
Expectations of Third Parties Handbook

A Guide for Third Parties
Working with AstraZeneca



At AstraZeneca, we have clear company values to guide our behaviour and the decisions we make on a daily basis, helping to ensure that we do the right thing and act with integrity in every situation.

It is critically important to us that the Third Parties we work with share our values and ensure that any work on our behalf upholds our ethical standards. Only together can we maintain and enhance the trust of our customers and stakeholders and, ultimately, deliver our purpose: to push the boundaries of science to deliver life-changing medicines.



Pascal Soriot
CEO AstraZeneca

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We do the Right Thing

Thank you for your interest in AstraZeneca. “We do the right thing” is one of AstraZeneca’s core values and informs every aspect of how we do business, including our selection of and relationships with Third Parties.

This handbook outlines what we believe is required to “do the right thing” and the process we follow to ensure that we meet our fundamental commitment to working with Third Parties that embrace similar ethical standards to our own. We have based it on our Global Standard “Expectations of Third Parties”.

We appreciate that you may have developed your own values and polices. However we ask that you take the time to understand ours and ensure that they are in alignment with your own.



TO WHOM DO THESE EXPECTATIONS APPLY?

These expectations apply to all Third Parties that work for or on AstraZeneca’s behalf. This works both ways – our employees must also meet these expectations. Our commitment to you is that you will get the support you need to do the right thing if you identify practices or behaviours that fall short of these standards and values. You can find details on how to raise a concern at the back of this handbook..



Key Expectations

The following apply to all areas outlined in this handbook

Organisation and Culture

You have established an organisational culture where only ethical and lawful behaviour is acceptable and extend this expectation to any other Third Party intermediaries acting on your behalf.

Risk Identification and Assessment

You have annual internal/external reviews that measure your risk controls and identify the actions needed to deliver year on year improvement. This includes assessing the risk of activities carried out by Third Parties acting on your behalf.

Standard Setting

You have a governance structure in place that defines policies and controls for managing business ethically and cascade them to your own Third Parties. Where appropriate, you assess if their policies and controls are adequate. You comply with all applicable laws, regulations, codes and standards, both in the country in which you operate and in the country in which the service or products will be provided.

Training and Competency

You train all employees to achieve an appropriate level of knowledge, skills and abilities in order to meet your standards.

Control Activities

You monitor your processes and activities to ensure they are operating appropriately and risk control measures are effective.

Reporting

You report, investigate, record, rectify and communicate any issues and/or incidents to the appropriate internal managers and external stakeholders.

You encourage all employees to report concerns or illegal activities in the workplace without threat of reprisal, intimidation or harassment.

Investigation and Remediation

You fully investigate all incidents and take corrective action if needed.

In practice, this means...

You are free to determine what methods you use to meet these expectations. We acknowledge that local laws, values and cultural aspects may influence how these are applied in practice but they must be consistent with this handbook.

For certain highly sensitive areas, you may be expected to work exactly to AZ policies and standards and this will be specified in the associated contract.

AstraZeneca regularly assesses prior to contracting how well these principles are being applied to the risks outlined in this handbook. We do this through our Third Party Risk Management framework. On-going Third Party relationships are subject to periodic re-assessment to ensure standards have been maintained including responses to any changes in the conduct, reputation or risks related to the particular Third Party.

For more information on the framework, please refer to the AstraZeneca external website:

<http://www.astrazeneca.com/Responsibility/Working-with-suppliers>

Anti-Bribery & Anti-Corruption

Third Parties shall never:

- Directly or indirectly give, offer or promise a bribe, or authorise anyone else to do so
- Directly or indirectly receive, solicit or agree to accept a bribe, or authorise anyone else to do so

AZ has zero tolerance for bribery or any other form of corruption and will support all refusals to engage in bribery, even if AZ loses business as a result.

When specifically authorised by AstraZeneca, Third Parties may:

- Provide services to AstraZeneca or on AstraZeneca's behalf
- Provide appropriate hospitality or items of value e.g. medical textbooks. However, under no circumstances, may Third Parties give gifts of a personal nature (e.g. gift cards, restaurant vouchers) on AstraZeneca's behalf
- Give contributions on AstraZeneca's behalf
- Participate in political activities (e.g. lobbying) However, under no circumstances may Third Parties give any political support (e.g. finance or resource political campaigns) on behalf of AstraZeneca

Third Parties interacting with Public Officials on behalf of AstraZeneca shall:

- Comply with the specific requirements of contracts and agreements with AstraZeneca, such as not making any facilitation payments, either directly or indirectly, regardless of whether such payments are nominal in amount, unless there is reasonable fear for personal safety

* A bribe is the giving or receiving of something of value that is intended or could be seen as an inducement or reward for behavior that is dishonest, illegal or a breach of a duty of impartiality, trust or good faith.



Third Party has zero tolerance of corruption and does not give or receive bribes. *

Conflicts of Interest

Third Parties shall:

- Inform AstraZeneca in writing of any actual, apparent or potential conflicts of interest, at the time they become known
- Not allow conflicts of interest to influence their independence or personal judgement in the conduct of AZ's business
- Have financial controls in place to prevent conflicts of interest affecting procurement and financial decision-making



Third Party does not allow any conflicts of interest to influence or compromise any of its professional duties or decisions.

Trade Controls & Competition

Trade controls

Third Parties must comply with applicable trade regulations including licensing requirements, boycotts, embargoes and other trade restrictions that have been approved by recognised national and international authorities.

Competition

Third Parties shall:

- Only seek competitive advantage through lawful means and will conduct their business consistent with fair and vigorous competition
- Only engage in dialogue with competitors when there is a legitimate business reason to do so, and the dialogue is such that it will not restrict competition (e.g. is limited to public or non-commercial information)
- Not abuse their position, if it is dominant or has a monopoly, to exclude competitors or exploit customers



Third Party is not involved in unfair or anti-competitive business arrangements and engages in importing, exporting and all other forms of trade in a legal and ethical manner.

Safety, Health & the Environment

Protection of the health and safety of people

Third Parties shall:

- Protect people from unhealthy exposure to physical, psychological, chemical, biological hazards, and prevent significant releases of chemicals through process safety controls
- Make information relating to SHE risks, chemicals and other hazardous materials, including pharmaceutical materials available and use it to manage risks and train and protect people
- Put registrations/notification approvals and applicable legal documentation for the manufacture, import and transport of hazardous materials in place as required by local and international regulations

Environmental protection and conservation

Third Parties shall:

- Manage business activities in a way that, as far as practical, avoids the use of hazardous materials, conserves water, energy and other natural resources and minimises the generation of waste through avoidance, reuse and/or recycling
- Ensure any emissions to air, water and land comply with laws and regulations and are controlled or treated to the extent necessary to minimise or eliminate the risk of adverse affects on human health or the environment



Third Party carries out business in a responsible manner to ensure the health & safety of its own employees, others and the environment worldwide.

Confidentiality & Insider Trading

Third Parties shall:

- Agree to confidentiality agreements if confidential information is to be shared and ensure any authorised communication of confidential information is limited to individuals who have a “need to know”
- Prohibit their employees from insider trading for their own or other’s personal profit

These requirements apply to misuse of confidential information even after a Third Party has finished doing business with AstraZeneca

***Confidential information includes, but is not limited to:**

- Intellectual property and expertise that gives AstraZeneca and the Third Party a competitive edge
- Managerial information and statements of strategic intent
- Pricing or stock market sensitive data and statements



Third Party protects confidential* company information from loss or misuse.

Product Security

Third Parties shall:

- Not be involved in any activity related to counterfeit or illegally traded medicines
 - Inform AstraZeneca in a timely manner in the event of any incident related to illegally traded or counterfeit medicines and provide AstraZeneca with all assistance reasonably required in relation to any subsequent investigation that AstraZeneca may initiate
 - Provide a secure environment for all activities relating to AstraZeneca medicines and take the necessary steps to ensure the authenticity of medicines through the end-to-end supply chain. This includes:
 - Procedures and records to ensure traceability of finished products as well as any waste, surplus, returned or discarded products
- * Counterfeit medicines have been deliberately and fraudulently mislabelled with respect to identity and/or source
- * Illegally traded medicines include illegally diverted, fraudulently traded, tampered with and/or stolen medicines



Third Party prevents counterfeiting, theft or illegal diversion* of AZ product by providing a secure end-to-end supply chain.

Product Communication

Third Parties shall:

- Only provide information about AstraZeneca products when authorised to do so. This includes communications about our products in person or through written material, and delivered through any medium, including the Internet
 - Promote AstraZeneca products in an ethical, fair and balanced way
 - Use only promotional materials and other product information that have been approved through applicable AstraZeneca review procedures
 - Not engage in direct to consumer/direct to patient communications unless permitted by local laws and authorised by AstraZeneca
- * Product information includes any information, material or activity, promotional or non-promotional, designed to inform healthcare professionals and organisations, patients, investors, the media and others about the characteristics and use of our products



Third Party follows high ethical standards when providing information* about AZ products.

Research & Development Ethics

Third Parties shall:

- Provide assurance that they comply with all national or state laws, regulations and recognised international quality and safety standards applicable to the proposed work including bio-safety containment in all countries in which they operate
- Ensure that the appropriate informed consent and personal data protection procedures are in place and applied consistently



Animal research and welfare:

Third Parties shall apply the following principles to all animal studies and to the breeding and supplying of animals for use in such studies:

- A humane approach must be adopted in the care and treatment of all animals, and the greatest consideration given to their health and welfare, consistent with meeting the necessary scientific objectives
- All animal studies must be carefully considered and justified to ensure that the principles of the 3Rs (replacement, reduction, refinement) are applied
- Animal studies should not involve wild-caught non-human primates or great ape species

For more information, please refer to the AZ Bioethics Policy, which is publicly available at:

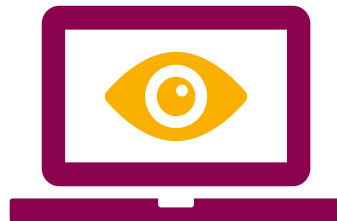
<http://www.astrazeneca.com/ResponsibilityResearch-ethics>.

Third Party conducts high quality science delivered to high ethical standards in all areas of research and development.

Data Privacy

Third Parties shall:

- Only use AstraZeneca Personal Data under our instructions and not use it for their own purposes
 - Ensure that effective organisational and security measures (both technological and physical) are applied to all AstraZeneca Personal Data to ensure the privacy of affected individuals
 - Appoint a representative who is accountable for data privacy and security in their company
 - Ensure information is protected and kept secure at all times from unauthorised use, damage, disclosure, diversion or removal, whether through accident, improper act or breach of trust
 - Ensure employees who will have access to AZ Personal Data are appropriately trained in their responsibilities around processing and protecting the Personal Data
- * Personal data is any information about an identified or identifiable natural person



Third Party collects, uses, retains and discloses AZ personal data* in a legal, transparent and secure manner.

Employment Principles

Anti-slavery and anti-trafficking

Third Parties shall not engage in any form of Slavery and/or Trafficking. An individual is considered to be in Slavery if he/she is:

- Forced to work - through mental or physical threat;
- Owned or controlled by an 'employer', usually through mental or physical abuse or the threat of abuse;
- De-humanised, treated as a commodity or bought and sold as 'property'; and/or
- Physically constrained or has restrictions placed on his/her freedom of movement, against their will or with the knowledge and intent to enslave or traffic.

Trafficking involves purposeful transportation of any person being recruited, harboured or brought into a situation of exploitation through the use of violence, deception or coercion and/or forced to work against their will.

Non-discrimination and fair treatment

Third Parties shall:

- Provide a workplace in which any form of harassment or discrimination is not condoned
- Ensure decisions about recruitment, development and promotion are based purely on merit, performance and ability

Child labour

Third Parties shall not use child labour. The minimum age for employment is 15 years of age (or 14 in accordance with developing country exceptions under ILO Convention no.138). If local minimum age law stipulates a higher age for work or mandatory schooling, the higher age applies.

Freely chosen employment

Third Parties shall not use forced, bonded or indentured labour or involuntary prison labour.

Wages, benefits and working hours

Third Parties shall:

- Pay employees according to applicable wage laws, including any relevant overtime hours and mandated benefits, and legal minimum wages. Third parties shall also, where notified by AstraZeneca that is has recognised and wishes to implement a national "living wage", pay employees such a living wage.
- Have working hours that comply with national laws
- Communicate with the employee the basis on which they are being compensated in a timely manner
- Communicate with the employee whether overtime is required and the wages to be paid for such overtime

Freedom of association

Third Parties respect the rights of employees, as defined in local laws, to associate freely, join or not join labour unions, seek representation and join employees' councils.

Third Party treats its employees appropriately based on internationally recognised employment and human rights standards.

Raising a Concern

At some time you may come across a situation that appears to violate an AstraZeneca policy. Everyone is encouraged to report any suspected violation promptly either online or by phone.



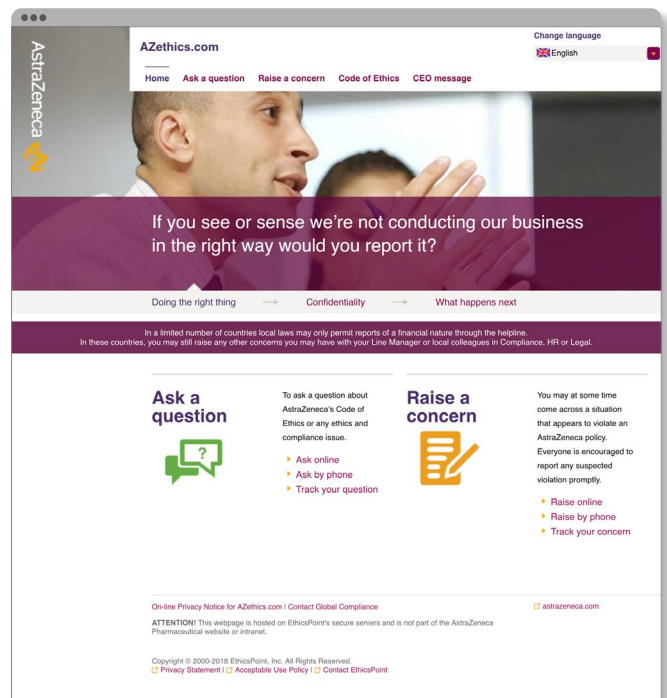
[AZethics.com](https://www.astrazeneca.com/azethics)



AZethics Line is an externally hosted, confidential online and telephone helpline, available 24 hours a day, 7 days a week. Any concerns raised will be fully investigated and if substantiated appropriate action taken.



You can also use these channels to ask a question about AstraZeneca's Code of Conduct or any ethics or compliance issue.



If you need more information....

If you would like to understand more about the areas covered in this document or have any questions, please refer to our website www.astrazeneca.com/Responsibility/Working-with-suppliers or contact your AZ Procurement contact.