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	Kelix Bio Code of Conduct	Effective Date:	1 st Oct. 2021

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1. Introduction

- 1.1. Kelix Bio Limited “KB” is committed to fostering an organisational culture of ethical behaviours and a harmonious and inclusive work environment, anchored in the values of commitment to quality, integrity, responsibility, transparency and respect for people and the environment.
- 1.2. In order to achieve its objectives, KB and all its subsidiaries must have a strong corporate culture that embodies the values of the organization. This Employee Code of Conduct is established to set the corporate standards for the board members, officers, and employees of KB and all its subsidiaries.
- 1.3. No code or policy can anticipate every situation that may arise. Accordingly, this Employee Code of Conduct is intended to serve as a source of guiding principles for employees.

2. Applicability

- 2.1. This Employee Code of Conduct sets out standards on how board members, officers and employees should behave toward all stakeholders. All employees have a duty to uphold these standards and to act accordingly at all times. Senior officers are expected to lead by example in this regard.
- 2.2. This Code of Conduct also applies to anyone acting on KB’s or its subsidiaries’ behalf including contractors, distributors, and other third-party service providers. A copy of this Code should be provided to them.

3. Reporting / Speaking Up

- 3.1. KB encourages a collaborative, speak up culture where employees ask questions, share challenges, and raise issues without fear of retaliation. KB is committed to treating reports seriously and investigating them thoroughly.
- 3.2. Board members, officers, employees and all third parties are encouraged to report suspected unethical, illegal, or suspicious behaviour as soon as they become aware of it. KB does not tolerate retaliation against anyone who makes a good faith report or otherwise assists with an investigation or audit.
- 3.3. In case of an ethics breach, incident or concern employees are encouraged to report it to their line manager in the first instance, if possible, to ensure that concerns are handled in a timely and efficient manner. Incidents/ breaches/ concerns can also be reported directly to KB Risk and Compliance Director or the Head of Human Resources or the Ethics, Risk and Compliance Officer at subsidiaries, as applicable. They may also report in line with KB’s Whistle-Blowing Policy by writing at kb.whistleblowing@Kelixbio.com

4. Integrity and Honesty


- 4.1. Employees are expected to act with integrity and honesty in their dealings with all parties with whom KB is connected and in all internal matters.
- 4.2. No employee should act in a manner that could harm KB's reputation.

5. Equal Opportunity and Human Rights

- 5.1. KB is committed to respecting human rights in its operations and complying with the laws of the countries in which it does business in. Furthermore, we encourage and support our suppliers and other business partners in their efforts to act in accordance with internationally recognized human rights standards.
- 5.2. Neither KB nor any of its employees shall violate human rights or discriminate against people on the basis of race, colour, sex, language, religion, political or other opinion, national or social origin, property, birth, or other status such as disability, age, marital and family status, sexual orientation and gender identity, health status, place of residence, economic and social situation.

6. Compliance with Applicable Laws and Regulations

- 6.1. Recognition of the public interest is a permanent commitment of KB in the conduct of its business. KB's activities must always be in compliance with all applicable laws, statutes and regulations. This includes, but is not limited to, laws and regulations that prohibit bribery and corruption and impose trade sanctions or protect privacy rights.
- 6.2. **Anti-bribery and Anti-Corruption laws**
KB prohibits all forms of bribery and corruption, whether by board members, officers, employees, or business partners. Board members, officers, employees and business partners must never offer, promise, authorize, or provide a payment or benefit that is intended to improperly influence a government official, healthcare professional, or any other person, including commercial entities and individuals, in exercising their responsibilities.
KB Anti Bribery and Corruption Policy covers this requirement in more detail and all board members, officers and employees should be guided by it.
- 6.3. **Global trade compliance and trade sanctions laws**
KB aims to comply with trade sanctions and import/export restrictions imposed by governments that are applicable to its activities. KB Sanctions Policy covers this requirement in more detail and all board members, officers and employees should be guided by it.
- 6.4. **Prevention of Money Laundering**
KB complies with anti-money laundering laws. Employees must never knowingly facilitate money laundering or terrorist financing and should exercise due care to prevent inadvertent use of KB's business activities for these purposes.
- 6.5. **Data Privacy, Confidential Information, and Intellectual Property**
KB is committed to protecting the privacy of personal information and handling the personal information it obtains in a responsible manner in accordance with the

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relevant privacy legislations in the countries of its operations. Some types of information, generally referred to as Personally Identifiable Information (PII), require an extra degree of care including seeking consent, where necessary. PII includes any data that could by itself, or in combination with other information, be used to identify an individual.

Information relating to employees, customers, vendors, suppliers or any third parties obtained through employment or engagement with KB must only be used for legitimate business purpose and proper performance of the relevant officer's or employee's duties. It must be handled securely while collecting, processing, storing, or transferring the same. KB expects the same adherence from third parties acting on its behalf.

Confidential information should only be discussed within KB on a "need to know" basis and should never be discussed externally. These obligations apply to all employees, including those who leave KB. Confidential information may be in written, electronic or any other form. Examples include but are not limited to price sensitive information, trade secrets such as know-how, formulae or processes, research and development information, inventions, intellectual property and legal strategies, customer and supplier lists, manufacturing methods, financial data, major contracts, marketing, and sales strategies, and plans of any kind.

All officers and employees sign an agreement that contains provisions for information confidentiality and non-disclosure.


Employees and officers should make all efforts to appropriately protect KB's intellectual property rights and to respect the intellectual property rights of third parties.

7. Fraud Prevention

- 7.1. KB and its subsidiaries will not tolerate any attempt to commit fraud by officers, employees, contractors, contractor's employees and any other third parties acting on behalf of KB or its subsidiaries. Fraud is an ever-present threat to our resources and hence must be a concern to all employees.
- 7.2. Employees involved in impropriety of any kind will be subject to disciplinary action, including prosecution, if appropriate. KB and its subsidiaries treat attempted fraud as seriously as accomplished fraud.
- 7.3. Employees suspecting any fraudulent activities by any party are required to report it in line with paragraph 3 ("Reporting/Speaking up").

8. Interactions with Health Care Professionals and Providers

- 8.1. KB and its employees' interaction with healthcare professionals and providers must be intended to ensure the effective use of KB's medicines and to enhance patient care. This can include advancing medical research, enhancing medical knowledge or practice management, or gathering necessary feedback about our medicines.

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8.2. KB and its employees must only engage the services of healthcare professionals and providers when they are legitimately needed and must not pay more than an appropriate market rate for the services rendered. They must always act with honesty, fairness, and integrity. They must follow applicable laws and industry guidelines in their interaction with Health Care Professionals and Providers.

8.3. More details in this regard are contained in KB's Anti- Bribery and Anti-Corruption Policy and all board members, officers and employees should be guided by it.

9. Gifts and Sponsorships

9.1. KB and its employees must not enter into business relationships or offer or provide, cash, gifts, hospitality or anything else of value, to induce or reward favourable decisions about our products and services. This prohibition also applies to receiving gifts, hospitality, and other items of value.

9.2. More details in this regard are contained in KB's Anti- Bribery and Anti-Corruption Policy and all board members, officers and employees should be guided by it.

10. Contributions and Donations

10.1. KB and its subsidiaries shall not donate or make contributions, whether in cash, kind, or by any other means, to support any political parties or candidates. Charitable contributions or donations to causes and organizations that are not politically affiliated are permitted.

10.2. More details in this regard are contained in KB's Anti- Bribery and Anti-Corruption Policy and all board members, officers and employees should be guided by it.


11. Conflicts of Interest

11.1. Employees must not have outside commercial interests that conflict, or appear to conflict, with the interests of KB. A conflict of interest occurs when an employee's personal interests – family, friendships, financial, or social factors – could compromise his or her judgment, decisions, or actions in the workplace.

11.2. Employees must immediately make their line manager aware of any situation that involves, or may reasonably be expected to involve, a conflict of interest with KB. The line manager is expected to assess the conflict and take necessary action in consultation with HR and Ethics, Risk & Compliance function to mitigate the risk and take appropriate remedial measures.

12. Environment

12.1. KB is committed to operating in an environmentally responsible manner, from the provision of products and services to the operation of its offices and facilities, selection of suppliers and other business activities.

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12.2. KB complies with all applicable environmental laws and regulations as well as self-directed commitments to sustainable practices and environmental protection such as IFC Performance Standards and EBRD's Environmental and Social Policy and Performance Requirements to name a few.

13. Product Safety and Quality

13.1. At KB we are committed to ensure that the quality of our products meets the highest safety standards. We are committed to establishing and maintaining quality standards that assure the safety and efficacy of all products marketed by us or by any of our partners. We are also committed to complying with all current national and international regulations, codes, and standards applicable to our business.

13.2. KB is committed to operating and maintaining our manufacturing facilities and equipment in a manner that is suitable for the intended use and follows good manufacturing practices.

13.3. We conduct our operations under properly controlled and monitored conditions, assuring the effectiveness, identity, strength, quality, purity, labelling, and packaging of products. We operate a comprehensive and robust quality management system, designed to ensure the production and supply of quality products.

14. Health and Safety

14.1. KB conducts business in accordance with applicable local health and safety laws, regulations, policies, procedures, and best practises such as IFC Performance Standards, World Bank EHS Guidelines and EBRD E&S Policy and Performance requirements. Employees are expected to perform their work in compliance with such requirements and to apply safe work practices at all times in all locations.


14.2. We are committed to provide a safe and healthy work environment for everyone who works at or visits our facilities. Applicable safety and health requirements must be communicated to visitors, customers, or contractors at any company location. All employees must participate in all required safety and health related training.

14.3. Employees are required to report at the earliest opportunity workplace injuries, illnesses, or unsafe conditions, including "near-misses" in line with EHS and operational risk incident reporting procedure available at the respective functions. They should know and adhere to the emergency procedures wherever they work.

15. Appropriate Use of KB Resources

15.1. Employees shall use KB's assets and resources in a responsible and ethical manner, for legitimate business purposes and not for private purposes

15.2. We must use KB's information and communication systems responsibly and appropriately. This means always following the policy on Information Technology, including the use of approved anti-virus protection policies. We must not make, acquire, or use unauthorised copies of software.

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15.3. KB reserves the right to search on a reasonable suspicion, personal items or to access any file, information, data, or other items located on or in company property.

16. External Communication and the use of internet & social media

16.1. To preserve and maintain the integrity of communications, no employee, other than the CEO and those designated from time to time as spokespersons by the board or by the CEO, may discuss matters involving KB or its subsidiaries, employees, shareholders or any other third party with any member of the news media.

16.2. KB respects the right of employees to use social media for personal and professional purposes. Employees are accountable for any information they publish online or on social media and as such employees should be careful not to share confidential information about KB, its subsidiaries, employees, shareholders or any other third party or post comments or pictures that could harm KB's brand, reputation, or commercial interests.

17. Fair Dealings

17.1. Employees should endeavour to deal fairly with the KB's patients, suppliers, competitors, and their colleagues. Employees must never take unfair advantage of others through manipulation, concealment, abuse of confidential information, misrepresentation of material facts or any other unfair dealing practice.

18. Accurate Books and Record Keeping

18.1. KB keeps accurate books and records that maintain the integrity of its financial reporting, support internal decision-making, and strengthen our reputation with stakeholders. We are committed to good documentation and electronic data management practices so as to ensure integrity and reliability of all data.


19. Compliance with this Code

19.1. All employees are expected to comply with and strictly adhere to the standards of conduct contained in this Code and underlying policies and procedures. When in doubt, this Code casts the responsibility on the Employee to seek clarification and guidance as to the proper course of conduct from their line manager or the Ethics, Risk & Compliance Officer.

19.2. Failure to follow the Employee Code of Conduct may result in disciplinary action up to and including termination of employment.

20. Implementation

20.1. KB Risk and Compliance Director or the subsidiary Ethics, Risk and Compliance Officer, as applicable, is responsible to ensure that the Employee Code of Conduct is disseminated to all employees. Wherever needed, it should be translated in the local language.

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20.2. KB Risk and Compliance Director or the subsidiary Ethics, Risk and Compliance Officer, as applicable, is required to conduct annual awareness sessions to all employees to explain the Code and KB's expectations.

20.3. KB Risk and Compliance Director or the subsidiary Ethics, Risk and Compliance Officer, as applicable, is responsible to maintain the records containing the awareness training dates and list of attendees along with a copy of the presentation.

20.4. KB Risk and Compliance Director or the subsidiary Ethics, Risk and Compliance Officer, as applicable, should ensure that a signed annual affirmation certification (template in Appendix. A) by each employee is maintained on file.

20.5. Heads of each Function should ensure that third party service providers are given a copy of this Code and that an acknowledgment regarding compliance with the Code is on file.


20.6. Internal Audit, as part of the normal audit process shall review compliance with the provisions of the Employee Code of Conduct.

21. Annual Affirmation

21.1. A signed annual affirmation certification (template in Appendix. A) by each employee is required annually. HR should keep such copies on file.

22. Review and Amendments to the Code

22.1. The Code of should be reviewed periodically and at least bi- annually. The amendments to the Code of Conduct is delegated to the Chair of the Audit and Risk Committee, who in consultation with management will report of any amendments to policy to the Board who are the final approval authority.

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23. Appendix 1

Affirmation of compliance with KB Code of Conduct

I _____ state that to the best of my knowledge and belief,

- I have read and understood the standards and policies contained in the Employee Code of Conduct
- I am aware of the applicability of the Employee Code of Conduct.
- I also understand that there could be additional policies or laws specific to my job.
- I will adhere to the Code of Conduct in carrying out my duties as employee of KB.
- I agree that If I have any concerns that are related to a violation or potential of the Code of Conduct, I will immediately report the same to my manager or Ethics & Risk Officer as per the Whistle-blowing policy.

Signature:

Name:

Date:

Place: