



Code of
Conduct - Q&A

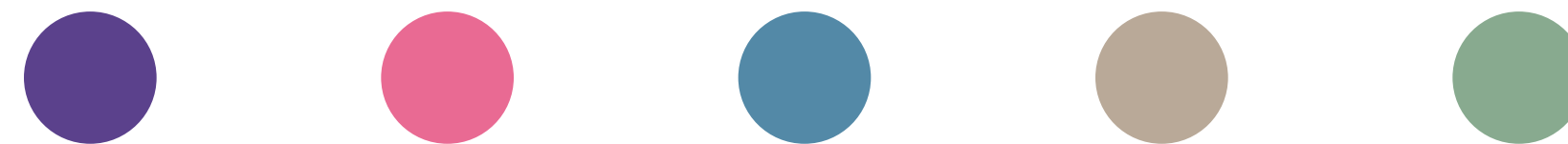
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The Code of Conduct – Introduction

The content of this document has been developed in conjunction with the Group's Code of Conduct, the latest version of which dates June 2021, and is organized into the same chapters.

As the Code of Conduct derives from our Values, its main arguments, and likewise the questions contained in this document, are marked with the same colors as the values they refer to.



This document has been prepared to help the understanding of the content of the Code of Conduct itself.

It is not an integral part of the Code of Conduct and the answers given to the theoretical situations proposed as examples are to be meant as general guidelines that provide information to guide behaviors and offer interpretative keys. In consideration of the fact that the scope of the Code of Conduct is global, precise responses to concrete situations may vary according to different geographies and the relevant laws, regulations and cultural aspects.

As a rule, when you are unsure as to the behaviour to adopt, you should refer to your Line Manager in the first instance.

Where this is not possible, depending on the case, you should consult your HR or Compliance Functions.

SpeakUp&BeHeard tool may also be used at all times and provides an anonymous method for reporting issues and/or concerns.

Should any further questions be received, this document may be expanded in the future to include them.



Our Responsibilities

1. *How can I know if a certain behaviour is appropriate and in line with our corporate values? Whom can I ask in case of any doubts/questions?* ●

The Code of Conduct provides you with some general indications of which behaviours are considered appropriate or inappropriate.

Try asking yourself a few questions – does this behaviour respect the values/principles of the Code of Conduct and Chiesi’s operating procedures? Which impact may my behaviour have on Chiesi and its external reputation? Might my behaviour cause any damage to anyone inside or outside Chiesi?

2. *What is the relationship between the Code of Conduct, the Code of Interdependence, and the Anti-Bribery Policy?* ● ● ●

The Code of Conduct is the document which expresses in its principles the Group’s choice to act ethically and responsibly, according to the values of loyalty, fairness, transparency, and honesty within the Group both in the communities in which it operates and the wider world.

It aims to provide guidance on the correct behaviors to be adopted in the performance of each activity, combining commitment to results, ethical integrity, and social and environmental responsibility.

The Group’s Code of Interdependence is a set of values, objectives and rules born from a collaboration within Chiesi and between Chiesi and the business partners belonging to its Ecosystem. It expresses the Group’s commitment

to improving the entire supply chain by increasing the general level of sustainability, in a process of mutual learning and co-evolution and maximizes its positive impact on employees, the environment, and the communities in which it operates.

Finally, the Anti-Bribery Policy aims to provide Chiesi people (wherever they are located and wherever they operate) and anyone acting on behalf of Chiesi with a set of general principles and rules on how to recognize and manage issues related to corruption and on how to comply with the relevant legislation and the highest international standards, in line with the provisions of the Code of Conduct.

The three documents, which apply to the whole group, although having different purposes, are strongly interconnected as they address ethical principles aligned with Chiesi values, defining, in their respective specific areas, the principles of conduct that are expected from each of us.

In any case, everyone must be aware of and respect all the principles established in these documents.

3. *As a rule, whom should I ask when in doubt as to the behaviour to adopt?* ●

It is always advisable to try to resolve your doubts by asking your Line Manager in the first instance.

However, where this proves not possible, depending on the case, you may turn to your HR function or to the Compliance function.

In any case, the SpeakUp&BeHeard tool may be used at all times. It is a global whistleblowing system which allows anyone (both employees and non-employees) to report any conduct reasonably believed to be unfair (or even illicit), that could potentially damage the Company's business or reputation, causing harm to the Company itself, its employees or third parties.

The SpeakUp&BeHeard platform can be reached with the link that is available both on the Corporate and on local C-Share.

4. *Once I have reported a violation of laws/corporate policies or a behaviour contrary to the values set out in the Code of Conduct – what is going to happen?* ● ●

Each report will be carefully considered. After collecting evidence of the actual violation of the principles and values set out in the Code of Conduct, any disciplinary measures and corrective actions to be taken will be identified with regards to the facts reported.

5. *Will my identity be revealed if I report on an incorrect behaviour?* ●

Chiesi is committed to meet the highest ethical standards from this perspective, too, and guarantees that your identity will remain confidential, when requested, to protect you and anyone seeking help or reporting inappropriate conduct from retaliation.

Moreover, retaliatory acts are forbidden and Chiesi undertakes to take corrective actions against anyone engaging in them.

Chiesi allows a number of reporting channels. Nevertheless, the only channel that guarantees anonymity is the SpeakUp&BeHeard .

In any case, should an employee choose to use different tools, Chiesi undertakes to keep his/her/their identity confidential.



Our
People

1. *We are looking for someone to hire for a position in my team. What should I do if one of the candidates is the child of a friend of mine?* ● ●

Promptly inform the Head of the Function involved in the selection process and the Human Resources Function that there is a potential conflict of interest and refrain from intervening in the operational/decision-making process. Remember that Chiesi guarantees equal employment and career progression opportunities to all candidates and colleagues, based on their merit, skills, experience, etc. Each candidate must be assessed objectively using the same criteria.

2. *Is it possible to hire children or relatives of Public servants?* ● ●

It is not forbidden to hire relatives of Public servants. However, you must ensure that

- the usual selection process is followed, to make sure that the person has the necessary skills to cover the specific role and that he/she is the best candidate available;
- any potential conflict of interest that could arise is carefully considered.

3. *In a discussion with my colleagues about a new project, I expressed a different opinion than that of another colleague and I was ridiculed and verbally attacked. What should I do?* ● ●

In case of physically or verbally aggressive behaviour, please turn to your Line

Manager or to the Human Resources Function. All Chiesi employees must respect their colleagues and comply with Chiesi values and the *Diversity & Inclusion Policy* at all times.

4. *I have been receiving inappropriate comments and unwanted attention from a colleague (also through calls or messages outside work hours) for some time now. I don't feel comfortable and I am afraid of retaliation if I was to talk about it. What should I do? Will my colleague be informed if I report him/her?* ● ●

Chiesi's Code forbids any form of harassment. If you have been the victim of inappropriate comments, unwanted attention, or other harassment from a colleague, please report it using the channels mentioned in [point 3](#) of this document under the section "Our Responsibilities".

5. *I have learnt from a friend who works in the field that the protective equipment we use has a longer useful life than that provided for in our policies/procedures. Can I therefore have that equipment for longer, to avoid disposal of products that can still be used and reduce costs for Chiesi?* ● ● ●

No, we are afraid this is not possible. The shelf life of protective equipment is defined based on an in-depth analysis to establish its effectiveness over time. For this reason, it is mandatory that you follow the instructions given by Chiesi at all times.

6. *Can I decide not to continuously wear the safety equipment prescribed for activities that I have been performing on a daily basis for years and that I don't think pose a threat to my safety?* ● ● ●

No, we are afraid this is not possible. Protective equipment must be used at all times in accordance with the corporate policies/procedures. The choice of equipment for a given activity derives from an analysis of the risks that could arise from it, even though this could be a routine activity that we don't see as a threat.



Our Commitment to the Planet

1. How is our B Corp certification reflected in our relationship with Suppliers? ● ●

As a Benefit Corporation and certified B Corp, we recognise the interdependence between Chiesi and the Ecosystem we are part of.

Chiesi promotes this shared commitment to help improve the entire supply chain.

For this purpose, Chiesi has formalised the Group Code of Interdependence, which encapsulates Chiesi's commitment to increase its own level of sustainability and that of the companies which are part of its Ecosystem as well as of other business partners which share Chiesi's commitment to Benefit Corporation principles and meet high ethical standards, by operating in a fair and responsible way.

As a consequence, Chiesi expects everyone who is part of its Ecosystem to comply with these principles.

2. What should I do if I notice that my colleagues have tampered with the data to present positive sustainability results to the Group? ● ●

In this case, you should promptly report the conduct of your Colleagues by using the reporting channels allowed by Chiesi.

3. I noticed a water leak from a pipe. What should I do? ● ●

Report the malfunction to your Site's Technical Function. Always act proactively whenever you notice a malfunction or service issue.

4. I have noticed that a colleague is not complying with our internal rules on waste disposal. What should I do? ● ●

First, talk to your colleague and emphasise how important it is to comply with our internal rules on waste disposal.

If the behaviour is in breach of our corporate procedures on waste management, report it as specified in [point 3](#) of this document under the section "Our Responsibilities".

Be aware that the incorrect disposal of waste could represent a punishable offence under certain circumstances. In any case, and regardless of the law, these behaviours strongly conflict with Chiesi's commitment to protect the planet.

A female scientist with dark curly hair and glasses, wearing a white lab coat and blue nitrile gloves, is focused on looking through a white compound microscope. In the foreground, a white rack holds several test tubes, some containing pink and yellow liquids. The background shows a blurred laboratory environment with another person in a lab coat working at a bench. The scene is lit with cool, blue-toned lights.

Our Commitment to the Pharmaceutical Industry

- 1. *What should I do if I notice that my Manager, in the framework of R&D activities and in order to bring a project to completion as quickly as possible, has omitted/underestimated certain details that could be essential to obtain reliable results?*** ● ●

In this case, you should promptly report the behaviour of your Line Manager by using the reporting channels allowed by Chiesi.

- 2. *Someone I know told me that they had a reaction after using some Chiesi products. He/she/they are not sure whether or not his/her/their reaction was due to the medicinal product they used. What should I do? To whom can I report it?*** ● ●

Report any harmful and unintended reaction, or other adverse event, occurring in a person or patient who took a medicinal product as soon as possible. Contact the Pharmacovigilance Function as soon as you can, providing any details you have on the patient and the event, along with the suspected drug.

- 3. *We are about to launch a new product in the market. A few days before launch, however, we realise that there are inaccuracies in the product information (e.g. dosage, administration, interactions with other drugs). Should we update promotional and packaging materials, although this could be expensive and has no effect whatsoever on the use of the drug itself?*** ● ●

Yes, we should. It is very important to be completely transparent in our

communications with our patients, health authorities and organisations, our customers, and stakeholders in general.

- 4. *I am in charge of managing relations with Health Care Organisations and Patient Associations. A few days ago, at a meeting with a Patient Association with which we are considering starting a collaboration, their contact person suggested that they would recommend our products over those of other pharmaceutical companies in exchange for a payment in the form of a donation. Can I accept?*** ● ●

No, you cannot. Do not entertain requests for donations from public or private entities aimed at ensuring undue advantages for Chiesi.

Promptly report the event in the ways indicated in [point 3](#) of this document under the section “Our Responsibilities”.

- 5. *I have been invited to a trade association’s meeting. May I attend?*** ● ● ●

Unless there are specific local policies/SOP to rule this aspect, ask your Line Manager if it is possible so that you can consider with him/her the relevance/importance of your attendance, in the context of your role at Chiesi, and to identify if it would be more appropriate for other colleagues to attend. In any case, remember not to disclose any inside information relating to Chiesi and its products to anyone outside Chiesi.

- 6. During an external audit by a certification body, a few gaps emerged, which, if made public, could have a negative impact on Chiesi. The contact person is very well known in town and I know that his/her child is attending his/her last year of university. Could it be a good idea to propose hiring his/her child at Chiesi or at a partner company just after he/she graduates, in exchange for avoiding the disclosure of such information, in order to protect Chiesi's reputation? ●**

No, it would not. In this context, recruitment would not be the result of an internal need for new staff, but only a means to allow Chiesi to obtain an undue benefit.

- 7. We need a certification to be able to continue our activities, but we lack some of the requirements provided for by the legislation. Can I invite the certification body's representatives for dinner and reiterate how important it is for us to obtain that certification, asking them to speed up the process and promising them we will meet the necessary requirements at a later date or in a short time? ●**

No, you cannot. All behaviours aimed at influencing public/private entities or their representatives, with the aim of unduly favouring the interests of Chiesi, are forbidden.

Instead, focus on meeting the requirements provided for by laws and regulations.

- 8. One of our products is pending registration. The Public servant has informed us that they could speed up the process in exchange for a sum of money, paid in cash. What should we do? ●**

Any behaviour intended to influence public (or private) entities, or their representatives, with the aim of unduly favouring Chiesi, is forbidden.

For further information, please refer to the Group's Anti-Bribery Policy.

- 9. We have to participate in a tender to sell some products. The contracting entity's contact person is a close friend of mine and has informed me of a competitor's offer price for the products. Their price is lower than that in our price list. Can we offer an additional discount on our products to win the tender? ●**

No, we cannot. It is not permitted to use confidential information of other companies to favour Chiesi's interests. Promptly inform your Line Manager or the Compliance Function that you have become aware of this information.

10. *We have to get in touch with some Public servants and one of them is a friend of mine. Can I contact with him/her directly?* •

No, you cannot. There are various types of Public servants we might be able to meet with. The Functions in charge of managing certain matters are the only ones authorised to engage directly with Public servants, provided that the contact takes place as part of the regular activities carried out by these persons.

11. *A physician with whom we have been working for years in our research activities will celebrate his/her birthday soon. Can I buy a present for him/her?* •

As a general rule, presents are not allowed on birthdays, religious celebrations, personal occasions, etc. Any exception to this principle should never be in breach of local laws, regulations, or procedures.

12. *We are looking for a new provider of tax consultancy services. A close friend of mine has recently become a chartered accountant. Can we appoint him/her?* •

Yes, we can, provided that the standard selection process for suppliers/providers/consultants is properly carried out by comparing several offers and all the supporting documentation showing the reasons for selecting a certain supplier rather than another one has been properly filed; in case of “one single supplier”, this needs to be duly justified.

In any case, you should report the existence of a potential conflict of interest with the supplier/provider/consultant to your Line Manager and, where required, as set out in local policies, refrain from intervening in the operational/decision-making process.

13. *How can I understand which information is considered “confidential”?* •

“Confidential” information includes any information relating to Chiesi, its projects, and its products, which cannot be disclosed to the outside world.

It has to be noted that among confidential information there might be also information on products/projects that we may have received from third parties.

For further details, please refer to internal procedures on confidential or privileged information.

14. *My company computer has been stolen – what should I do?* •

Company computers contain both confidential and personal information. As a consequence, you should immediately contact the IT Helpdesk Function and follow your Company’s procedures to report these events.

- 15. *During an audit, I was asked to send to the external consultant certain documents that contain sensitive data of some employees (e.g., payslip). Can I send these documents?* •**

No employee can autonomously share any personal data externally. This must be done in accordance with the privacy laws of the country concerned and then only with oversight of the appropriate local Function.

- 16. *I have erroneously sent an e-mail containing sensitive and personal information/data to the wrong recipient. What should I do?* •**

If the message has just been sent you can try to recall it, or ask the IT Helpdesk Function to attempt to recall. In any case, follow your Company's procedures to manage data breach.

- 17. *We have selected a new consultant to carry out market research activities. Negotiations have been concluded and we are waiting to sign the contract. According to the initial time schedule, activities should have started this week. Can I send some information/documents regarding Chiesi to the consultant, although no official contract has been signed by the parties yet?* •**

No, you cannot. No work should be started or information shared until a contract for such work or information sharing has been signed by both parties.

- 18. *A former colleague asked me for updates on a project that started when he/she was still at Chiesi. Can I share information with him/her/them?* •**

No, you cannot. These are internal and confidential pieces of information that should neither be disclosed outside of Chiesi nor shared with any colleagues who are not involved in the project itself.

Remember to adhere to internal procedures on confidential or privileged information before disclosing any data concerning Chiesi externally.

- 19. *I have not finished a job that is due tomorrow and I do not have a company laptop. Can I access my company email account from my personal computer and send documents to my personal email account?* •**

No, you cannot. You can only use the company equipment assigned to you to carry out your work. In case of need, you may ask your Line Manager for any alternative solutions.

In case of any further doubts, please refer to the procedures on information security and management of access to the IT system.

20. *One of my contacts on LinkedIn posted a defamatory post about some Chiesi products. Can I reply in a public comment or private message to deny his/her allegations and give correct information on our products instead?* ●

No, you cannot. Refer to internal procedures on confidential or privileged information before disclosing any data concerning Chiesi externally, as well as to the “Guidelines on the use of Digital Channels”, which can be found on C-Share.

21. *During an interview at a local magazine, I was asked whether we are working on new projects/products. Can I talk about products that have not been launched in the market yet?* ●

No, you cannot. These are internal and privileged pieces of information that should neither be disclosed externally, nor shared with any colleagues who are not working on the project itself, unless through a formalized presentation or press release approved by Chiesi Global Communication & External Relations and as allowed by local laws and regulations.

Remember to adhere to internal procedures on confidential or privileged information before disclosing information or data concerning Chiesi externally.

22. *When I left my office last night, I realised that a colleague had left his/her/their laptop/computer on and unlocked, along with other paper documents with confidential information on his/her desk. What should I do?* ●

First of all, call your colleague to check whether he/she can come back to pick up or lock away his/her laptop/computer. Otherwise, close the laptop/computer and contact the IT Function so that they lock the computer and consider any additional necessary action.

To this end, please ensure you lock your computer every time you leave it unattended, even if for a short period (e.g. breaks during the day).

As far as the paper documents, possibly put them in your colleague’s desk drawer or other storage facility or cover them with a white sheet of paper. In any case, remind your colleague of the importance of these aspects.



Implementation and Diffusion of the Code of Conduct

1. *I work in several countries – does the Code of Conduct apply in all circumstances?* ●

Yes, the Code of Conduct sets out principles and values which are particular to Chiesi and must be complied with by the whole Chiesi community, regardless of the country of residence. Being a multinational company, Chiesi is aware that its employees come from different places and cultures but, despite this, share the same values.