



Takeda Supplier Code of Conduct

Version 1.0

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1.0 Introduction & Applicability

Based on the corporate philosophy of "Takeda-ism" (Integrity: Fairness, Honesty and Perseverance) developed over the company's long history of more than 230 years, Takeda conducts activities according to its corporate mission to "strive towards better health for people worldwide through leading innovation in medicine."

Our Suppliers – which provide us with quality products and services across the globe every day – play a critical role in helping us deliver this corporate mission. To this end, this Takeda Supplier Code of Conduct (Supplier Code) is intended to ensure our supplier relationships, essential to Takeda's success and sustainable growth, align with Takeda's commitment to:

1. Put the patient first, at the center of everything that we do
2. Build trust with society
3. Reinforce our reputation, and
4. Develop the business.

Further, with Takeda's commitment to Corporate Social Responsibility and position as a signatory to the United Nations Global Compact (www.unglobalcompact.org), Takeda's Supplier Code supports our commitment to uphold the UN Global Compact's 10 universally accepted principles in the areas of human rights, labor, environment and anticorruption. Additionally, Takeda's membership in the Pharmaceutical Supply Chain Initiative (PSCI) provides alignment with societal and industry expectations for sustainability performance in the pharmaceutical industry and with its supplier base. Thus, the Takeda Supplier Code is aligned with the PSCI Principles.

Given Takeda's global reach, ensuring the sustainable procurement of our goods and services is paramount. Takeda is committed to addressing supplier risks such as reputational, sustainability, business continuity, compliance and ethical that may exist before or that may arise during the course of performing services and/or supplying manufactured goods or other products to Takeda.

Takeda expects suppliers to adhere to applicable legal requirements and aspire to meet the expectations contained in Takeda's Supplier Code of Conduct.

Takeda intends to evaluate suppliers' fulfillment of the principles contained in the Supplier Code of Conduct, and expects Suppliers to cooperate, including remediating identified issues. Takeda will collaborate with suppliers committed to improving conditions or issues identified with the goal of managing risks and creating long-term, sustainable value.

Applicability: This Code applies to individuals, organizations and companies (Suppliers) that provide or are intending to provide, goods and services, including but not limited to: raw materials, contract manufacturing, excipients, traded goods, packaging, logistics (distribution and warehousing), equipment, machinery and supplies, marketing and creative agencies, print, market research, travel-related services, meeting and event services, IT hardware, software and related support services, professional services (consultancy and contingent labor), general and administrative service providers in fleet, facilities, financial and human resources, R&D related suppliers including but not limited to clinical research services, laboratory, and outsourced development services and business partners acting as distributors, tender agents, sales agents to Takeda and any of its affiliates and subsidiaries.

2.0 Adherence to Applicable Laws, Regulations & Supplier Code

Suppliers must comply with the laws, rules, regulations, and industry and local ethical standards applicable to their operations, and this Takeda Supplier Code of Conduct.

3.0 Business Practices

Suppliers shall conduct their business in an ethical manner and act with integrity. Specifically:

3.1 Anti-bribery, Kickbacks, Unlawful Payments and other Corrupt Practices

Suppliers shall not pay bribes or provide anything of value, directly or indirectly through a third party, to a government or public official, political party, or private person for the purpose of gaining an improper advantage, to win or retain business, to improperly influence the act or decision of that person or organization, or to illegally influence the action of any individual, customer, company, or company representative. Suppliers must keep accurate and transparent records that reflect actual transactions and payments. Suppliers shall not accept bribes or participate in other illegal inducements in business or government relationships.

3.2 Fair Competition and Antitrust

Suppliers shall conduct their business consistent with fair and vigorous competition and in compliance with all applicable anti-trust laws. Suppliers shall employ fair business practices including accurate and truthful advertising.

3.3 Conflicts of Interest

Suppliers must disclose to Takeda management any perceived or actual conflicts of interest. Takeda management must review any apparent or actual conflicts, and if a conflict of interest is permitted, this decision must be documented. A conflict of interest arises when personal interests or activities influence, or appear to influence, the ability to act in the best, objective interests of Takeda. Suppliers should disclose to Takeda if a Takeda employee or professional contracted by Takeda may have an interest of any kind in the supplier's business or any current economic ties with the supplier.

3.4 Gifts & Entertainment

Gifts and entertainment are not needed in order to conduct business with Takeda. We will select suppliers based on fair and objective standards and without favor or preference based on any personal relationship. We will not accept or solicit any illegal or inappropriate benefits (including money, goods, hospitality, gifts or any other item of value) from suppliers or others with whom we do business.

3.5 Identification of Concerns

All workers should be encouraged to report concerns or illegal activities in the workplace without threat of reprisal, intimidation or harassment. Suppliers shall investigate and take corrective action if needed. Suppliers and their employees may report concerns to Takeda confidentially and anonymously at www.Takeda.EthicsPoint.com on matters related to Takeda's business relationship with that supplier.

4.0 Animal Welfare

Animals shall be treated humanely, with pain and stress minimized. Suppliers should seek opportunities to reduce the need for animal testing by use of innovative analytical methods, reduce the number of animals used, or to refine procedures to minimize distress. Alternatives should be used wherever these are scientifically valid and acceptable to regulators.

5.0 Data Privacy

Suppliers shall operate in a manner that is consistent with applicable data protection laws, including privacy and security protections that are appropriate to the sensitivity of the personal information collected or otherwise processed by the Supplier on behalf of Takeda. Suppliers shall have appropriate organizational structures and procedures to ensure the protection of personal information against accidental, unauthorized or unlawful loss, destruction, alteration, disclosure, use or access. This includes policies and procedures to address technical and organizational security as well as confirmation of compliance with these requirements. Suppliers must comply with laws that govern cross-border data transmissions.

6.0 Human Rights, Labor & Employment Practices, Health & Safety

Suppliers shall be committed to uphold the human rights of workers and Takeda stakeholders, including its patients, and to treat them with dignity and respect. Suppliers must comply with laws governing human rights matters, including human trafficking and slavery laws and regulations in the course of providing services or manufactured goods or other products to Takeda.

6.1 Freely Chosen Employment

Suppliers shall not use forced, bonded or indentured labor or involuntary prison labor.

6.2 Child Labor and Young Workers

Suppliers shall not use child labor. The employment of young workers below the age of 18 shall not occur in hazardous work or night shift work, and shall only be allowed when young workers are above a country's legal age for employment or the age established for completing compulsory education.

6.3 Non-Discrimination

Suppliers must comply with all applicable employment laws and regulations and shall provide a workplace free of harassment and discrimination. Suppliers shall not discriminate against individuals on the basis of race, color, age, gender, sexual orientation, ethnicity, disability, religion, political affiliation, union membership, marital status or other reasons prohibited by law.

6.4 Fair Treatment

Suppliers shall provide a workplace free of harsh and inhumane treatment (including any sexual harassment, sexual abuse, corporal punishment, mental or physical coercion or verbal abuse of workers) and free of threats of any such treatment.

6.5 Wages, Benefits and Working Hours

Suppliers shall pay workers according to applicable wage laws, including minimum wages, overtime hours and mandated benefits including Social Security.

Suppliers shall communicate to the worker the basis on which they are being compensated in a timely manner, including times and rates for overtime, as dictated by local law and Supplier policy. Any wage deductions should be reasonable, clearly understood by the workers, and allowed by applicable law.

Suppliers should provide appropriate rest periods, adequate days or time off from work and honor applicable laws and agreements regarding maximum working hours.

6.6 Freedom of Association

Suppliers should encourage open communication and engagement with workers and/or their representatives to resolve workplace and compensation issues.

Suppliers shall respect the rights of workers, as set forth in local laws, to associate freely, join or not join labor unions, seek representation and join workers' councils. Workers shall be able to communicate openly with management regarding working conditions without threat of reprisal, intimidation or harassment.

6.7 Health and Safety

Suppliers shall provide a safe and healthy working environment, including any Supplier-provided living quarters. Suppliers must comply with all applicable health and safety laws and regulations.

6.8 Worker Protection

Suppliers shall protect workers from overexposure to chemical, biological, physical hazards and physically demanding tasks and conditions (such as extreme heat or cold) in the work place and in any company-provided living quarters.

6.9 Process Safety

Suppliers shall have programs in place to prevent or mitigate catastrophic releases of chemicals or other materials, including specific programs to prevent fires and explosions.

6.10 Emergency Preparedness and Response

Suppliers shall identify and assess emergency situations in the workplace and any company-provided living quarters, and shall work to minimize their potential impact by implementing emergency plans and response procedures.

6.11 Hazard Information

Safety information relating to hazardous materials - including pharmaceutical compounds and pharmaceutical intermediate materials - shall be available to educate, train, and protect workers from potential hazards. Such safety information shall be available in written documents, such as Safety Data Sheets (SDS) in languages commonly used by the Supplier's workforce.

Suppliers shall ensure appropriate communication to other business partners in the value chain, as appropriate, including Takeda and its logistic and distributor partners, to ensure hazards are appropriately disclosed and managed.

6.12 Workplace Facilities are Safe, Hygienic

Supplier workplace facilities, including restrooms, canteens, and any worker accommodation provided, shall be safe, clean and hygienic, and meet the basic needs of workers. Workers should also be provided with and have access to potable water.

7.0 Environment

Suppliers shall operate in an environmentally responsible and efficient manner to minimize adverse impacts on the environment. Suppliers are encouraged to conserve natural resources, to avoid the use of hazardous materials where possible and to engage in activities and with stakeholders (such as its workforce and communities) to promote reuse and recycle programs.

7.1 Environmental Authorizations

Suppliers shall comply with all applicable environmental regulations. All required environmental permits, licenses, information registrations and restrictions shall be obtained and their operational and reporting requirements followed.

7.2 Waste and Emissions

Suppliers shall have systems in place to ensure the safe handling, movement, storage, recycling, reuse, or management of waste, air emissions and wastewater discharges. Any waste, wastewater or emissions with the potential to adversely impact human or environmental health shall be appropriately managed, controlled and treated prior to release into the environment.

7.3 Spills and Releases

Suppliers shall have systems in place to prevent and mitigate accidental spills and releases to the environment.

7.4 Environmental Efficiency

Suppliers shall take measure to conserve energy, reduce water consumption in areas of water stress or scarcity and strive to measure and report its operational greenhouse gas emissions on a periodic basis.

8.0 Management System

Suppliers shall use management systems to facilitate continual improvement and compliance with the expectations of this Supplier Code. The management system elements include:

8.1 Commitment and Accountability

Suppliers shall demonstrate commitment to the concepts described in this document by allocating appropriate resources.

8.2 Risk Management

Suppliers shall have mechanisms to determine and manage risks in areas addressed by this Supplier Code.

8.3 Accurate Records and Documentation

Suppliers shall maintain accurate records and documentation necessary to demonstrate conformance with these expectations and compliance with applicable regulations. Records must be made available to Takeda or its designated auditor to inspect upon request to confirm compliance to these standards. Records must be legible, transparent and reflect actual transactions and payments. Suppliers shall not hide, fail to record or make false entries.

8.4 Training and Competency

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

8.5 Continual Improvement

Suppliers are expected to continually improve on the elements of this Code by setting performance objectives, executing implementation plans and taking necessary corrective actions for deficiencies identified by internal or external assessments, inspections and management reviews.