



xellia
PHARMACEUTICALS

Code of Conduct

Introduction to the Xellia Code of Conduct

Xellia is committed to providing important anti-infective treatments against serious and often life-threatening infections. Our aspiration is to become a global leader in the development and supply of anti-infectives that address patients' specific medical needs and extend available treatment options. Setting targets for excellent performance and financial return enables us to continue the sustainable growth of our business.

The ongoing success of Xellia depends on our ability to earn and maintain a good relationship with our key stakeholders. These include: the patients and customers who rely on our products, our employees, associates and suppliers, our shareholders, regulators, and the communities in which we do business. This relationship is founded on the actions of each employee. We all have a responsibility to conduct all business dealings in compliance with the law as well as with the highest level of integrity and ethics.

The Code of Conduct contains our values and standards for ethical business conduct and reflects our commitment to meeting the expectations of our stakeholders. It forms an integral part of the terms of employment for every Xellia employee. All employees should endeavor to ensure full compliance. Xellia will not tolerate any wrongdoing with respect to the Code of Conduct, and we will support all employees who report violations as well as those who request assistance or have concerns.

We thank you for your commitment to our Code of Conduct. Our combined efforts in ensuring adherence to all our behaviors will enable us to deliver sustainable growth, as well as being proud of both our individual actions, and of being a part of Xellia.



A handwritten signature in black ink, appearing to read 'Steen Riisgaard'.

Steen Riisgaard
Chairman



A handwritten signature in black ink, appearing to read 'Carl-Åke Carlsson'.

Carl-Åke Carlsson
CEO

Our Values



Our Leadership Promise



I am present and authentic

- I continually commit to my own learning and self awareness
- I am mentally and physically present
- I speak clearly and candidly – but always treat others respectfully
- I can be relied on to make clear, consistent decisions



I make people shine

- I empower people and build trust - with spaces big and safe enough to act boldly
- I recognize people and their strengths helping them become their best selves
- I help employees best perform at a high level
- I include, involve and engage people in bringing Xellia's vision to life



I build bridges

- I trust my colleagues and invest time in developing productive relationships
- I facilitate respectful dialogue and collaboration across functions and units
- I break down emotional walls
- I nurture teamwork in my own organization and across the organization



I am courageous

- I put myself outside my comfort zone to learn and grow
- I create and communicate a bold direction that inspire results
- I break barriers and refuse limitations such as "not invented here" or "we tried that before"
- I display what I believe in and respectfully challenge decisions when I disagree
- I deliver bad news and move issues through not allowing them to get in way of our vision

“ Let us together do what it takes to honor our Leadership Promise. What will you do? How will you stretch yourself? ”

Introduction to Our Standards

The Code of Conduct contains our values and standards for ethical business conduct and are designed to assist all Xellia employees in making the right choices when confronted with difficult situations. They are intended to remind each employee of his or her legal and ethical obligations.

The Code of Conduct does not try to anticipate every ethical dilemma you may encounter, as no written policy can definitively set forth the appropriate action for all business situations. In many ways the principles outlined depend on good judgment and common sense. Xellia is relying on you, as our employee, to use these qualities when faced with a difficult ethical decision.

If you are ever uncertain of how to proceed in such a situation you may first find it helpful to ask yourself some of the following questions:

- Am I compromising my own personal ethics?
- How would I feel if my colleagues were taking the same action?
- Would I behave differently if my actions were to be made publicly known, e.g. in the newspaper?
- Would Xellia lose customers if they knew employees did this?
- Would I be comfortable explaining my action to my colleagues or family members?



Our Standards

Patients and Customers



Trusted Supplier

We aim to be the preferred partner for the global supply of anti-infectives for critical care to the pharmaceutical industry. We strive to build strong and lasting relationships with our customers by providing first-pass products, excellent quality and service.

Product Quality and Safety

We manufacture high quality products that meet all the necessary regulatory requirements. We protect patient safety by pursuing a consistent high level of compliance in all aspects of our manufacturing activities. We adhere to all requirements for reporting of adverse events.

Continuity of Supply

We ensure consistent and continuous supply of the anti-infectives that our customers and patients rely on through rigorous monitoring of quality and manufacturing systems, investing in new capacity and equipment and improvements to existing products and processes.

Responsible Sourcing

We require that our suppliers and other third parties that we work with comply with the applicable laws and regulations.

Fair Competition

It is our policy to deal fairly with our customers, suppliers and competitors, and ensure compliance with the applicable competition and anti-trust laws.

Healthcare Laws

We market our products and interact with healthcare professionals and patients in accordance with the relevant laws and regulations.

Research and Development

We develop generic and innovative anti-infectives that we believe make a difference to our customers and patients. We respect and protect the rights, safety and well-being of all participants during the development process.

Our Standards

Company and Employees



Fairness in Employment

We aim to recruit competent and motivated employees who respect our values. We make decisions related to hiring, promotion, and all other aspects of employment based on qualifications and performance. We provide fair working conditions and protect our employees from illegal or unethical working conditions, and strive to provide attractive opportunities for professional development.

Diversity

We benefit from a diverse, multicultural workforce. We have an integrated, open and transparent culture built on mutual respect, trust and accountability. We do not tolerate any form of harassment or discrimination of our employees for any reason and are committed to maintaining a culture that provides equal opportunities for all.

Health and Safety

We constantly strive to create a healthy, safe and secure working environment for our employees and are committed to maintaining high standards of occupational health and safety across all of our locations. We promote a culture where risks related to our manufacturing activities are clearly recognized and mitigated, and employees take personal responsibility for their safety.

Labor Relations

We aim to foster a direct relationship with our workforce based on trust, mutual respect and communication. We support freedom of association for our employees and collective dialogue and negotiations with unions and other representative associations within the local legal framework.

Conflicts of Interest

We ensure that business decisions are made on an objective basis and not influenced by any personal interests of individual employees. We require that all employees disclose actual or potential conflicts of interest.

Company Assets

We work to protect Xellia's assets against threats including misuse, loss or theft. We require our employees to ensure that Xellia assets are used only for legitimate business purposes and to comply with the Company's established accounting policies, and fully and properly disclose the substance of all business transaction to the Company.

Confidential Information

We understand the importance of protecting sensitive and confidential information. All employees must avoid any unauthorized use or disclosure of confidential information and safeguard the integrity and availability thereof.

Our Standards

Community and Society



Sustainability

We strive to develop a sustainable business that balances our financial objectives along with our environmental and social responsibilities. We are constantly looking for ways to improve our operations, products and processes.

Environmental Responsibility

We understand the importance of preserving our environment and natural resources and accept that the responsibility lies with us to minimize the impact we have on the environment e.g. by reducing energy consumption, minimizing waste and using chemicals and natural resources responsibly. We comply with all governing environmental laws and regulations.

Anti-corruption

We do not give or receive bribes. We actively work against any kind of bribery or corruption in all aspects of our business.

Donations

We do not use company funds for any kind of political contributions. If we make donations to charities using Company funds, we ensure that they are not a means to gain any unfair commercial or business advantage.

Reporting to Government Agencies

It is our policy to assure that information provided by or on behalf of Xellia to government agencies is truthful, accurate and not misleading. We do not permit any false, fictitious or fraudulent statement to government agencies, including any actions that facilitate a third party making such statements.

Human Rights

We ensure that our business activities do not negatively impact fundamental human rights as set out in the UN Declaration of Human Rights.

Export Control

We comply with the applicable regulations concerning embargoes and export control in the countries where we do business.

Personal Data

We ensure that our processes are secure with respect to the protection of personal data related to individuals. We comply with applicable personal data protection and privacy regulations.

Our Standards

Compliance and Reporting Violations



Reporting Violations

As a Xellia employee you are required to report any violation of the Code of Conduct, or any concern you have that the Code of Conduct is not being adhered to appropriately.

Anyone can report violations using the Xellia Whistleblower System found on our website. As an employee you can also report violations to your immediate manager, a representative of the Human Resources Department in your country or a member of the Xellia Legal Department.

There will be no acts of retaliation taken against any employee who reports, in good faith, a violation of the Code of Conduct.

Xellia's Chief Legal Officer will be notified of all reported violations or concerns which will be handled in accordance with the policy and procedures that you can also find on Xellia Inside.

Compliance and Misconduct

Xellia expects you to comply with all provisions of the Code of Conduct. You should seek the advice of a member of the Xellia Legal Department before you act on any ambiguous or unclear situation or for any additional guidance with respect to the Code of Conduct. You should assume that it is in Xellia's interest to always adhere strictly to the Code of Conduct.

The Code of Conduct forms an integral part of the terms of employment of all Xellia employees. Failure to comply with the provisions of the Code of Conduct may result in serious damage to Xellia's reputation and business interests and an employee who is non-compliant may receive individual discipline, up to and including discharge, as deemed appropriate.

Scope

The Code of Conduct governs the business conduct of every employee in the Xellia Group. The Code of Conduct is provided to all employees prior to or in connection with commencement of employment. The Code of Conduct is also available on Xellia Inside.


Employees at the level of director or above are asked to make annual certifications related to compliance with the Code of Conduct and to ensure that each individual employee is informed of the content of this Code of Conduct and the importance of adhering to it.

The Code of Conduct was approved by the Xellia Board of Directors in October 2016 and replaces the Business Conduct Guidelines of 2008.

Additional Information

You will find a number of policies and procedures within the different areas that are covered by the Code of Conduct in the "policies" section of Xellia Inside.

If you have any questions or comments concerning the Code of Conduct you are always welcome to contact a member of the Xellia Legal Department.



Xellia Pharmaceuticals
Dalslandsgade 11
2300 Copenhagen S
Denmark

Tel +45 32 64 55 00 Fax +45 32 64 55 01
legal@xellia.com www.xellia.com