



# Doing The Right Things Right

## Indivior Third-Party Code of Conduct

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WELCOME – A MESSAGE FROM MARK CROSSLEY, INDIVIOR’S CHIEF EXECUTIVE OFFICER



Indivior’s Vision, Guiding Principles, policies and procedures provide a framework for its culture and the approach that its workforce takes towards all of its activities. Patient needs drive the decisions and ambitions of Indivior, and everyone should strive to conduct business responsibly at all times.

The conduct and maintenance of all Indivior stakeholder relationships is an important element of achieving these aims and objectives.

Indivior views suppliers, vendors, distributors and all third-party entities (“[Third Parties](#)”) that provide goods and services as critical business partners that play a key role in its long-term success. This Third-Party Code of Conduct (“Third-Party Code” or “Code”) has been designed to ensure that we have outlined what you need to know about our expectations and requirements when you work with us. It also highlights what you should expect from us during the performance of our working relationships.

Please do not hesitate to contact us if you require further guidance or dialogue about the information within this Third-Party Code. It is fully supported and endorsed by Indivior’s Executive Committee.

Thank you for your commitment to adhering to the requirements of this Third-Party Code. By doing so, you are playing an important role in contributing to Indivior’s business, Vision and Guiding Principles.

**Mark Crossley,**  
Chief Executive Officer, Indivior



“... everyone should strive to conduct business responsibly at all times.”



# INDIVIOR'S VISION AND GUIDING PRINCIPLES

## Our Vision

Our Vision is that all patients around the world have access to evidence-based treatment for the chronic conditions and co-occurring disorders of addiction.

## Our Guiding Principles



Focus on patient needs to drive decisions



Seek the wisdom of the team



Believe that people's actions are well intended



Care enough to coach



See it, own it, make it happen



Demonstrate honesty and integrity at all times



# INTRODUCTION TO THE THIRD-PARTY CODE

This section highlights the Third-Party Code's purpose and its compliance requirements.

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# INTRODUCTION TO THE THIRD-PARTY CODE

## What Is the Purpose of the Third-Party Code?

The Third-Party Code has been prepared to communicate the standards of conduct that Indivior expects of its Third Parties. It also states what Third Parties should expect from Indivior during the performance of our business relationships. It aims to assist in the development and maintenance of the relationships that Indivior possesses with this critical group of business partners. This Code is consistent with Pharmaceutical Supply Chain Initiative Principles for Responsible Supply Chain Management. These principles outline industry expectations of the supply chain in ethics, human rights and labor, health and safety, environment and related management systems.

## To Whom Does the Third-Party Code Apply?

The nature of Indivior’s activities means that it conducts its business with Third Parties drawn from a variety of business sectors that supply Indivior with a wide range of goods and services. They also vary considerably in size. Some are large multinational organizations. A proportion are small businesses that may even employ less than ten people. The Code is designed to apply to all Third-Party companies with whom Indivior has agreements. Additionally, it is expected that Third Parties will pass these requirements (or substantially similar) on to their subcontractors and providers of services to Indivior.

*“Third Parties” include suppliers, distributors, consultants, agents, service providers, joint ventures; and co-promotion, research or licensing partners.*





# INTRODUCTION TO THE THIRD-PARTY CODE

## Compliance With This Third-Party Code

Indivior expects Third Parties to be familiar with and mindful of the requirements outlined within this Third-Party Code. It is the responsibility of the Third-Party to ensure, so far as is reasonably practical, that the principles, rules and values embodied in this Third-Party Code are communicated to all its workforce members (and contractors, as applicable) that work with Indivior.

Third Parties shall comply with all applicable laws, rules or regulations, including any rules, regulations, guidelines or other requirements of any regulatory authority and industry guidelines. *Additionally, they will perform their work with high quality and ethical standards, and in accordance with this Third-Party Code, and any special instructions or requirements from Indivior.*

Significant breaches of any of the requirements outlined within this Third-Party Code may result in investigatory action and termination of the Third-Party relationship with Indivior.

Indivior reserves the right to seek redress, including, but not limited to, any remedies at law or in equity, which may be available to Indivior and damages from Third Parties who have been found to have breached this Third-Party Code.

## When and How to Speak Up

If you see any violations of our Third-Party Code, our values, our Guiding Principles or any applicable laws, standards or regulations, report such activities immediately. You may do so confidentially and anonymously (where permitted) via the [Indivior EthicsLine](#) on matters related to Indivior’s business relationship with you. You shall also investigate and take corrective action internally if needed.

*“... be familiar with and mindful of the requirements outlined within this Third-Party Code.”*

*The Indivior EthicsLine is available 24 hours a day, seven days a week. Report on conduct that does not meet Indivior’s ethical or legal standards by calling 1-855-881-7196 or clicking [here](#).*

In addition to reporting inappropriate conduct, you may utilize the Indivior EthicsLine to report any ethical concern or to ask any ethical question. Examples of ethical questions and concerns may include safety and security issues (non-emergency), harassment and/or discrimination in the workplace, compliance breaches, theft and/or fraud, unprofessional conduct and conflicts of interest.

Lastly, when you speak up, know that you can do so without fear. We prohibit all forms of retaliation against anyone who comes forward in good faith, and we will make every reasonable attempt to ensure that concerns are addressed appropriately.

## What Third Parties Should Expect From Indivior

Indivior recognizes that to achieve its Vision and conduct its activities in line with its Guiding Principles, it is important to work closely and maintain strong and trusted relationships with its Third Parties.

In particular, Indivior wishes to work in partnership with Third Parties in support of our vision that the millions of people across the globe suffering from substance use disorder and serious mental illness have access to evidence-based treatment to change lives.

Indivior aims to be a customer of choice with its Third Parties and to maintain a consistent and fair approach with everyone that it does business with.

Indivior aims to achieve this by:

- Conducting regular, appropriate and compliant communication and dialogue activities with its Third Parties;
- Working closely with Third Parties to ensure compliance to global regulations and to proactively manage risk (for example, by ensuring the highest pharmaceutical product quality standards);
- Encouraging Third Parties to adopt responsible business principles. These matters are outlined in detail within this Third-Party Code;
- Undertaking to work with Third Parties fairly and equitably, and to compensate them promptly, according to agreed contractual arrangements.



# SECTION 1: ETHICAL BUSINESS PRACTICES

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# ETHICAL BUSINESS PRACTICES

## Bribery and Corruption

- All forms of bribery, corruption, extortion and embezzlement, including facilitation payments, are prohibited.
- Third Parties shall not pay or accept bribes or participate in other illegal inducements in business or government relationships, or in the using of intermediaries.
- Third Parties shall ensure they have adequate processes in place to prevent bribery and comply with applicable laws.

## Conflicts of Interest

Third Parties must disclose to Indivior any potential, perceived or actual conflicts of interest that could impact business dealings with Indivior. In order to avoid potential, perceived or actual conflicts of interest, be alert to certain situations which put you at risk.

## Animal Research and Welfare

If applicable to services provided by a Third Party, animals must be treated humanely, with pain and stress minimized. Any opportunity to reduce the need for animal testing must be taken and can include reduction in number of test subjects, refined analytical processes to reduce the requirement for animal testing or refined protocols to reduce animal stress.

*Certain types of Third Parties that have interactions with healthcare professionals or government officials (such as distributors and promotional partners) are subject to additional Business Conduct and other compliance-related requirements. Third Parties are responsible for consulting with their respective Indivior Business Contacts for more information and ensuring they are in compliance with such requirements.*

## Fair Competition/Antitrust

Indivior shall award business as a result of a fair and consistent competitive environment. Third Parties shall:

- Represent their offers for goods and services accurately.
- Never take advantage of anyone through unethical or illegal practices.
- Avoid agreements that could restrict trade, limit production or boycott others.
- Be in compliance with all relevant antitrust laws always.

## Trade Controls/Sanctions

Third Parties shall comply with all trade control, export control, import or related laws and regulations required for performance of their services or delivery of their goods.

## Clinical Trials

When conducting clinical trials, this must always be done by Third Parties in accordance with applicable laws, regulations and international standards including Good Laboratory Practice, Good Clinical Practice and Good Pharmacovigilance Practice as well as the right to free, prior and informed consent to medical or scientific experimentation.

## Tax Evasion

Indivior will not work with Third Parties that conduct or facilitate tax evasion.





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# ENVIRONMENT

Third Parties are expected to conduct their business in a manner, in line with good management practice, that actively manages environmental risks across their operations, products and supply chain. Third Parties are expected to establish an appropriate environmental management system (e.g., ISO 14001 or equivalent).



## Environmental Compliance and Authorizations

Third Parties shall be in compliance with applicable environmental laws, directives and regulations and maintain current all required environmental permits, approvals and registrations.

## Environmental Responsible Practices

Third Parties shall operate in an environmentally responsible way through proper management of waste, wastewater or emissions prior to release into the environment to reduce potential impact to human health or the environment. Third Parties shall identify opportunities to minimize the use of natural resources and the environmental impact of their activities to reduce their environmental footprint. Third Parties shall establish a Greenhouse Gas (“GHG”) management program to track and monitor GHG performance and GHG reduction initiatives.

## Sustainable Sourcing and Traceability

Third Parties shall conduct due diligence on their critical raw material sources to ensure legal sourcing and to promote sustainable sourcing.

## Spills and Releases

Third Parties shall minimize the risk of contamination with systems in place to prevent and mitigate accidental spills and releases to the environment. Third Parties shall implement a systematic approach to prevent contamination such as spills, including fire water runoff, illegal discharges, etc. from entering stormwater drains.



# SECTION 3: LABOR AND HUMAN RIGHTS

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# LABOR AND HUMAN RIGHTS

## Voluntary Employment

Third Parties shall not use forced, bonded, indentured, slave, prison or other involuntary or compelled labor.

## Child Labor

Third Parties must comply with all applicable child labor laws.

## Non-Discrimination and Fair Treatment

Third Parties shall provide a workplace free of harassment and discrimination, including but not limited to, any characteristic protected by applicable law. Third Parties are expected to promote and support a diverse and inclusive environment, make employment decisions that are consistent with a sense of fair treatment and equal opportunity and honor a commitment to provide reasonable accommodations for qualified individuals with disabilities.

## Wages, Benefits and Working Hours

Third Parties must provide fair terms and conditions, and comply with all applicable laws concerning wages, benefits and hours, including working hours, overtime, holidays/ vacation time, paid or unpaid leave, rest and lunch breaks, as well as training and development opportunities. Third Parties must maintain appropriate systems to track and document their compliance with these requirements.

## Freedom of Association

Third Parties must respect, and must not interfere with, employees’ lawful rights of free association, or other lawful rights to form, join (or not to join) a labor or trade union, or engage in collective bargaining.





# SECTION 4: HEALTH AND SAFETY

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# HEALTH AND SAFETY

Third Parties are expected to establish an appropriate health and safety management system (e.g., ISO 45001 or equivalent) including policies aimed at protecting the health, safety and welfare of employees, contractors, visitors and others who may be affected by their activities, by striving to eliminate fatalities, work-related injuries, health impairment and limiting exposure to safety hazards. Third Parties should take reasonable steps to provide a hygienic working environment and must ensure that employee performance and safety is not impaired by alcohol, controlled substances, legal or illegal drugs.

## Health and Safety Compliance and Authorizations

Third Parties shall be in compliance with applicable health and safety laws, directives and regulations and maintain current all required statutory approvals and registrations.

## Worker Protections

Third Parties shall provide necessary information including safety information relating to hazardous materials in the workplace, personal protective equipment to protect employees, instruction, training and supervision to ensure a safe and healthy working environment.

## Process Safety

Third Parties shall identify, evaluate and control the hazards associated with chemical processes in their workplace and have a system to effectively prevent or respond to catastrophic release of any chemicals.

## Emergency Preparedness and Responses

Third Parties shall identify and assess emergency situations in their workplace and have emergency preparedness and response arrangements in place to protect the workforce, customers, public, assets and the environment, in the event of an incident.





# SECTION 5: MANAGEMENT SYSTEMS

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# MANAGEMENT SYSTEMS

## Data Protection and Confidentiality

Indivior’s activities often involve the exchange of sensitive and confidential information with Third Parties within the heavily regulated environment in which it operates. It is particularly important that data and information that is collected and maintained by Third Parties in the course of business with Indivior is at all times held securely, that business confidentiality is maintained and that these activities are conducted within all applicable local, national and international regulations.

Key features that Indivior may require within a Third-Party relationship include:

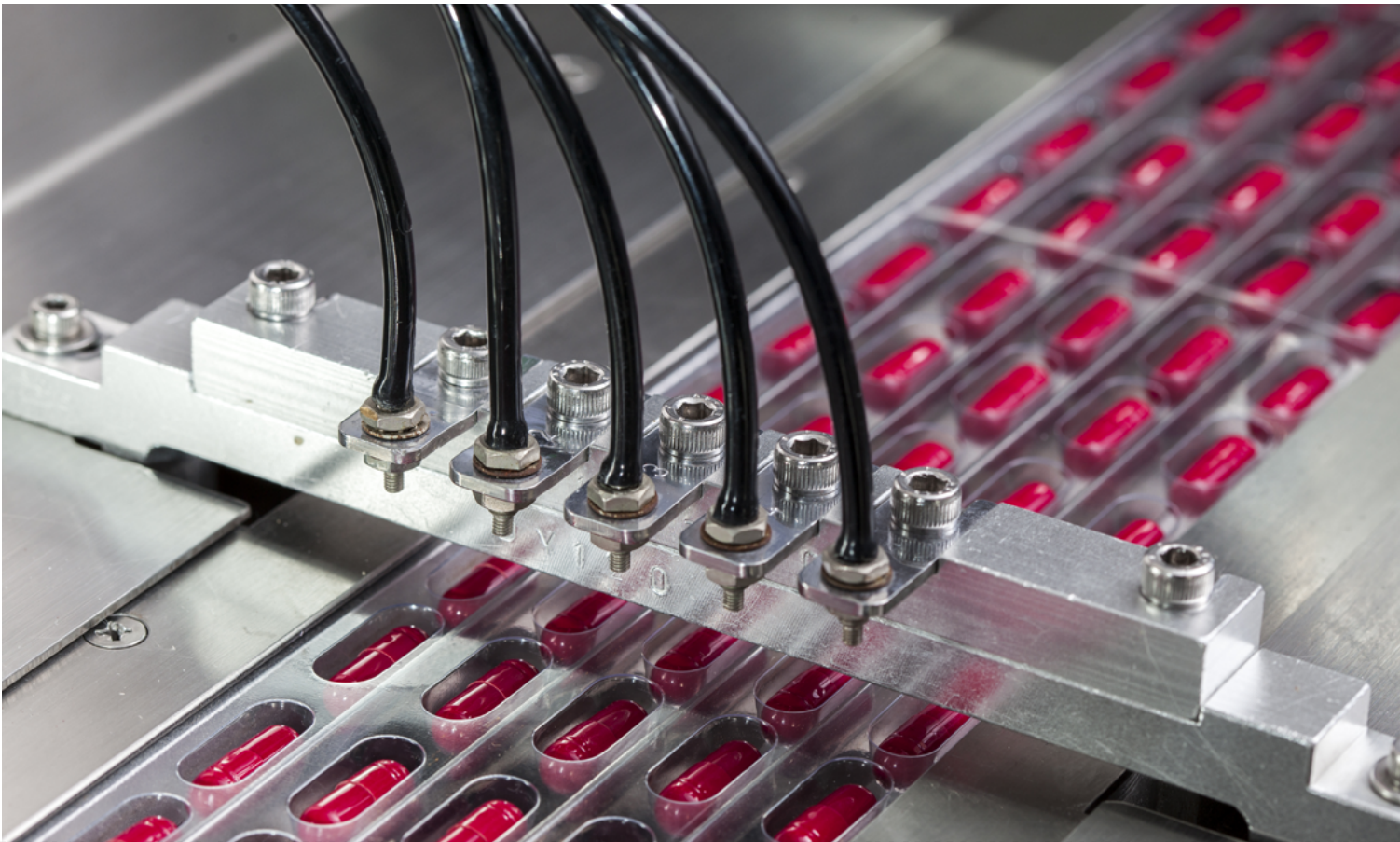
- Clear evidence of a robust and secure data protection and management system that is aligned with best practice and maintained in line with all applicable regulations;
- A robust commitment to the security, integrity and maintenance of confidential business information;
- Ongoing maintenance and development of the Third-Party data protection and management system by qualified and experienced personnel in line with good business practices.

Indivior may not work with Third Parties that are unable to demonstrate the outlined approach to data protection and the maintenance of confidential business information. It will immediately terminate a relationship if a Third-Party data integrity breach occurs which leads to the release of confidential business information relating to Indivior’s activities, and such data integrity breach is not in accordance with applicable laws and regulations.



## Product Quality

Indivior operates within a highly regulated environment where the establishment and maintenance of contemporary industry product quality standards (GxPs, “Good Practices”) are critical to the achievement of its Vision, commitment to patients, trust of regulators and the uninterrupted conduct of its business. It is therefore essential that Third Parties and providers of goods and services that work with Indivior ensure that manufacturing, packaging, distribution and all similar ancillary processes are aligned with these stringent and important requirements at all times. This commitment to product quality should extend throughout our supply chains.





# MANAGEMENT SYSTEMS

Third Parties shall implement effective management systems and a governance structure to facilitate compliance with all applicable laws and promote continuous improvement with respect to the expectations set forth in this Third-Party Code.

The management system elements include:

### Commitment and Accountability

Third Parties shall demonstrate commitment to the concepts described in this Third-Party Code by allocating appropriate resources and developing relevant policies.

### Legal and Customer Requirements

Third Parties shall identify and comply with applicable laws, regulations, standards and relevant customer requirements.

### Risk Management

Third Parties shall have mechanisms to determine and manage risks in all areas addressed by this document.

### Documentation

Third Parties shall maintain documentation necessary to demonstrate conformance with these expectations and requirements and compliance with applicable regulations.

Third Parties shall prepare and maintain books and records that document accurately and in reasonable detail all matters related to business with Indivior, accounting for all payments (including gifts, hospitality and entertainment, or anything else of value only as permissible within Indivior policies) made on behalf of Indivior, or out of funds provided by Indivior.

“Off-the-books” accounts and false or deceptive entries in the Third Party’s books and records are prohibited. All financial transactions must be documented, regularly reviewed and properly accounted for. A copy of this accounting shall be available to Indivior upon request.

Third Parties shall ensure that all relevant internal financial controls and approval procedures are followed and that the retention and archive of books and records is consistent with the Third Party’s own standards and tax and other applicable laws and regulations. More specific records-retention requirements may be agreed upon between Indivior and the Third Party.





# MANAGEMENT SYSTEMS

## Training and Competency

Third Parties shall have a training program in place that achieves an appropriate level of knowledge, skills and abilities in management, and workers to address these expectations and requirements.

## Business Continuity

Third Parties shall have Business Continuity measures in place for products and services being provided to Indivior, in the case of a disruptive incident.

## Continual Improvement

Third Parties are expected to continually improve by setting performance objectives, executing implementation plans and taking necessary corrective actions for deficiencies identified by internal or external assessments, inspections and management reviews.



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## KEY CONTACT INFORMATION

Please reach out to your usual Indivior business contact for questions on this Third-Party Code or contact us by email – [procurement@indivior.com](mailto:procurement@indivior.com).

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