

Anti-Bribery and Corruption Policy

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1 Purpose

The purpose of this policy is to ensure that corruption and bribery do not occur neither internally nor externally in our business and in the relationship with our stakeholders and that all employees, customers, suppliers, and other stakeholders know their responsibilities and how Biotage follow-up on this.

2 Scope

WHAT IS BRIBERY AND CORRUPTION?

Bribery and corruption mean giving, offering, or receiving an undue reward with the intention of influencing the behaviour of someone in government or business to obtain or retain a commercial advantage.

WHY YOU SHOULD CARE ABOUT BRIBERY AND CORRUPTION

Bribery and corruption are illegal, unethical and against our values. Individuals and companies can face civil and criminal charges that can result in large fines, imprisonment, and disbarment from government contract processes. In other words, failure to comply puts you as an individual and the company at risk.

Biotage requires compliance to the highest ethical standards for all applicable anti-bribery and corruption laws in the conduct of its business.

Biotage values integrity and transparency and has zero tolerance for corrupt activities of any kind, whether committed by Biotage employees or by third parties acting for and on behalf of Biotage.

This document is applicable across all Biotage operations and across all functions and forms part of our Code of Conduct and is also referenced in other governing policies. This policy focuses on the fact that bribery and corruption inter occur in our operations and what measures we take to ensure and maintain ethical business conduct.

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3 Policy

FORMS OF BRIBERY AND CORRUPTION

Bribery and corruption can take many forms including:

- » Cash or gifts to an individual or family members
- » Inflated commissions
- » Fake consultancy agreements
- » Unauthorized rebates
- » Political or charitable donations.

Common business practices, if abused, can be construed as corrupt payments. For example, excessive or inappropriate entertainment, paying for the travel of spouses, or inappropriate nonbusiness related travel could be a problem. In some cases, the offer of inducement is unlawful, even if it is not accepted. Giving, offering, requesting, and receiving a bribe are all forms of corruption, even if made indirectly through a third party.

Intangible benefits such as favors can be corruption if offered in exchange for other tangible or intangible benefits.

WORKING WITH GOVERNMENT OFFICIALS – CORRUPTION RISK

Biotage interacts with government officials throughout the lifecycle of a product. For example:

- » Customs clearance
- » Immigration Visas
- » Political lobbying
- » Dealing with Tax Authorities

Bribery of government officials poses a heightened risk to Biotage due to specific anti-bribery and corruption laws around the world relating to government sector bribery.

The term government official has been broadly interpreted by regulators to include:

- » Any officer, employee or person acting on behalf of a government department or agency.
- » Any officer or employee of a company or business owned in whole or part by a government or government agency.
- » Any officer or employee of a government international organization.
- » Any officer or employee of a political party or any person acting in an official capacity on behalf of a political party.
- » Any candidate for political office.

» Any person working for a state-owned health care institution, i.e., healthcare professionals. In many countries, healthcare professionals (HCPs) are government officials. Examples of HCPs include doctors, pharmacists, nurses, researchers, clinical trial investigators, other officials of health authorities, hospital finance staff, and hospital administrators.

We are responsible if a third party makes a corrupt payment on our behalf or while performing a service for us.

From a legal perspective, payment of a bribe through a third party or a supplier has the same effect as making the bribe directly. The company and the individual face the same civil and criminal charges as if the payments were made directly by Biotage. Accordingly, it is essential that we know our partners, understand the way they do business for us and ensure that they are committed to our values.

WHAT YOU NEED TO DO

Five key principles you need to follow.

1. Do not offer or accept bribes.

We prohibit the giving, offering, accepting, or demanding of improper payments. Improper payments are anything of value made directly to an individual, or on someone’s behalf, with the purpose of influencing or inducing an act to secure an improper business advantage or to improperly obtain or retain business. This restriction applies to anyone, regardless of their affiliation with a government organization or a private company. It is unlawful to even offer a bribe, regardless of whether the offer is accepted, or a benefit is gained.

2. Understand the corruption risks you face.

An understanding of corruption risk and how corruption risk may apply to your area and your responsibilities is required. It’s crucial to know what steps you need to take to prevent the risk and to ensure that when problems occur, they are handled in an appropriate manner.

3. Respond

It is critical that compliance risk is assessed on an ongoing basis within each business area, that mitigation plans are appropriately established, and that the appropriate systems of internal controls are in place. This includes training employees and continuous monitoring of compliance with this policy. The monitoring plan must be established at the local level and should be prioritized according to risk.

4. Document

Documentation should always be accurate and complete. This means maintaining documentation to demonstrate compliance with this policy and appropriate classification and/or characterization of our business activities.

5. Report

We all have an obligation to uphold the standards of this policy and to encourage others around us to do the same. If you observe or suspect inappropriate behavior within Biotage or with our third parties, you have an obligation to report your concerns in a timely manner and through the appropriate channels (see section: How to report any concerns of misconduct).

WHAT ARE THE AREAS OF FOCUS?

1. Gifts
2. Travel, Entertainment and Meals
3. Third Parties
4. Facilitating Payments (prohibited)
5. Financial Books and Records, and Internal Controls
6. How to report any concerns of misconduct
7. Consequences of Misconduct

1. Gifts

A. Our Standard

Gifts include anything of value, e.g. money, goods, services, loans, tickets, and prizes, given ostensibly as a mark of friendship or appreciation or to express the hope of future business success, and without expectation of consideration or value in return. Gifts to government officials are not permitted because they can create improper influence or the appearance of improper influence and could be viewed as bribes or other illegal gratuities. On an exceptional basis, however, items of minimal/modest value may be provided to government officials where it is legal, would be considered respectful of local customs and provided it is done in a fully transparent way.

B. How we ensure compliance.

If in doubt, you should ask HR or send an e-mail to hotline@biotage.com before offering or accepting any gifts.

C. Signs of Warnings

send an e-mail to hotline@biotage.com if you have seen signs of warning.

Examples of "signs of warning" that could indicate bribery or corruption includes:

- » Any gift that would be illegal, e.g. any gift offered to a government official in breach of local or international bribery laws.
- » Gifts to or from parties engaged in a tender or competitive bidding process.
- » Any gift of cash or cash equivalents.
- » Any gift that is intended as a quid pro quo, i.e. offered for something in return.
- » Any gift that appears excessive, e.g., because it is of a value above the maximum permitted by company policy or might adversely affect Biotage's reputation.
- » Any gift that is paid for personally to avoid having to report or seek approval.

In addition to the above, ask the following questions to determine if a gift is appropriate:

- » Intent: is the intent only to build a business relationship or offer normal courtesy, or is it to influence the recipient’s objectivity in making a business decision?
- » Materiality and frequency: Is the gift modest and infrequent or could it place you or the recipient under an obligation?
- » Legality: are you sure the gift is legal in your country and in the country of the recipient?
- » Compliance with rules: does the recipient’s employer allow them to accept the gift?
- » Transparency: would you be embarrassed if your manager, colleagues, or anyone outside Biotage became aware of your actions? If so, there is probably something wrong.
- » Hypocrisy: are there double standards? We should only offer what we would be comfortable accepting, and vice versa.

2. Travel, Entertainment and Meals

A. Our Standard

Providing travel, entertainment and meals to healthcare professionals or government officials may be a violation of the law, if they are excessive, unreasonable or do not have a valid business purpose. In general, we discourage payment of expenses relating to travel, accommodation, and meals of government officials to attend site visits or educational meetings. However, in situations where the governmental body for which the government official works does not cover all expenses relating to such visits, reasonable and actual costs may be reimbursed.

B. How we ensure compliance.

Approval from HR should be obtained for bona fide expenses relating to travel, entertainment, and meals of government officials prior to entering such an interaction. In situations where a government official insists on bringing a guest to an event, all costs relating to the guest must be paid by the government official and not Biotage. In general, government officials must be discouraged from bringing their guests to any events. A guest may share an invitee’s lodging, if there is no additional cost to Biotage, but a guest may not attend any meeting-related hospitality.

C. Signs of Warning

If potential corruption is suspected, hotline@biotage.com must be notified immediately. Examples of signs of warning are as follows:

- » Travel expenses for government customers/officials for which there is not a legitimate business purpose.

» Travel or entertainment expenses for family members of a government customer/ official.

» Travel or entertainment expenses submitted on behalf of government customers/ officials.

3. Third Parties

A. Our Standard

All Biotage dealings with third party suppliers shall be carried out with the highest standards of integrity and in compliance with all relevant laws and regulations. We expect all our third-party suppliers to share our values and ethical standards. The actions of third-party business partners can be considered actions of Biotage and therefore their actions can affect us legally and affect our reputation. We must ensure that we 'know our partners'.

B. How we ensure compliance.

Prior to entering into a business relationship, we need to conduct the necessary procedures to understand who we are contracting with to represent us in the marketplace. These procedures are an essential element of our relationships with all third parties. Who is Responsible? The Business Owner is responsible for ensuring that a proposed new third party goes through all the necessary and required procedures and that all signs of warning are resolved prior to completing a contract. The Business Owner is the individual who engages, selects, and retains the third party.

C. Signs of Warning

If, at any point during interactions with a third party, you suspect corruption, contact hotline@biotage.com to help you resolve the issue. Examples of common signs of warning with third parties are as follows:

- » Family, business or other 'special' ties with government or political officials.
- » Reputation for violation of local law or company policy, such as prohibitions on commissions, or currency or tax law violations.
- » Negative press, rumors, allegations, investigations, or sanctions.
- » Requests from government officials or agencies to engage or hire specific third parties.
- » Inadequate credentials for the nature of the engagement or lack of an office or an established place of business.
- » Missing or inadequate documentation to support services and invoices. Unsupported charges or expenses, requests for payment of non-contracted amounts.
- » Convoluted or complex payment requests, such as payment to a third party or to accounts in other countries, requests for payments in cash or requests for upfront payment for expenses or other fees.

» Requests for political, charitable contributions or other favors as a way of influencing official action.

» Third party has a reputation for getting ‘things done’ regardless of circumstances or suggests that for a certain amount of money, he can fix the problem or “make it go away”.

4. Facilitating Payments

A. Our Standard

A facilitating payment is defined as a payment to an individual to secure or expedite the performance of a routine government action by government officials to whom one is already entitled. These are generally small payments to low-ranking government officials, for example, in order to:

» Obtain permits, licenses or work orders to which you are already entitled.

» Receive police protection, mail pickup or delivery.

» Receive phone service, power, and water supply, loading and unloading cargo, protecting perishable products.

» Schedule inspections or transit of goods across country border controls. We regard all facilitating payments as a corrupt practice and expressly forbid them.

5. Financial Books and Records, and Internal Controls

A. Our Standard

Biotage must maintain detailed and accurate books and records and a system of internal controls that ensures accountability for all shareholder assets. “Off-the books” payments and fraudulent accounting practices, for example knowingly falsifying Biotage’s books and records to cover up or disguise any improper payments, are prohibited. Books and records include accounts, invoices, correspondence, memoranda, tapes, discs, papers, books, and other documents or transcribed information of any type. Examples of falsified books and records that violate our policies and anti-bribery laws include the payment of false or fraudulent invoices, the miscoding of an improper payment in the general ledger, or a falsified expense report to hide improper entertainment of a government official.

B. How we ensure compliance.

Every Biotage employee has an obligation to truthfully report all transactions and ensure no payments are made based on false documentation. Compliance is monitored by the Biotage Finance Organization. Biotage employees having custody of books and records shall be responsible for their security and ensure that no improper or unauthorized alterations or disclosures occur. The following acts are prohibited:

» Authorizing or funding any transaction that is undisclosed or unrecorded in the company’s books, records, and accounts.

» Approving, inducing, or making any payment with the intention, purpose or understanding that such payment or any part thereof is to be used for any purpose other than that described by the documents supporting the payment.

» Omitting, falsifying, or disguising entries, or otherwise creating misleading or incomplete entries in any of Biotage’s books and records; approving or inducing such acts or entries in any books, records, or accounts of any third parties with whom the company conducts business.

» Paying expenses that are improper, unauthorized and/or unsupported by proper documentation.

C. Signs of Warning

There are certain signs of warning that may indicate possible concealment of the true nature of the transactions, including:

» Unusual pay arrangements (e.g., requests for payments in cash or to out of country bank accounts, or upfront payment for services).

» Invoices or requests for payment that are unusual or outside the normal vendor authorization, approval, or payments process.

» Invoicing with a lack of supporting documentation. Vague or false description of services provided such as “Consultancy services” or “For services rendered”. No supporting written agreement with clear details of the services being provided.

» Excessive payments for the services described on the invoices.

» Incomplete or unclear journal entries in the accounting system

6. How to report any concerns of misconduct

Vigilance and an understanding of what is not permissible are the responsibility of each of us - particularly those of us who work directly with third parties and/or customers who are able to influence commercial decisions.

You must report any genuine concerns about misconduct or unlawful conduct. Please be reassured that anything you say will be treated in confidence - there will be no retaliation. Biotage will take disciplinary action up to and including termination for anyone who threatens or engages in retaliation, retribution, or harassment of any other person who has reported or is considering reporting a corruption concern in good faith.

You can report any concerns of misconduct to: **Immediate Manager, HR, or CEO**

7. Consequences of Misconduct

All Biotage corporate policies, including those described in this policy, apply to employees at all levels in the company and will be enforced regardless of the employee’s position.

Failure by any employee to comply with any Biotage policy will subject the employee - including managers who ignore or fail to detect misconduct or who have knowledge of the conduct and fail to correct it - to disciplinary action up to and including termination from employment.

Ignorance of Biotage's standards and/or local law is not an excuse for failure to comply. Executive Management Group and Human Resources are responsible for determining any appropriate disciplinary action in accordance with local labor laws. Breaches of law may also result in civil or criminal penalties for the individual employee.

4 Document information

4.1 References

SC031	Supplier Code of Conduct
POL-0013	Code of Conduct
POL-0014	Whistleblowing Policy
POL-0016	Global Work Environment Policy
POL-0017	Modern Slavery and Human Trafficking Statement

4.2 Terms/Abbreviations/Definitions

General Definitions/acronyms are defined in the Global Document "*Biotage Glossary of Terms*"

Document specific terms and abbreviations are listed in the following table:

Term / Abbreviation	Definition
CEO	Chief Executive Officer
HR	Human Resources

4.3 Version history

Version	Changed by	Date	Changes
1.0	Cecilia Hällner	2017-11-22	First edition
2.0	Petra Duprez	2022-12-30	Second edition
3.0	Petra Duprez	2023-12-06	Third edition