



## Anti-Corruption and Anti-Bribery Policy

Legal, Ethics & Compliance  
Novo Nordisk CLAT

### Version 2.0

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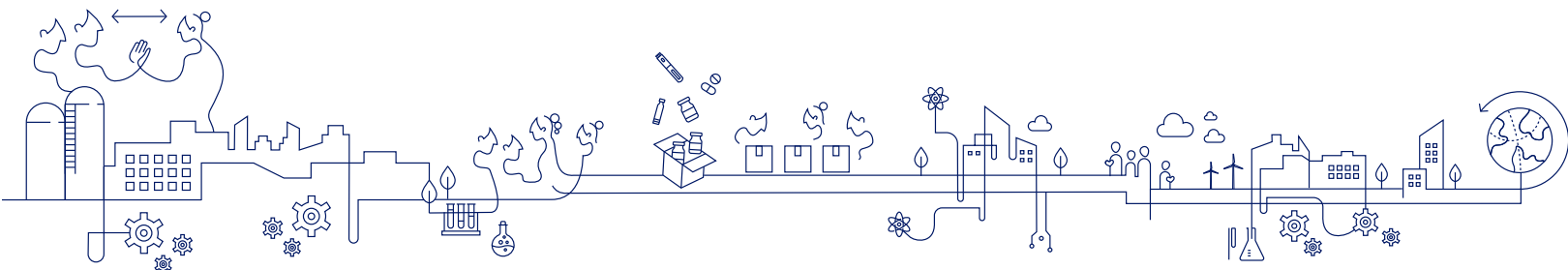
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**Follow-up of changes**

<b>Version</b>	<b>Nature of amendments</b>	<b>Date of application</b>
<b>1.0</b>	Creation	October 6th, 2020
<b>2.0</b>	Expansion: Inclusion of purpose, objectives, responsibilities, principles, behaviors, effects of non-compliance, related documents	June 15th, 2023

# Content

- Follow-up of changes..... 2
- 1. Definitions ..... 4
- 2. Purpose..... 4
- 3. Scope ..... 4
- 4. Objective ..... 5
- 5. Responsibilities..... 5
  - 5.1 General Responsibilities..... 5
- 6. Behaviours and commitments ..... 6
  - 6.1 Key behaviors and or commitments: ..... 6
- 7. Compliance Hotline ..... 7
  - 7.1 Non-exhaustive list of reportable situations through compliance hotline: ..... 7
- 8. Effects non-compliance of this policy ..... 7
- 9. Related documents ..... 7

## 1. DEFINITIONS

- a. **Anti-Corruption and Anti-Bribery Laws:** Any applicable law or regulation addressing corruption and/or bribery, including, but not limited to, the U.S. Foreign Corrupt Practices Act (FCPA) and the U.K. Bribery Act (UKBA), as well as applicable international or local regulations, such as codes of good practices, internal policies, or local law.
- b. **Employees:** Any employee of Novo Nordisk CLAT, whether full time or part time, temporary, trainee and any other employee categorization (internal or external)
- c. **Management Team Members:** All Novo Nordisk CLAT employees with managerial leadership across the organization or within a specific structure, including its General Manager (binding) and, but not limited to, Directors, Managers, Heads, or any other similarly applicable position.
- d. **Novo Nordisk CLAT:** An affiliate company, controlled by the Novo Nordisk parent company, incorporated in and with headquarters in the Republic of Panama.
- e. **Third Parties:** any individual, company, association, partnership, or other entities engaged by Novo Nordisk CLAT to act on its behalf or its benefit such as, but not limited to, agents, consultants, distributors, suppliers)

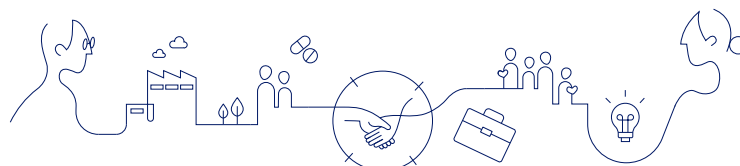
## 2. PURPOSE

At Novo Nordisk CLAT (see definition), we are committed to the highest ethical standards of business conduct. We focus on complying with all local and international Anti-Corruption and Anti-Bribery laws (see below), regulations, standards, policies, and procedures that may apply to our operations and in the territories where we have presence. The serious economic and social consequences of bribery and corruption for patients and society in general are a major deterrent to development everywhere in the world.

Novo Nordisk CLAT has an absolute zero tolerance attitude towards any form of bribery and/or corruption. Novo Nordisk CLAT is invested in fostering and maintaining an ethical culture throughout its organization of the highest standards, as well as within its engagements with external stakeholders. This policy aims to establish guidance for Novo Nordisk CLAT employees and Third Parties interacting with Novo Nordisk CLAT to comply with applicable Anti-Corruption and Anti-Bribery regulations.

## 3. SCOPE

This Policy is local in scope and applies to Novo Nordisk CLAT, all its employees and Third Parties engaged in activities with Novo Nordisk CLAT, in every territory where Novo Nordisk CLAT operates.



## 4. OBJECTIVE

The guidelines provided in this policy aim to facilitate the identification of practices that might constitute bribery and/or corruption.

The objective of this Policy is to ensure that Novo Nordisk CLAT's activities are conducted in line with all anti-bribery and anti-corruption laws and regulations applicable in all the countries where Novo Nordisk CLAT operates.

## 5. RESPONSIBILITIES

### 5.1 General Responsibilities

Every Novo Nordisk CLAT employee has the responsibility to play a key role in, within their own professional duties, in fostering and maintaining an ethical culture throughout the organization.

#### A. Management Team members

Management Team members (see definition) are responsible for clearly communicating the expected contributions from within their respective structures and/or team members to prevent behaviors associated with bribery and corruption. Management Team members are also responsible for putting in place adequate measures to ensure the effective implementation of this Policy within their respective structures and/or teams.

#### B. Legal, Ethics & Compliance Department

The Legal, Ethics & Compliance Department is responsible for providing guidance on the implementation and the interpretation of this Policy, as well as continuously assessing, monitoring, updating, and complementing it, if needed, to ensure its effectiveness in compliance with Anti-Corruption and Anti-Bribery laws. This includes timely dissemination and awareness efforts directed to all Novo Nordisk CLAT employees of the Novo Nordisk Business Ethics Compliance guidelines.

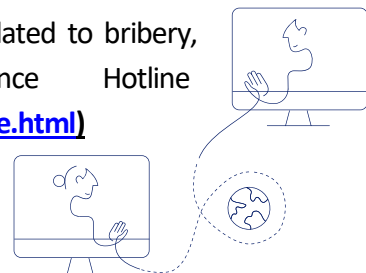
#### C. Employees

All Novo Nordisk CLAT Employees (see definition) must comply with applicable laws, regulations, and industry codes within the countries that they operate in, as well as with the principles of this Policy and the Novo Nordisk CLAT's internal procedures.

Each Employee has the responsibility to prevent any possible violations to this Policy by reporting any questionable situation or violations related to bribery, corruption or fraud through the Compliance Hotline

(<https://www.novonordisk.com/contact-us/compliance-hotline.html>)

(please see further information in section 7 of the current Policy).



#### **D. Third Parties representing Novo Nordisk CLAT**

Novo Nordisk CLAT must engage with qualified and reputable Third Parties who act in accordance with the principles set forth in this Policy. Consequently, Novo Nordisk CLAT must conduct the appropriate anti-corruption and anti-bribery due diligence in accordance with relevant business practices on prospective Third Parties that could potentially represent Novo Nordisk CLAT.

The selection of new Third Parties for business engagements is subject to the determination of their ability to effectively comply with the principles set forth in this Policy. This will equally apply to ongoing business engagements with Third Parties, which must be continuously monitored to measure their level of adherence to this Policy.

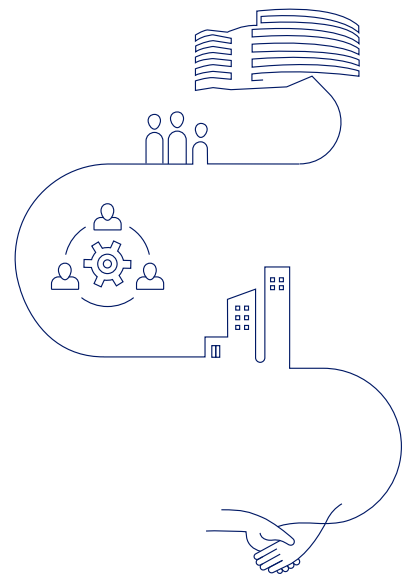
### **6. BEHAVIOURS AND COMMITMENTS**

Anti-Bribery and Anti-corruption laws are implemented to prevent practices that raise serious moral concerns, undermine economic development, distort competitive conditions, and have detrimental effects on the lives of patients and society in general.

All Novo Nordisk CLAT employees are expected to act lawfully and abide by the Key Behaviors and/or Commitments. Any action that would go against the principles set forth hereafter, either directly or indirectly, will be considered as a breach of this Policy and subject to sanctions.

#### **6.1 Key behaviors and or commitments:**

- To compete fairly, responsibly, ethically, and transparently during the ordinary course of business.
- To never give, promise to give or offer anything of value to any person, even through intermediaries or relatives, with the purpose of influencing any act or decision of the person, or the company the person represents, to secure an improper advantage or otherwise obtain or retain business in favor of Novo Nordisk CLAT.
- To comply with the Novo Nordisk Business Ethics Code of Conduct.
- To observe the compliance of all applicable regulations concerning Anti-Corruption and Anti-Bribery laws.



## 7. COMPLIANCE HOTLINE

If Employees or external stakeholders have knowledge or suspicion of bribery, corruption, or fraud practices, they have a responsibility to report it through the Compliance Hotline.

All reports are handled confidentially or anonymously, based on the reporter's preference. Novo Nordisk's non-retaliation policy ensures that no actions will be taken against those who report in good faith, as outlined in the Novo Nordisk Code of Ethics.

If you have concerns about issues such as Business Ethics, Accounting, Fraud, Novo Nordisk Way, Potential Personal Data Breaches, Quality, or any other matters that may pose legal or serious risks to Novo Nordisk, please report them to the [Compliance Hotline](#).

### 7.1 Non-exhaustive list of reportable situations through Compliance Hotline:

- Inappropriate gifts or entertainment to HCP
- Receipt of personal payments/favors from Third Parties
- Conflict of interest situations involving Third Parties and/or HCPs
- Off-label promotion of products
- Fraud & accounting issues
- Theft of samples/products
- Falsification of documents or sales call records
- Serious unfair treatment/harassment of individual employees or broader management misbehavior

## 8. EFFECTS NON-COMPLIANCE OF THIS POLICY

Violations or breaches of Anti-Corruption and Anti-Bribery laws may result in civil and criminal penalties for Novo Nordisk CLAT and its Employees. In addition, Employees involved in such violations or breaches will be subject to internal investigations and disciplinary actions, based on the current version of Disciplinary Sanctions Guidelines of Novo Nordisk issued by the Business Ethics Board of Novo Nordisk.

## 9. RELATED DOCUMENTS

- i. Novo Nordisk Business Ethics Code of Conduct
- ii. Disciplinary Sanctions Guideline

