

# Code of Ethics



**werfen**

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Dear Colleagues,

Our world is becoming ever-more complex, and we are all exposed to unforeseen challenges in which we must demonstrate ethical behavior to ensure the right thing is always done. This is especially true in our industry, healthcare, where the highest standards are always expected.

The Werfen Code of Ethics is the foundation for our commitment to respect, compliance, transparency and ethical conduct. It is our "real-world" compass for the behaviors we embody as a team committed to improving our industry and providing confidence to healthcare professionals, as well as enhancing the wellbeing of patients around the world.

Our reputation as an honest, transparent and reliable business has been hard-earned worldwide through the adoption of the values found in our Code of Ethics. This trust underlies our relationship with customers, collaboration partners, stakeholders and each other. It is fundamental to our continued success and for achieving excellence in what we do.

The Ethics Channel, which can be found on the corporate intranet, provides a direct line of communication to the Compliance Officer. Please use this channel if you need clarification on the application of the Code of Ethics or to report conduct that you believe conflicts with any of the ethics, legality or standards that govern Werfen.

Please take the time to read the Werfen Code of Ethics and consciously implement it in all your daily business activities.

Thank you so much for your personal commitment!

**Marc Rubiralta**  
President



This Code sets out the general principles and values, as well as the ethical commitments that govern the development of business activities and the management of the businesses of all companies that make up Werfen.

## 1 Introduction

All of us that work at Werfen are responsible for accepting and defending the values that define and unite us. The principles set out in this Code therefore apply to all of us. The contents of this Code shall also apply to the external partners with whom Werfen has relationships or links.

The aim of the Code is for all the people to whom it applies to carry out their activities with integrity and professionalism, demonstrating their commitment to Werfen and its values.

This Code sets out a control mechanism that involves the implementation of an ethics channel through which employees of Werfen can make enquiries on the application of the code or disclose conduct that they believe could be contrary to the ethics, legality and standards that govern Werfen.

Breach of the provisions set out in this Code of Ethics shall entail the application of legally appropriate sanctions or penalties. Werfen shall also be entitled to take the measures it deems appropriate depending on the seriousness and the consequences of such breach.



## 2 Werfen Values

The values of Werfen are:

- **Integrity:** We strive to demonstrate open, honest and ethical behavior in all dealings with our customers, clients, employees, suppliers, partners, general public and government bodies.
- **Respect for People:** We value the contribution, thoughts, ideas, differences and diversity others bring, and show the utmost respect for everyone we interact with.
- **Honesty & Humility:** We endeavor to be open, honest and reliable and listen to others as we communicate, building trustworthy relationships inside and outside the organization. We aspire to be humble about how we approach our work and our achievements.
- **Leadership and Management:** We seek to inspire and motivate our employees in their work, aligning their objectives and goals with the Vision and Strategy of Werfen, through frequent formal and informal communication.
- **Teamwork:** We understand our unique contribution to the business and we work together to achieve common goals, helping and supporting others along the way and striving for high performance in everything we do.
- **Innovation:** We encourage our employees to execute better or different ways of doing things that derive greater value for our customers and stakeholders, as well as to make processes and systems more efficient and effective.
- **Delivery of results:** We all take responsibility for the delivery of results and achievement of success at an individual and team level. In knowing what is expected of us, we strive for top performance in everything we do.
- **Quality and Excellence:** All our business practices, processes and systems are designed to achieve quality results that exceed the expectations of all our stakeholders. We work to the highest standards in everything we do and hold others accountable for ensuring these same levels of excellence.
- **Customer focus:** We involve our customers through the full product development lifecycle to ensure we deliver true value through our portfolio of solutions; we provide the support they need through constant communication; and we do all of this because behind every blood sample there is a human being.

All of the foregoing values seek a common aim: to improve patient care and maintain the good reputation and name of Werfen for the benefit of everyone.

## 3 Scope and compliance with the code of ethics

Ethical conduct forms part of everyone's job. Thus, everyone, without exception – that is all Werfen employees, including executives and members of the governing boards of all Werfen companies, third parties who interact on behalf of Werfen, commercial distributors and agents, external service agents, recruitment agencies, consultants and any person or entity that directly or indirectly represents any of the Werfen companies – must understand and comply with all of the Code of Ethics standards set out in this document.

It shall be the accountability of Werfen employees responsible for contracting outsourced services to ensure that these entities or companies understand and share the operating principles set out in this Code of Ethics.

## 4 Our employees

Our employees are our greatest strength. For this reason, Werfen is responsible for ensuring that the workplace has high professional standards, encourages motivation and supports diversity. We want Werfen to be an "employer of choice" due to its:

- Corporate Vision
- Product-development pipeline
- Personal and professional growth and development opportunities
- Pleasant working environment based on the spirit of teamwork, respect and consideration
- Team of honest people
- Merit-based rewards Werfen employees must base their conduct on the principles of this Code of Ethics.

### 4.1 Selection, promotion, assessment and promotion

We take care of our employees' well-being in the workplace. We select and promote our employees on the basis of their individual and collective skills, as well as the development of their professional performance.

Our first challenge must always be to recruit and retain the most talented people at all levels of experience. We are responsible for the growth and development of our team, and we, therefore, must create appropriate and secure working conditions, as well as providing adequate support, counselling and training.

Werfen promotes non-discrimination by reason of race, colour, nationality, social origin, age, sexual orientation, gender, marital status, ideology, political opinion, religion or any other personal, physical or social condition or disability of its employees, as well as equal opportunities among them.

Communication with employees must be clear and precise both in the assessment of work as well as in the setting of professional objectives.

### 4.2 Private life and professional development

Werfen promotes a working environment that is compatible with personal development and which respects the private life of its employees and the activities they perform outside the workplace and work hours, providing these activities do not have a negative effect on the good name, brand or image of Werfen or on the professional development of the employee, and that they do not create a conflict of interest.

### 4.3 Responsibilities

The relationship between Werfen and its employees is based on loyalty and fidelity according to the following key patterns of behaviour:

- Dedicating working hours solely to professional matters in the best interest of Werfen.
- Avoiding attitudes that may directly or indirectly be considered harassment.
- Avoiding activities that may directly or indirectly be considered illegal or corrupt.
- Safeguarding passwords, access cards and other electronic access methods to information systems, as employees are responsible for any improper use resulting from negligence while items are their responsibility.
- Defending free and fair competition
- Treating others with respect and consideration and having a positive attitude towards them.
- Admitting mistakes with transparency and humility.
- Accepting constructive criticism (feedback) at all levels of the organisation and asking for or proposing alternative solutions.
- Appreciating that they are responsible for the consequences of their actions (and assuming that others always act with positive intentions).



## 4.4 Conflict of interest

Werfen employees must avoid taking part in situations that cause any conflict of interest. A conflict of interest is considered to exist in those circumstances where there is a direct or indirect conflict between the personal interest of the employee or person related to him/her, and the interest of any of the Werfen companies.

Examples of conflicts of interest where a personal interest is valued above the interest of Werfen include, but are not limited to, the following: the use of confidential information, making investments or contracting with third parties on behalf of Werfen that lead to a personal benefit, the use of work time for unconnected activities or the hiring of customers' or personal relatives or friends, without such hiring complying with the recruitment policy.

## 4.5 Assets and property

Werfen employees must protect all corporate assets, such as intellectual property, electronic media, equipment, funds, products and services, and promote their efficient and legitimate business use.

The excellent reputation of Werfen is one of its most valuable and fragile assets. Each employee is personally responsible for preventing potential actions that could damage this reputation.

Valuable or confidential information is an important asset and must be transmitted internally and/or externally by the appropriate authorised employee.

If there is any doubt, the employee should discuss the matter with the Werfen Compliance Officer.

## 4.6 Confidential information

Werfen employees are responsible for protecting confidential information, business information and trade secrets and ensuring they cannot be used for personal or third-party gain. In this regard, key confidential information includes, but is not limited to, the following:

- Pricing policy.
- Cost strategy.
- Business and marketing strategy for products.
- Employees, customers and patients' data as defined by the Data Protection Act or other privacy laws
- Financial operations or financial data that is not yet published.
- R&D, production information, any other know-how and investment strategy.

## 5 Interactions with customers, suppliers and public administrations

All Werfen employees must work to ensure that we are our customers' first choice.

Werfen is a service-oriented business from which the customer should receive the best attention, dedication and attitude. Werfen Employees, should at all times, consider the image and perception of Werfen that will be projected to the public when interacting with Healthcare professionals. Interactions with Healthcare professionals should not influence medical decisions through improper advantages.

Interactions with healthcare, science and other professionals must be transparent; to do this, employees must provide reliable information about products, services and prices in order to facilitate purchasing decisions, based on real and objective features and services.

### 5.1 Company events for product training and Education

When appropriate, and permitted under national laws, regulations, and industry codes of conduct, Werfen may organise educational events and provide financial support to cover the cost of training and education for customers and health care professionals on Werfen products. Such financial support is subject to the following limitations:

- Event Programme. Werfen may conduct training and education programs that are directed primarily at training customers on the safe and effective use of company products or medical technologies, or to provide scientific education on the disease areas in which our products are used.
- Event Location and Venue. Location and venue must be within suitable proximity for attendees as well as being conducive to the effective transmission or exchange of scientific or medical knowledge. Leisure, entertainment and tourist activities and locations are not suitable.
- Travel and Accommodation. Where there are objective reasons to support the need for out of town travel to efficiently deliver the company product training and education, we may provide reasonable travel and hospitality to Healthcare Professionals. Travel and accommodation must be subordinate in time and focus to the event purpose.
- Modest meals and refreshments may be provided if they are modest in value and subordinate in time to the training and education program.

- Training Staff. Training staff must have the appropriate qualifications and expertise to conduct such training.
- Guests. We cannot facilitate or pay for meals, travel or other expenses of guests of Healthcare Professionals or for any other person who does not have a bona fide professional interest in the training and education program.

All events and payments must be detailed, documented and approved by the appropriate level of authority in order to guarantee transparency before the appropriate authorities, such as hospital administrators and conference organisers.

### 5.2 Supporting third-party educational events

Where permitted under national laws, regulations and industry codes of conduct, Werfen may support third-party organised educational events through educational grants and other types of funding.

Educational grants can only be provided to Healthcare Organizations or conference organizers to reduce the conferences costs as well as to allow the attendance of Healthcare Professionals when:

- The Event is primarily dedicated to promoting objective clinical scientific and educational activities.
- The Healthcare Organization or conference organizer which is the beneficiary of the grant is solely responsible for selecting the attending Healthcare Professionals as well as the program content, faculty and materials.
- The educational grant is not subject to the purchase, lease, recommendation, prescription, use or supply of Werfen products.

Under no circumstances shall Werfen personnel directly designate or influence the nomination of grant recipients. It is the obligation of the recipient organization to apply objective and impartial criteria for the award of grants, without the influence or input of Werfen personnel.

### 5.3 Sales, promotional and other business meetings

Where appropriate, Werfen can organise sales, promotional and other business meetings to discuss Werfen products and related services, conduct contract negotiations or discuss sales terms. As a general rule, such meetings should occur at or close to the healthcare professional place of business. However, it is appropriate to pay for reasonable travel costs of attendees when necessary (for example, for plant tours or demonstration of non-portable equipment) and provide modest meals in connection with such meetings.

## 5.4 Donations

It is Werfen's policy that donations can only be awarded to organisations entitled to receive such a contribution (e.g., charities, non-profit organisations, foundations) and that such support must be given in compliance with applicable national or local laws and regulations.

Furthermore, donations must be officially accepted by the relevant organisation, be justifiable and appropriately documented, specifying the purpose and nature of the supported activity. Payments cannot be made for personal use or to private accounts

## 5.5 Gifts

Werfen may occasionally provide inexpensive gifts to healthcare or science professionals or receive similar ones from them, which due to their nature and value cannot be interpreted as intended to provide preferential treatment to the recipients of the same. Gifts must relate to the healthcare or science professional's practice, cannot be given in the form of cash and must comply with national and local laws.

Furthermore, under no circumstances may gifts be given to civil servants or public officers, auditors, directors of Werfen and its subsidiaries or to their relatives, if such a gift could have an influence on their independent opinion or induce any kind of favour.

In the event of any doubt as to what can be accepted or not, the offer should be turned down and where necessary the Werfen Compliance Officer should be consulted.

## 5.6 Arrangements with consultants

Healthcare and science professionals may work for Werfen companies by providing consultancy services such as research and development, educational conferences, scientific advisory committees, product development and clinical trials.

These consultancy services must satisfy the following standards:

- The legitimate purpose of hiring such services must be identified in advance.
- The selection of a consultant must be made on the basis of how well his/her qualifications and expertise meet the identified need.

- The consultancy arrangement must be set out in a written agreement which establishes the services to be provided and the compensation to be paid. The consultancy arrangement must also be authorised by the appropriate level of authority and must be completely transparent with the hospital and/or the management of relevant entities.
- Consultants must act in accordance with the provisions included in this Code of Ethics.
- Compensation must be made at fair market value and must comply with applicable tax legislation and national and local laws. Sponsored hospitality and travel costs must be reasonable in value, and must coincide time-wise with the service provided and be focused on the primary purpose of the consultancy.

## 5.7 Interactions with public administrations and healthcare and science professionals

All relationships with public administrators and healthcare or science professionals must maintain the utmost transparency, honesty and correctness.

Werfen employees are forbidden, directly or through intermediaries, to offer, grant, solicit or accept unjustified advantages or benefits that are intended to benefit Werfen, themselves or a third party. In particular, they may not give or receive any type of bribe, commission or bonus to or from any other party involved, such as government officials or public sector personnel or personnel of other companies or political parties, suppliers or shareholders.

## 5.8 Suppliers

When engaging or dealing with suppliers, Werfen employees are required to select suppliers based on an objective and impartial assessment, avoiding any conflict of interest or favouritism in the selection thereof. They must also provide suppliers with reliable information, with no intent to mislead or to induce them to perform any illegal or improper activity.



## 6 Our products

We are responsible for the products and services used by our customers, who make decisions on their patients' healthcare and treatment. We must guarantee that our products meet the expectations and needs of our customers. To this end, our products must be of the highest quality, something that can only be achieved through our continuous commitment to innovation, excellence in production and quality control. Excellence in production is based on discovering new and better ways to improve productivity and processes and to reduce costs without compromising the high level of quality standards of Werfen.

Our products must comply with current legislation at any given time, as well as with the guidelines and directives of the official healthcare registers of every country where Werfen has business activities related to research, product development, production, distribution or quality-control procedures.

Our interaction with customers, regulatory entities, certification agencies and health authorities must always be proactive and transparent.

All Werfen products and services must be provided in accordance with the highest environmental standards and user-/patient-safety considerations, and following all applicable regulations on safety, data protection and intellectual property. We must ensure that all product information is true, accurate, fully informative, complete and consistent with the product's approved labelling and applicable legal requirements.

## 7 Regulatory Compliance

All people to whom this Code of Ethics applies are required to familiarise themselves and comply with all national and local laws, regulations and professional codes that apply in the areas within the scope of their work responsibilities.

In particular:

- They shall avoid establishing business relations with people or entities that do not comply with the national and international regulations and provisions on the prevention of money laundering and financing of terrorism.
- They shall avoid carrying out any act that could lead to a crime of corruption or bribery, pursuant to applicable legislation in each case.
- They shall perform the processing of personal data duly guaranteeing the privacy of such data and at all times observing applicable legislation.
- They shall defend and protect patents, commercial trademarks, copyrights, trade secrets and other information subject to an intellectual and industrial property right of Werfen. They shall, likewise, respect the intellectual and industrial property rights of third parties.
- They shall comply with the standards and principles governing competition, undertaking to compete fairly with other market operators, without infringing the applicable laws governing the defence of competition.
- They shall comply with applicable tax, accounting, financial and employment regulations.
- They shall comply with public health regulations that could apply in the creation and distribution of products.
- They shall comply with applicable regulations governing international trade issues.
- They shall comply with regulations on the protection of animals used for experimentation and other scientific purposes and shall apply the recommendations of the international organisations and other specialised bodies in this field.

Furthermore, Werfen relies upon the commitment of its employees to familiarise themselves and comply with company policies, rules and or procedures, as well as the contractual obligations agreed upon with third parties



## 8 Environment, health and safety

### 8.1 Environment

Werfen is involved in protecting the environment by minimising the negative environmental impact of its companies' operations and by promoting sustainable use of natural resources.

We must comply with all applicable environmental laws, rules and regulations in the countries where we carry out business activities, as well as with the operating and environmental policies and procedures of Werfen.

### 8.2 Health and safety

Protecting the health and safety of employees in the workplace is one of the priorities of Werfen. It is our responsibility to create optimum and safe working conditions by following health and safety requirements. This includes working free from the influence of drugs or alcohol that could impair one's ability to work safely and conscientiously. If an employee is involved in or is aware of an incident or dangerous situation, it is his/her duty to report it to management promptly and, when appropriate, to take corrective action.

Furthermore, it is our responsibility to encourage customer and patient safety by providing ongoing customer training sessions on Werfen products, technical assistance, installation, maintenance and service.

## 9 Internal Control

Werfen hereby reserves the right to carry out internal checks, always in accordance with current legislation, to verify the application of this Code, and to prevent activities that could affect legal compliance, integrity, confidentiality and availability of information.

## 10 Dissemination of the code of ethics

The Werfen Code of Ethics shall be distributed to all its employees in hard copy as an official and formalised document, and shall also be available for any consultations on the local intranet and on the corporate website.

Where appropriate, this Code shall be completed and/or developed through such internal action policies or protocols as are considered necessary at any given time.

## 11 Ethics Channel

A confidential communication channel has been made available to employees through which they may send their queries or suggestions concerning this Code or report situations or concerns surrounding compliance with the same. For these purposes, Werfen guarantees that there will be no retaliations as a result of reporting conduct, as well as guaranteeing the confidentiality of the reporter, with regard to third parties and principally with regard to the person involved in the report and their superiors. Their identity may only be revealed, confidentially, to the relevant people involved in any subsequent internal or legal investigation.

Communication of the foregoing queries or situations may be sent via the Werfen intranet or sent to the following postal address:

**Compliance Officer**

**Werfen**

**Plaça Europa, 21-23**

**[08908] L'Hospitalet de Llobregat, Barcelona, Spain.**

The aforementioned queries and/or situations shall be handled by the Compliance Officer of Werfen.

Personal data provided through the Ethics Channel or obtained in the administration of such Channel shall be included in a file controlled by Werfen. Werfen shall keep said data confidential, except for any disclosures that are legally required.

The Ethics Channel shall be used for the purpose of maintaining compliance with this Code as well as internal and external standards, and the Code shall be used to administer those cases in which breach of such standards could have consequences in the contractual relationship between the reported employee and the Werfen company to where they sit.

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[werfen.com](https://www.werfen.com)

12-2021