

# Code of Conduct

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**xellia**  
PHARMACEUTICALS

## Introduction to the Xellia Code of Conduct

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Xellia is committed to providing important anti-infective treatments against serious and often life-threatening infections. Our vision is to be the global leader in API supply.

Setting targets for excellent performance and financial return enables us to continue the sustainable growth of our business.

The ongoing success of Xellia depends on our ability to earn and maintain a good relationship with our key stakeholders. These include: the patients and customers who rely on our products, our employees, associates and suppliers, our shareholders, regulators, and the communities in which we do business.

This relationship is founded on the actions of each employee. We all have a responsibility to conduct all business dealings in compliance with the law as well as with the highest level of integrity and ethics.

The Code of Conduct contains our values and standards for ethical business conduct and reflects our commitment to meeting the expectations of our stakeholders. It forms an integral part of the terms of employment for every Xellia employee. All employees should endeavor to ensure full compliance.

Xellia will not tolerate any wrongdoing with respect to the Code of Conduct, and we will support all employees who report violations as well as those who request assistance or have concerns.

We thank you for your commitment to our Code of Conduct. Our combined efforts in ensuring adherence to all our behaviors will enable us to deliver sustainable growth, as well as being proud of both our individual actions, and of being a part of Xellia.



A handwritten signature in black ink that reads "Steen Riisgaard".

Steen Riisgaard  
Chairman



A handwritten signature in black ink that reads "Michael Kocher".

Michael Kocher  
CEO

# Make it matter

Our purpose is to save lives – make every day, every task matter

- Results and impact over amount of activities
- Prioritize what drives value
- Make conscious choices



# Speak truth

We tell it as it is – because trust matters

- Questions and transparency over assumptions
- Give and ask for feedback
- Speak up early and nip it in the bud



# Own it

Our expectation is clear - take ownership end-to-end

- Action over explanation
- Raise problems with proposed solutions
- Celebrate successes and learn from mistakes



# Play to win

We show up to lead – as one global team

- Progress over perfection; yet, know when excellence matters
- Deliver today and build for tomorrow
- Work with curiosity and collaboration



## Introduction to our Standards

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The Code of Conduct contains our values and standards for ethical business conduct and are designed to empower all Xellia employees to make the right decisions when confronted with difficult situations. The Code of Conduct conveys Xellia's commitments and the legal and ethical obligations of every Xellia employee.

The Code of Conduct does not try to anticipate every ethical dilemma you may encounter, as no written policy can definitively set forth the appropriate action for all business situations. In many ways the principles outlined depend on good judgment and common sense. Xellia is relying on you, as our employee, to use these qualities when faced with a difficult ethical decision.

If you are ever uncertain of how to proceed in such a situation you may first find it helpful to ask yourself some of the following questions:

- Am I compromising my own personal ethics?
- How would I feel if my colleagues were taking the same action?
- Would I behave differently if my actions were to be made publicly known, e.g. in the newspaper?
- Would Xellia lose customers if they knew employees did this?
- Would I be comfortable explaining my action to my colleagues or family members?



## Our Standards

### - Compliance and Reporting Violations

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#### Scope

The Code of Conduct governs the business conduct of every employee in the Xellia Group. The Code of Conduct is provided to all employees prior to or in connection with commencement of employment. The Code of Conduct is also available on Xellia Inside and our website. Employees at the level of director or above are asked to make annual certifications related to compliance with the Code of Conduct and to ensure that each individual employee is informed of the content of this Code of Conduct and the importance of adhering to it. Xellia provides training and other materials to relevant employees to ensure the best possible conditions for adherence to the Code of Conduct and applicable laws and regulations.

The Code of Conduct is approved by the Xellia Board of Directors.

#### Compliance and Misconduct

Xellia expects employees to comply with all provisions of the Code of Conduct. You can always seek the advice of a member of the Xellia Legal Department if you have doubts or find yourself in an ambiguous or unclear situation or for any additional guidance with respect to the Code of Conduct. It is always in Xellia's best interest to adhere strictly to the Code of Conduct.

The Code of Conduct forms an integral part of the terms of employment of all Xellia employees. Failure to comply with the provisions of the Code of Conduct may result in serious damage to Xellia's reputation and business interests and an employee who is non-compliant may be subject to disciplinary actions, up to and including termination of employment, as deemed appropriate.

#### Reporting Violations

As a Xellia employee you are required to report any violation of the Code of Conduct, or any concern you may have that the Code of Conduct is not being adhered to appropriately.

Anyone, internal as well as external stakeholders, can report violations using the Xellia Whistleblower System found on Xellia Inside and our website. As an employee you can also report violations to your immediate manager, a representative of the People & Organization Department in your country or a member of the Xellia Legal Department. There will be no acts of retaliation taken against any employee who reports, in good faith, a violation of the Code of Conduct.

Xellia's Chief Legal Officer will be notified of all reported violations or concerns which will be handled in accordance with the policy and procedures that you can also find on Xellia Inside.

## Our Standards

### – Financial Crime Compliance

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#### Anti-bribery and corruption

We do not give or receive bribes. We actively work against any kind of bribery or corruption in all aspects of our business, including facilitation payments.

#### Donations

We do not use company funds for any kind of political contributions. If we make donations to charities using Company funds, we ensure that they are not a means to gain any unfair commercial or business advantage.

#### Anti-Fraud

We do not engage in any forms of fraudulent activity, and we actively work against any fraudulent business conduct throughout our supply chain by employment of internal and external controls.

#### Anti-Money Laundering

We do not engage in money laundering. We comply with all applicable money-laundering laws and regulations and we take steps to ensure that our transactions are not being misused to launder proceeds from crime or support criminal activities, including terrorism.

#### Trade Control and Sanctions

We recognize our responsibility as a global supplier and comply with all applicable laws and regulations concerning sanctions and export control in the countries where we do business and act with due diligence in all aspects of our business.



## Our Standards – Data Privacy

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### Our commitment to safeguarding personal data

In Xellia, we process personal data from employees, customers and business partners, and we are committed to ensure the safety of the personal data we process as a part of our legitimate business purposes. Therefore, we always collect, process and retain personal data in accordance with the applicable legal requirements.

### Good data privacy practice

We always adhere to the seven principles of processing of personal data whenever we are required to process personal data as a part of our responsibilities. The seven principles are:

1. Lawfulness, fairness and transparency
2. Purpose limitation
3. Data minimization
4. Accuracy
5. Storage limitation
6. Integrity and confidentiality
7. Accountability

You can read more in depth about the key principles of processing of personal data in Xellia's Data Privacy Policy, which can be found on Xellia Inside.



## Our Standards

### - Patients and Customers

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#### Trusted Supplier

We aim to be the preferred partner for the global supply of anti-infectives for critical care to the pharmaceutical industry. We strive to build strong and lasting relationships with our customers by providing first-class products, excellent quality and service.

#### Product Quality and Safety

We manufacture high quality products that meet all the necessary regulatory requirements. We protect patient safety by pursuing a consistent high level of compliance in all aspects of our manufacturing activities. We adhere to all requirements for reporting of adverse events.

#### Continuity of Supply

We ensure consistent and continuous supply of the anti-infectives that our customers and patients rely on through rigorous monitoring of quality and manufacturing systems, investing in new capacity and equipment and improvements to existing products and processes.

#### Responsible Sourcing

We require that our suppliers and other third parties that we work with comply with applicable laws and regulations.

#### Fair Competition

We deal fairly with all our customers, suppliers and competitors, and ensure compliance with applicable competition and anti-trust laws.

#### Healthcare Laws

We market our products in a fair and balanced manner and interact with healthcare professionals, organizations and patients in accordance with applicable laws and regulations.

#### Research and Development

We develop generic and innovative anti-infectives that we believe make a difference to our customers and patients. We respect and protect the rights, safety and well-being of all participants during the development process.



## Our Standards

### - Company and Employees

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#### Fairness in Employment

We aim to recruit competent and motivated employees who respect our values. We make decisions related to hiring, promotion, and all other aspects of employment based on qualifications and performance. We provide fair working conditions and protect our employees from illegal or unethical working conditions, and strive to provide attractive opportunities for professional development.

#### Diversity, Equity and Inclusion

We benefit from a diverse, multicultural workforce and inclusive working environment. We have an integrated, open and transparent culture built on mutual respect, trust and accountability. We are committed to maintaining a culture that provides equal opportunities for all, and we do not tolerate any form of harassment or discrimination of our employees for any reason.

#### Health and Safety

We constantly strive to ensure and enhance a healthy, safe and secure working environment for our employees and are committed to maintaining high standards of occupational health and safety across all of our locations. We promote a culture where risks related to our manufacturing activities are clearly recognized and mitigated, and we take shared responsibility in ensuring each other's safety.

#### Labor Relations

We aim to foster a direct relationship with our workforce based on trust, mutual respect and communication. We support freedom of association for our employees and collective dialogue and negotiations with unions and other representative associations within the local legal framework.

#### Conflicts of Interest

We ensure that business decisions are made on an objective basis and not influenced by any personal interests of individual employees. We require that all employees disclose actual or potential conflicts of interest.

#### Company Assets

We work to protect Xellia's assets against threats including misuse, loss or theft. We require our employees to ensure that Xellia assets are used only for legitimate business purposes and to comply with the Company's established accounting policies, and fully and properly disclose the substance of all business transactions to the Company.

#### Confidential Information

We understand and recognize the importance of protecting sensitive and confidential information. All employees must avoid any unauthorized use or disclosure of confidential information and safeguard the integrity and availability thereof.



## Our Standards – Human Rights

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Xellia commits to support and respect the protection of internationally proclaimed human rights.

The framework for our commitment to human rights is the United Nations' Guiding Principles on Business and Human Rights (UNGP), the UN Global Compact (UNGC), and the OECD Guidelines for Multinational Enterprises (OECD Guidelines).

Our commitment to human rights includes our own workforce, operations, and collaboration with suppliers and business partners, and workers in our value chain.

Through our Business Partner Code of Conduct, we are committed to ensuring that our suppliers and business partners in our value chain comply with the UNGC principles and OECD Guidelines, including with respect to trafficking in human beings, forced or compulsory labour and child labour.

We integrate human rights due diligence in our supplier and third party due diligence processes to monitor compliance with our human rights commitment, including and in alignment with the UNGP, UNGC and OECD Guidelines, and to identify actual or potential adverse human rights impacts.

We set out key human rights commitments to our own workforce in our Human Rights Policy.

Any violation or suspected violation of human rights can be reported to the Xellia Whistleblower System or addressed to Xellia's People & Organization or Legal Department.



## Our Standards

### - Community and Society

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#### Sustainability

We strive to maintain and develop a sustainable business that balances our financial objectives along with our environmental and social responsibilities and applicable obligations. We are constantly looking for ways to improve our operations, products and processes.



#### Environmental Responsibility

We understand and recognize the importance of preserving our environment and natural resources and accept that the responsibility lies with us to minimize the impact we have on the environment, e.g., by reducing energy consumption, minimizing waste and using chemicals and natural resources responsibly. We comply with all governing environmental laws and regulations.



#### Reporting to External Stakeholders

We ensure that information provided by or on behalf of Xellia to government agencies and other external stakeholders is truthful, accurate and not misleading. We do not permit any false, fictitious or fraudulent statements to external stakeholders, including any actions that facilitate a third party in making such statements.

The logo for Xellia Pharmaceuticals features the word "xellia" in a lowercase, white, sans-serif font. Below it, the word "PHARMACEUTICALS" is written in a smaller, uppercase, white, sans-serif font. The background of the entire page is a gradient of blue, with several large, overlapping, semi-transparent circles in various shades of blue, creating a modern and scientific aesthetic.

xellia  
PHARMACEUTICALS

Dalslandsgade 11 • 2300 Copenhagen S • Denmark  
Tel +45 32 64 55 00 • Fax +45 32 64 55 01 • [legal@xellia.com](mailto:legal@xellia.com) • [www.xellia.com](http://www.xellia.com)