protection and security of all information, including personal information.
8. Aspen expects all subcontractors engaged by its Suppliers to share the principles expressed in this Code of Conduct for Suppliers & Service Providers. Accordingly, the Supplier undertakes to reinforce the standards recorded herein further down its supply chain.
9. Aspen may, in its discretion, acting reasonably, verify a Supplier’s compliance with this Supplier Code of Conduct by performing audits or other assessments of the Supplier’s facilities, records and business processes, or undertake such through a mutually agreed third party.
10. Material breaches of this Supplier Code of Conduct may result in disqualification as an Aspen supplier and the termination of any business relationship with Aspen.

Tip-Off line:

Aspen is committed to conducting business in an ethical and honest manner - this protects the name and reputation of Aspen. Aspen has extended the Tip-offs Service (at no cost to you) to allow external stakeholders the opportunity to report any suspected unethical behaviour on the part of an Aspen employee or anyone related to Aspen's business, including but not limited to acts of bribery, fraud, anti-competitive behaviour or price fixing.

The Tip-offs Anonymous hotline operates 24 hours a day and trained operators will ask callers specific questions to ensure understanding and clarity.

More information can be found on Aspen's internet site:

<http://www.aspenpharma.com/ethics-management-tip-offs/>

The call-centre can be contacted as follows:

Email address: aspenpharma@tip-offs.com

The Aspen tip-off numbers are available on the Aspen website, www.aspenpharma.com.

- Navigate to the **About Aspen** tab;
- Select the **Ethics & Compliance Management** page;
- Select the **Tip-offs Anonymous Hotline** option; and then
- Click on the **Tip-offs FreeCall Numbers per Country** link.

Alternatively, the above is accessible via [this link](#).

Fax: +27 31 560 7395

Website: www.tip-offs.com

Postal: Tip-offs Anonymous, PO Box 774, Umhlanga Rocks, 4320,
Republic of South Africa

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