

# Elanco Business Partner Code of Conduct

(Revised November 2023)

## Table of Contents

*Conduct Business with Integrity*

*Follow Fair Employment Practices*

*Provide a Healthy Workplace and Protect the Environment*

*Respect Privacy and Safeguard Information*

*Use Approved Promotional Materials and Protect Animal Welfare*

*Implementation Expectations*

*How to Raise a Concern*



Elanco Animal Health and its affiliates (“Elanco” or “the Company”) is committed to conducting business with integrity, complying with all legal requirements and ethical standards, while supporting initiatives that advance animal care and improve animal health outcomes. As a global U.S. publicly traded animal health company, Elanco works in a complex legal and regulated environment. Our suppliers and other third parties working on Elanco’s behalf (collectively our “Business Partners”), share a responsibility to act legally, ethically and abide by this Business Partner Code of Conduct. This responsibility includes a clear commitment to internationally recognised human rights and the environment.

This Code is based upon Elanco’s high standards of integrity, the most important international standards and regulations for human rights and environmental standards (e.g., OECD guiding principles for human rights) as well as country specific laws such as the German Act on Due Diligence Obligations in Supply Chains (“LkSG”; Federal Law Gazette [BGBl], part I no. 24, p. 2959 et seqq.). It sets out Elanco’s expectations of its Business Partners and is only as effective as our efforts and those of our Business Partners in enforcing it.

Business Partners are responsible for ensuring their employees are aware of and comply with this Code. Elanco also expects that our Business Partners will hold their business partners and other third parties to the same standards, and as such this Code also applies to Business Partner affiliates and subcontractors.

Compliance with this Code and applicable laws is the minimum standard of conduct. Where this Code differs from local laws, we aspire to follow the higher standards unless actions required by the Code are prohibited by local law. Moreover, certain contracts with our Business Partners may contain more specific provisions addressing some of the same topics as contained in this Business Partner Code of Conduct. Nothing in this Code is intended to supersede more specific contractual provisions. To the extent there is a conflict between this Code and a more specific contractual provision, the contractual provision will apply.

The principles detailed in this Business Partner Code of Conduct are a key factor in the selection and assessment of our Business Partners. Elanco seeks to work with Business Partners who align with Elanco’s ethical standards and who bring a spirit of collaboration and continuous improvement with respect to conducting business ethically, human rights, protection of the environment and other topics.

If you have any questions or concerns regarding our Business Partner Code of Conduct, we encourage you to contact your Elanco business contact or our ethics and compliance team at [Elanco\\_Ethics@Elanco.com](mailto:Elanco_Ethics@Elanco.com).

# Business Partner Expectations

Our Business Partners shall take all necessary steps, to identify relevant risks and appropriate measures to comply with the expectations of this Code and mandatory applicable local laws that apply to the Business Partner's operations and supply chain.

Elanco is a member of the Pharmaceutical Supply Chain Initiative (PSCI), a non-profit industry organization that brings together members to define, establish and promote responsible supply chain practices. This Business Partner Code of Conduct embeds the PSCI Principles and addresses its main areas: ethics, human rights and labor, health and safety, environment, and related management systems.

## *Conduct Business with Integrity*

### **Anti-Corruption & Anti-Bribery**

Business Partners must comply with the U.S. Foreign Corrupt Practices Act, the UK Bribery Law, and any other local, national, or international anti-bribery, anticorruption laws and regulations. Business Partners may not offer, provide, authorize, or accept anything of value to improperly influence, or give the impression of an attempt to improperly influence another party's decision or create an unfair advantage. More specifically, to comply with anticorruption, anti-bribery laws, Business Partners are prohibited from:

- Directly or indirectly offering, paying, promising, or authorizing any bribe, kickback, illicit or improper payment or benefit of any kind, to any government official or third party;
- Requesting, accepting, or agreeing to receive any bribe, kickback, or improper payment or benefit of any kind, from any customer or any third party; and
- Making or offering to make a direct or indirect payment to a government official to carry out or expedite the performance of a routine government action.

An improper payment or benefit can be anything of value, including, but not limited to, cash, gift certificates, gifts, travel, and entertainment.

### **Boycotts and sanctions**

Business Partners should not take any action that suggests acceptance or support of a non-U.S. boycott in which the United States does not participate.

Business Partners also should not engage, agree to engage in or otherwise facilitate or support, directly or indirectly, any Elanco related transactions with countries, individuals, or entities against which the United States or any other government maintains trade or economic sanctions including with individuals, groups or entities that appear on any government list of restricted, sanctioned, denied, or debarred parties without first verifying with the Elanco business contact that the transaction is permissible. The Elanco business contact is required to engage internal legal or ethics & compliance support in determining whether the transaction is permissible.

### **Conflicts of Interest**

At Elanco, our employees are responsible for making business decisions without consideration of personal gain and are expected to refrain from activities that may interfere with or be adverse to (or appear to interfere or be adverse to) the interests of the Company. Accordingly, Business partners should not seek to

employ or make payments to Elanco employees during the course of business between our companies. Close personal or familial relationships with an Elanco employee may not be used to attempt to influence any Elanco employee's decision-making and such relationships must be disclosed by the Elanco employee through our internal procedures.

### **Fair competition**

Business Partners are expected to compete fairly and honestly. Do not compromise on issues of integrity to gain a business advantage. Business Partners are also expected to conduct business in compliance with all applicable antitrust, antimonopoly and fair competition laws.

### **Gifts, Meals, Entertainment and Hospitality**

There are limited situations in which Elanco employees may accept gifts such as branded items or perishable foods of nominal value and may only accept modest, reasonable business-related meals, entertainment and hospitality that do not create a real or perceived conflict of interest. Similarly, Elanco employees are subject to limitations on the giving of gifts, meals, entertainment, and hospitality. Business Partners should respect these limitations and refrain from attempting to provide to or seeking from Elanco employees gifts, meals, entertainment, or hospitality in excess of our established limits. Similarly, when doing business on Elanco's behalf, Business Partners are subject to the same restrictions of avoiding receipt of all but nominal value gifts such as branded items or perishable foods and providing and accepting only modest, reasonable, and business-related meals, entertainment, and hospitality.

### **Import and export controls**

Business Partners are expected to properly classify and value goods and technology and meet all applicable import and export requirements and restrictions before transferring them either electronically or physically between countries.

### **Integrity of Business and Financial Records**

Our Business Partners are expected to adopt internationally accepted accounting standards and practices, and make and keep accurate books, accounts and records that fairly reflect all transactions related to the Business Partner's business with or on behalf of the Company. This includes the proper recording of all expenses and payments. Business Partners must not make, arrange to have made, or fail to correct or report any false, misleading, or artificial entries in Elanco records or those of others with whom we do business.

### **Responsible sourcing**

In conflict-affected or high-risk areas, the mining and trade in certain minerals known as "conflict minerals" utilizes forced labor, generates other serious human rights abuses, corruption and/or funds armed or criminal groups. Elanco expects Business Partners to source materials responsibly and conduct appropriate due diligence to confirm materials provided to us are not sourced from conflict-affected areas or contributing to human rights abuses, corruption, or the funding of armed groups.

### **Disaster Recovery and Business Continuity Plan**

At all times Supplier will maintain and adequately support a disaster recovery and business continuity program ("Disaster Recovery and Business Continuity Program") that ensures the continuous operation, and, in the event of an interruption, the recovery of all material business functions needed to meet Business Partner's obligations. The Disaster Recovery and Business Continuity Program will include at a minimum a detailed disaster recovery plan, which describes the management methodology, management team, emergency contact persons, and specific plans for potential risks that may disrupt Business

Partner's operations. The plan shall meet and be consistent with generally accepted industry standards. Upon demand, Business Partner will provide a copy and overview of the plan to Elanco.

## *Follow Fair Employment Practices*

### **Ban on discrimination**

Elanco expects that its Business Partners will provide their employees with equal opportunities, equal treatment, and equal pay for work of equal value. Discrimination should not be tolerated. Business Partners may not disadvantage or harass their employees due to their race, color, age, pregnancy, gender, sexual orientation or gender identity, ethnicity, disability, religion, political affiliation, union affiliation, marital status or other dimensions of difference protected by law in the jurisdictions where they operate. Instead, Business Partners should create an inclusive and supportive work environment, including valuing diversity in selection processes where allowed by law.

### **Fair pay and working time**

Business Partners are expected to comply with all applicable wage, overtime, and benefits laws. Remunerations and other benefits need to provide employees and their families with a reasonable minimum standard of living. Similarly, Business Partners shall comply with laws governing working hours and are expected to have adequate measures in place to avoid physical and mental fatigue including by allowing sufficient break times.

### **Freedom of association**

Business Partner's must respect the rights of workers to associate freely, join or not join labour unions or workers' councils and pursue collective bargaining agreements. Establishing, joining or being a member of a labour union may not be used as reason for unjustified discrimination or retaliatory measures. Business Partners must allow trade unions to act freely and in compliance with the law applicable at the place of employment; this includes the right to strike and the right to collective bargaining.

### **Prohibition of illegal child-labour**

Elanco does not tolerate unlawful child labour. Business Partners must comply with applicable minimum age laws and requirements in all jurisdictions and refrain from employing forced or unlawful child labour.

### **Prohibition of forced labour and abusive work practices**

Elanco does not use or accept any form of forced or compulsory labour, including any work or service delivered under threat of punishment, or prison, indentured, bonded or slave labour or similar practices in its own workforce or that of its Business Partners.

Business Partners shall also ensure that there are no forms of oppression, extreme economic or sexual exploitation or humiliation in the workplace.

Practices such as an unreasonable withholding of personal property, passports, wages, certificates of employment or other documents are unacceptable. Physical punishment, threats of bodily harm, sexual and other forms of harassment and intimidation are prohibited.

## *Provide a Healthy Workplace and Protect the Environment*

### **Protection of the environment and prohibition on land grabbing**

It is important for Business Partners to take steps to protect the environment, human health and comply with all locally applicable environmental laws, regulations, and standards. In addition, Business Partners are expected to review their business in terms of impact on the environment and to establish effective

guidelines and procedures aimed at using natural resources as efficiently as possible while avoiding harm to the environment. Business Partners must not engage in any unlawful evictions or acquire or develop any land, forests, or water unlawfully, depriving individuals of their livelihood.

### **Safety in the workplace**

Business Partners are expected to comply with local statutory requirements on health protection and safety at the workplace and at the least ensure that safety standards in the workplace are adequate; that appropriate protective measures to avoid chemical, biological and physical dangers are in place; and provide adequate training and instruction to all members of staff to be able to do their jobs safely. Production plants and other machinery must comply with safety standards and be properly maintained and serviced. A safe workplace also includes corresponding sanitary facilities and access to clean drinking water.

### **Safe use of security forces**

Business Partners are expected to use private and public security forces responsibly and with respect for the principles set out in this Business Partner Code of Conduct and, if applicable, local regulations. Business Partners must not tolerate torture or cruel, inhumane, or degrading treatment, injury to life and limb, or infringements of rights to freedom of association and must ensure security forces are adequately trained and instructed to avoid any of these.

### **Waste & Emissions**

In the context of the production, storage, disposal and recycling of waste, exhaust gases and wastewater, Business Partners must ensure compliance with local requirements and statutory provisions.

If requested, Business Partner shall collaborate with Elanco by collecting and providing data related to Scope 1, 2 & 3 GHG emissions, sharing emissions and/or waste reduction initiatives and/or goals, and engaging in discussions to identify potential reduction programs.

In addition, Business Partner is expected to comply with:

- the Basel Convention on the Control of Transboundary Movements of Hazardous Wastes and their Disposal of 22 March 1989 (Federal Law Gazette 1994 II p. 2703, 2704) in its latest version.
- The Minamata Convention of 10 October 2013 on Mercury, on manufacturing, of mercury-added products, use of mercury and mercury compounds in the manufacturing process, the prohibition on treatment of mercury waste.
- The Stockholm Convention of 23 May 2001 on Persistent Organic Pollutants as amended and updated from time to time.
- The Basel Convention on the Control of Transborder Movements of Hazardous Waste of 22 March 1989 as updated and amended from time to time.

Activities which may have a negative impact on human health or on the environment and climate must be adequately performed, measured, and monitored. If possible, the production of waste, exhaust gases and



emissions should be minimized. Business Partner will notify Elanco within 48 hours in case of any adverse environmental impact (waste, water, pollution, etc.) from its operations.

## *Respect Privacy and Safeguard Information*

### **Cyber security**

Supplier will implement appropriate cyber security measures and systems and otherwise use reasonable endeavors to maintain its cyber security, have in place appropriate plans and procedures to allow it to

respond efficiently and effectively to a cyber security incident and regularly review its cyber security arrangements to verify its application in practice.

### **Protect Confidential Information**

Business Partners must responsibly protect all confidential information entrusted to them against loss, theft, misuse, unauthorized access, disclosure, alteration, or destruction. This obligation exists whether the information belongs to Elanco's customers, third parties, employees, consumers or any other individual. Confidential information includes personal information. Business Partners that handle personal information on behalf of Elanco must comply with all applicable regulatory requirements and meet Elanco's security standards prior to handling the personal data. Business Partners are expected to be transparent about how they collect, manage, use, retain and disclose personal information.

If a Business Partner believes it has been given access to the Company's or any other third party's confidential information, which includes personal information, in error, the Business Partner should immediately notify its contact at the Company and refrain from further distribution of the information. Similarly, a Business Partner should not share with anyone at Elanco information related to any other company if the Business Partner is under a contractual or legal obligation not to share the information.

Business Partners should not trade in securities, or encourage others to do so, based on confidential information received in the course of providing services to or acting on behalf of the Company.

## *Use Approved Promotional Materials and Protect Animal Welfare*

### **Product information**

Business Partners may only provide information about Elanco products that is approved by Elanco, consistent with the approved product label, and that presents benefits and risks in an accurate, fair, and balanced manner to the appropriate audience.

### **Promotional material**

Our Business Partners may only use Elanco approved promotional and educational materials. Do not alter or create promotional or educational material for an Elanco product unless contracted to do so.

### **Protect animal welfare**

Animal welfare concerns should be immediately reported to Elanco [Elanco\\_Ethics@elanco.com](mailto:Elanco_Ethics@elanco.com). Business Partners must respect and protect the welfare of animals used in commercial settings and in research, complying with all legal and Elanco requirements that govern the care and use of animals.

## Report adverse events

An adverse event is any unfavorable or unintended observation that occurs after any use of an Elanco product (on-label or off-label uses) no matter if the response is thought to be product related or not.

Included is suspected lack of expected efficacy or noxious reaction in humans after being exposed to the product. Business Partners must immediately (within one business day) report any known or suspected

adverse events or product complaints by calling 1-800-428-4441 or 1-888-545-5973 if in the U.S. For reports outside the U.S., Business Partners should immediately reach out to their Elanco business contact who can provide the appropriate local phone number for filing of reports. Questions may be directed by email to [qppv\\_office@elancoah.com](mailto:qppv_office@elancoah.com).

## Implementation: What Elanco Expects

Elanco expects its Business Partners to identify relevant risks of non-compliance with this Code and take adequate measures to avoid or reduce any risks so identified, as well as to impose the obligation to comply with Elanco's Business Partner Code of Conduct on its own business partners in its contracts. Elanco expects Business Partners to monitor compliance with the Elanco Business Partner Code of Conduct by means of appropriate training courses and random testing.

As part of successful implementation of this Code, Business Partners shall:

- create and maintain accurate and complete records relating to any business conducted with on or behalf of Elanco and to demonstrate its compliance with requirements of this Business Partner Code of Conduct.
- make all reasonable efforts to comply with requests for information, including answering questionnaires and audit inquiries, and promptly provide such requested information to Elanco, or an independent party nominated by Elanco, to enable Elanco to ensure compliance with all applicable laws, including anti-bribery and anti-corruption laws and with this Business Partner Code of Conduct.
- Cooperate in good faith in any investigation of potential violations of any subject matter covered by this Business Partner Code of Conduct.
- promptly remediating any issues identified by Elanco, taking such steps as Elanco may request,
- notify the Elanco business partner when it becomes aware of any potential infringements of Elanco's Business Partner Code of Conduct across its own supply chain and the planned remediation,
- train its staff on the obligations under this Code on a regular but at least annual basis and in a format sufficient to ensure that the training is effective, providing such evidence of training measures as Elanco may reasonably request.
- permit its staff and subcontractors free access to Elanco's confidential Integrity Line without recrimination.
- include an obligation in its agreements with affiliated companies, subcontractors and all third parties contracted by the Business Partner to comply with these requirements; and



indemnify, defend, and hold Elanco, its affiliates, and subcontractors and each of their respective officers, directors, employees, and agents, harmless from and against all losses in connection with a breach of requirements of Elanco’s Business Partner Code of Conduct.

- allow Elanco or its third-party auditors to inspect and audit the Business Partner’s and Business Partner’s subcontractor’s premises on compliance with this Code of Conduct during normal business hours at agreed dates and times upon reasonable advance written notice.
- Provide Elanco with immediate notice of any governmental or regulatory review, audit or inspection of its facility, processes or products that might relate to the subject matter of this Business Partner Code of Conduct. Business Partner shall provide Elanco with the results of any such review, audit, or inspection. Elanco shall be given opportunity to provide assistance to Business Partner in responding to any such review, audit, or inspection.

Supplier acknowledges that all compensation that Elanco will pay has been determined through good faith, arm’s length negotiation and constitute the fair market value of the tasks undertaken. Business Partner warrants that all compensation that Elanco will pay is consistent with its customary charges.

Business Partner agrees that breaches of the Elanco Business Partner Code of Conduct shall be considered a material breach of its agreement with Elanco and that Elanco may immediately seek all remedies available under law and equity, including termination of the underlying Agreement, if it believes, in good faith, that Business Partner has breached a provision of this Elanco Business Partner Code of Conduct.

## Reporting Potential Misconduct

We encourage all Elanco employees, contractors, customers, Business Partners and other third parties to promptly “speak up” and report any known or suspected violation(s) of the law, Elanco’s Code of Conduct and/or any Ethics & Compliance policies and procedures or this Business Partner Code of Conduct without fear of retaliation. Even if you do not have all the information or are unsure the concern is valid, “speaking up” lets Elanco appropriately address the situation in a timely manner.

### *How to Raise a Concern*

Any person, including Business Partners and third parties, can raise a concern through Elanco’s established reporting channel, [IntegrityLine](#), which is available 24 hours a day, seven (7) days a week by telephone or online. It is a convenient, confidential, and anonymous way to report issues, concerns, or behaviors that could harm Elanco or those we serve.

Elanco does not tolerate retaliation in any form against persons who report a known or suspected violation in good faith—meaning the reporter had a reasonable, good-faith belief that a violation may have occurred—regardless of whether a violation is ultimately found to have occurred. Likewise, Elanco does not tolerate retaliation in any form against persons who participate in an Elanco investigation.



[Please find your country’s phone number here](#)



[Elanco\\_Ethics@elancoah.com](mailto:Elanco_Ethics@elancoah.com)