



Code Of Conduct

Living our values through our ethical behaviour



Quality



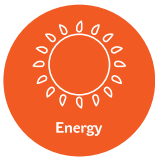
Partnership



Ingenuity



Expertise



Energy





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All UDG Healthcare plc (UDG Healthcare) Group Policies are available on the Greenhouse:



Ethics in Practice

Living our values through our ethical behaviour

Our values: Quality, Partnership, Ingenuity, Expertise and Energy, are at the heart of everything we do, reflecting a vision that goes through the whole organisation, underpinning our business.



And whilst we continue to grow, adapt and improve to meet the constantly changing challenges that our clients face, our values must always be reflected in the way we do business. This means doing what we have always done: acting ethically and responsibly, and adhering to the principles of good governance.

It is these ethical principles that underpin our values. So, we have made three simple but overriding commitments to protect them, which are that we will always:

- Maintain the highest ethical standards in everything that we do.
- Meet our legal and regulatory obligations.
- Continually improve our compliance management systems.

These commitments have to be owned by all of us, not just our Board of Directors or our senior executive team. So, our clear expectation is that everyone who works for, or with, a UDG Healthcare company in any capacity, no matter what they do, where they work or how senior or junior they may be, will take personal responsibility, not only for supporting and abiding by these commitments, but also for reading, understanding and complying fully with this Code of Conduct, our policies and our procedures.

By meeting these commitments and living our values through your ethical behaviour, you will be playing a key part in ensuring the continued success of UDG Healthcare.

Brendan McAtamney
Chief Executive Officer
September 2017



SEE SOMETHING SPEAK OUT

Whistleblowing

Hotline

Confidential
Reporting

Letting us know when things are not right

We expect everyone who works for or with us to respect our principles and maintain the highest ethical standards. But sometimes things can go wrong.

It is very important that you should feel comfortable in raising issues and concerns to ensure that things don't go wrong or that they are put right as soon as possible.

You should report genuine issues and concerns that relate to or are in connection with:

- Breaches of this Code of Conduct.
- Breaches of the law or serious misconduct.
- Failure to comply with legal, professional or regulatory obligations.
- Financial malpractice or fraud.
- Quality, health and safety or environmental issues.

We want to encourage you to report such genuine issues and concerns as soon as possible to your

line Manager; another trusted Manager; Group Legal, HR or Quality & Compliance; or the Confidential Reporting Team Hotline, or website.

We also want to assure you that concerns will be taken seriously. They will be investigated where appropriate and your confidentiality will be respected.

Finally, we want to assure you that concerns raised in good faith can always be reported without fear of retaliation, even if they turn out to be mistaken.

Our Policies:



[Group Confidential Reporting Policy](#)

Confidential Reporting Team Contacts

Quality & Compliance

Email: compliance@udghealthcare.com

Internal Audit:

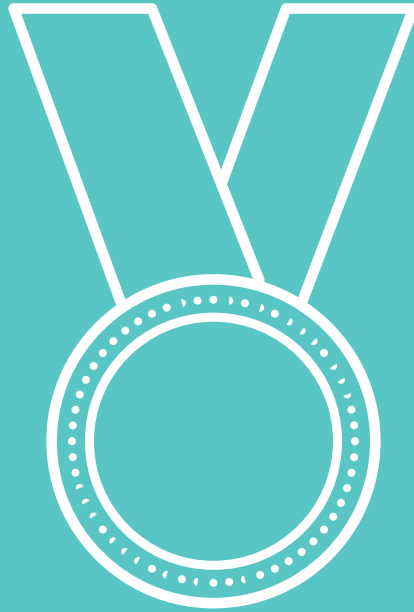
Email: internal.audit@udghealthcare.com

Raise a Genuine Concern:

To raise a genuine concern you can do so at udghealthcare.ethicspoint.com

Country	Freephone Number
Belgium	0800 29 444
Canada	844 273 2789
Germany	0800 186 2378
India	000 800 0502 108
Ireland	1800 903 361
Netherlands	0800 022 9158
Portugal	800 181 736
Spain	900 997 942
Turkey	0811 288 0001 (Then) 844 273 2789
United Kingdom	0800 069 8746
United States of America	(844) 273-2789

If your country is not listed above, then please click the link under "Raise a Genuine Concern," and select your country.



Quality

Only the best is good enough

The belief that only the best is good enough underpins everything we say and everything we do. We are driven by an uncompromising commitment to quality. With a positive, can-do attitude and a culture of continuous improvement, we work hard to meet and exceed standards, surpassing expectations and delivering excellence every time.

Our clients' belief that we will meet the standards they require of us is dependent on their confidence that we will always meet regulatory, ethical and legal standards. Our commitment to quality is underpinned by the assurance we can give in respect of these standards.



Acting lawfully

Never use inside information

We are committed to ensuring that we always comply with the rules that govern our stock exchange listing.

You may from time to time have access to information that hasn't been made public, relates to UDG Healthcare and which, if it was made public, would be likely to have a significant effect on our share price. This is "inside information" about UDG Healthcare. Check with the Company

Secretary and get prior approval before sharing this information, even with other employees.

Always check our Share Dealing Policy before you buy or sell shares or other financial instruments in UDG Healthcare and never use inside information to make a decision (or help others make a decision) to buy or sell our shares and other financial instruments - it is against the law, with very severe penalties.

Restrictions on Trading in Client Securities

In addition to the prohibitions against insider trading in UDG securities, failure to maintain the confidentiality of information entrusted to UDG, particularly confidential client information, could seriously damage our reputation and business. Allegations of insider trading in client securities would be particularly damaging. As a result, you may never trade in the securities of a client during the pendency of an engagement for that client on which you are working or over which you have supervisory responsibilities without the prior written approval of UDG's General Counsel.

In order to maintain UDG's reputation and avoid even the appearance of insider trading, it is critical that UDG protect the confidential information developed by or entrusted to it. You should treat all client information that is not publicly available as being confidential, do not disclose it to anyone and do not use that information except for the purposes for which it was provided to you. Always follow our key principles for protecting that confidential information and always abide by our policies in respect of information, all of which can be found on Greenhouse.



Acting lawfully

Always comply with competition and anti-trust laws

We will only ever seek competitive advantage in a lawful way. Never exchange information or enter into agreements or understandings with any third party in a way that is intended to improperly influence how we or any third party conducts business.

Always comply with our policies in respect of anti-competitive behaviour and only ever engage in dialogue with our competitors when there is a legitimate and lawful business reason to do so.

What sort of agreements are “anti-competitive”?

Any agreement with a competitor that has the effect of, or attempts to:

- Fix, stabilise or control prices.
- Divide up markets or territories.
- Stop or limit the sale of products or services.
- Limit interactions with competitors’ customers.
- Boycott certain customers or suppliers.
- Ensure pricing or other competitive information is shared.

Guidance:



- Never enter into any form of agreement or understanding that is anti-competitive.
- Consult Group Legal before having business discussions or interactions with competitors, even when that interaction is through trade associations or trade meetings.

Our Policies:



Inside Information and Share Dealing Policy
Anti Money Laundering Policy



Never permit UDG Healthcare to be used for money laundering

Money laundering is a way of making money received from illegal activity appear as if it has been generated by legitimate activity, usually by completing a series of transactions that have the aim of hiding the true source of the money involved.

Always follow the processes set out in the UDG Accounting Manual and report any transactions that are conducted in a manner that is suspicious

or concerning to a senior member of your local finance team, or to one of the confidential reporting team.

Our Policies:



Group Accounting Manual

Never give or accept bribes

We are committed to conducting our business in an open, honest and ethical manner, and we take a zero tolerance approach to all forms of bribery and corruption. In short, we will not condone under any circumstance the offering, receiving or facilitation of bribes or any form of improper payments. We will always adhere strictly to relevant laws in relation to corruption.

Never in any circumstance, on behalf of yourself, UDG Healthcare or any third party:

- Offer, promise or give bribes.
- Request, agree to or accept bribes.
- Facilitate the giving of bribes.

Our Policies:



Group Anti Bribery Policy
Gift Register Policy

What is acceptable when exchanging entertainment, hospitality or gifts?

The exchange of entertainment, hospitality and gifts is often a normal part of the development of business relationships and in many places is a cultural practice. As well as having to meet standards applied by law, all entertainment, hospitality and gifts should be ethical, relate to our business, be infrequent and proportionate to the development of a transparent and honest

business relationship. The giving or receiving of any entertainment, hospitality or gift that could be seen as improperly influencing the receiver, creating an expectation or obligation in respect of any aspect of a business relationship, or that could otherwise create a conflict of interest, is not permitted in any circumstance and should be reported internally.



Always follow local codes on interactions with healthcare professionals

Our interactions with healthcare professionals are professional in nature and should always be intended to facilitate the exchange of medical or scientific information that will benefit patient care. To ensure the appropriate focus on education and informational exchange, and to avoid the appearance of impropriety, we should not provide any entertainment or recreational items, such as tickets to social or sporting events,

sporting equipment or leisure/vacation trips to any healthcare professional who is not an employee of UDG Healthcare. Such entertainment or recreational benefits should not be offered, regardless of (i) the value of the items; (ii) whether we engage the healthcare professional as a speaker or consultant; or (iii) whether the entertainment or recreation is secondary to an educational purpose.

What does this mean?

In simple terms it means that you should:

- *Never* make payments or provide gifts, entertainment or favours if this could lead to someone misusing their position or performing their job improperly or if this breaches local codes of professional behaviour.
- *Never* misuse your position (or perform your job improperly) in connection with payments, gifts, entertainment or favours provided to yourself or others.
- *Never* provide gifts, entertainment or favours to public officials.
- *Never* provide entertainment or alcohol to a healthcare provider office.

Guidance:



This guidance must be followed in respect of the exchange of entertainment, hospitality and gifts:

- They should never be exchanged with any person who is treated as a representative or employee of a national, regional or local government, authority or other public body.
- Never give or accept cash, cash equivalents or items that are readily converted to cash.
- Ensure they are recorded in accordance with our policies and procedures.
- Always seek approval from the relevant person before they are exchanged.
- Seek guidance if you are unsure about the ethics or suitability of the exchange.



Ensuring all quality standards are met

Support our Quality Vision

We are driven by an uncompromising commitment to quality because patients' lives depend on it. By creating and maintaining a culture of quality and continuous improvement throughout our business, we ensure that it is based on a foundation of excellence that allows our products to meet the quality attributes required by patients, healthcare professionals, regulatory authorities and our clients.

Our Policies:



Quality Vision
Quality Policy

Everyone is required to support and co-operate with the Quality Vision and in doing so comply with all aspects of our Quality Management System

How do I do this?

Our Quality Policy and its supporting document, the Quality Vision, set forth three main principles that you should demonstrate in all aspects of your work:

- **Culture:** Actively promote, drive and “do” quality behaviour to mitigate risk and make quality decisions.
- **Control:** Use and co-operate with the monitoring and control mechanisms that we develop to provide assurance of the continued suitability and capability of our processes.
- **Continuous Improvement:** Identify and co-operate in the implementation of product and service quality improvements, process improvements, innovations and system enhancements so that we can increase our ability to consistently fulfil quality requirements.

Guidance:



Your business unit will have developed its own Quality Manual and associated Standard Operating Procedures, as well as other Quality Management System led documentation. It is your responsibility to ensure that you meet in full the responsibilities given to you by these standards.



Understanding and managing our risks

Support the effective management of risk

Value is a function of risk and return and every decision that we make can either increase, preserve or erode the value of our business.

So, it is important that we appropriately manage the risks that may impact the attainment of our objectives, meaning we can have the correct level of risk in our business to effectively add value and achieve our strategic goals.

Be proactive and honest in the identification, assessment and management of risk in our business and fully participate in the risk management processes that we have developed.

Our Policies:



Group Risk Management Process &
Operational Framework Policy



Partnership

We build on trust through delivering on our promises

We work in partnership with each other and with our clients. This way, we build relationships based on trust, integrity and transparency.

It is important that our clients know that we adopt high ethical standards and always put them first.



Working with committed suppliers

Select only suppliers who meet our standards

We only commit to the purchase of those goods and services that best contribute to the long-term well-being of UDG Healthcare. We choose our suppliers based on price, quality, delivery, service, diversity and reputation, as well as environmental and business practices.

We acknowledge that every supplier and worker deserves the right to live and work with dignity and respect, in decent and safe conditions and earn fair rates of pay. We have a responsibility to ensure good social and ethical practices within our own operations and within our supply chain.

All procurement teams in UDG Healthcare follow a standardised sourcing process for the identification, selection and management of suppliers to the company.

The selection and appointment of suppliers must always be made objectively and in accordance with our policies. Commitments in respect of goods and services can only be given by those authorised in accordance with the Group Procurement Policy

Our Policies:



Group Procurement Policy

Preventing the exploitation of others

Modern slavery is a crime and a violation of fundamental human rights. It can take many forms, such as forced and compulsory labour, servitude, slavery and trafficking. UDG Healthcare is committed to acting ethically and with integrity in all our business dealings and in all our relationships and to this end are committing to this Anti Modern Slavery Policy.

We acknowledge that every supplier and worker deserves the right to live and work with dignity

and respect, in decent and safe conditions and earn fair rates of pay. We have a responsibility to ensure good social and ethical practices within our own operations and within our supply chain.

Our Policies:



Anti Modern Slavery Policy



Treating others as you wish to be treated

Our Commitment

UDG Healthcare is committed to our Values and to embracing and benefitting from the diversity in the world in which we live and work. In doing so, we are committed to providing a workplace where all people are treated with dignity, free from harassment of any type and provided with equal opportunities.

Do not discriminate against others

Everyone has the right to be treated equally and with respect. So, we do not distinguish anyone, for any reason, on the basis of their race, religion, ethnic or national origin, disability, gender, gender expression, age, marital status, veteran status or any other characteristics that are recognised or protected by law.

Never discriminate against any person or persons based on any of the characteristics described above.

Do not engage in bullying or harassment

There is no place in UDG Healthcare for any form of bullying or harassment or for those who engage in it, facilitate it or tolerate it.

UDG Healthcare does not tolerate retaliation of any kind. Any form of retaliation against any employee who reports a perceived problem or concern in good faith is strictly prohibited.

Engaging in, facilitating or tolerating any form of harassment or abuse, or any behaviour that could be regarded as offensive, intimidating, malicious or insulting is never acceptable and is never permitted.

What should I do if I am aware of bullying or harassment in the office?

It is everyone's responsibility to ensure that bullying or harassment does not take place within UDG Healthcare. HR will provide guidance and support to ensure the workplace remains free of bullying.

Our Policies:



Diversity, Equality and Inclusion Policy



Protecting yourself and others in the workplace

Comply with Health and Safety requirements

We strive to ensure that everyone who works for or with us benefits from our commitment to health, safety and employee support.

It is our policy that every part of UDG Healthcare throughout the world will comply fully with all relevant Health and Safety laws and will ensure as far as reasonably practicable the safety, health and welfare of all our employees at their places of work, as well as all persons not employed by UDG Healthcare but who may be affected by our activities.

Everyone working for UDG Healthcare is required to commit to their own safety and that of their colleagues. This means accepting individual responsibility for co-operating in the implementation of safety policies, rules, standards, procedures, guidelines and codes, as well as adhering to them fully.

Our Policies:



Group Health and Safety Policy

Who is responsible for Health and Safety?

We all are. Individual employees have specific responsibilities for Health and Safety as set out in the Group Health and Safety Policy, and it is our expectation that these responsibilities are always met.

Guidance:



- Take reasonable care to protect your own safety and that of others.
- Ensure that only the correct tools and/or equipment is used for the job.
- Don't operate any plant, machinery or equipment unless it is part of your work and you have been trained to use/operate.
- Don't carry out tasks that you are not competent to complete.
- Wear and keep in good order any personal protective equipment provided.
- Co-operate with legal safety obligations.
- Attend all training and assessments.



Never work under the influence of drugs or alcohol

The use of drugs or alcohol affects our judgement and our ability to do our work. More seriously, it can put us and our colleagues at risk of harm. So, it is important that we are clear about our position in respect of the use of drugs and alcohol both in the workplace and at work related social events.

- *Never* at any time misuse medication, alcohol or drugs so that your ability to carry out your job to your best ability is impaired, or others are put at risk of harm or fear of harm, or that your or UDG Healthcare's reputation is put at risk.
- *Never* misuse medication, alcohol or drugs whilst conducting UDG Healthcare business.
- *Never* bring alcohol on to UDG Healthcare premises with the intention of misusing it.
- *Never* take alcohol to a healthcare professional office.
- *Never* bring medication or drugs on to UDG Healthcare premises other than for personal use in accordance with medical advice and provided that its consumption will not in any way impair your ability to work.

Co-operation and transparency

Co-operate with audits and investigations

In the pursuit of our ethical principles, it may from time to time be necessary for us to conduct audits or investigations. These will always be intended to understand our performance or gather facts relating to specific events but in all cases their success will depend on everyone's co-operation and honesty.

Always co-operate fully with any audit or investigation that we may undertake and when asked to provide information, ensure that it is full, accurate, truthful and not misleading.

Our Policies:



Corporate Quality Audits Policy
Internal Audits Policy



Ingenuity

We are committed to solving problems and resourceful thinking every day

We build solutions for our clients using creativity and innovation.

Our clients expect us to anticipate future trends and implications accurately and drive innovation to find new and creative solutions to exceed expectations.



Using our IT systems and respecting them

Following our Group Acceptable IT Usage Policy

Information Technology is a critical resource within UDG Healthcare and is used on a daily basis by employees to conduct business. It is important to remember that information stored on computers and mobile devices remains the property of the Group.

Employees should have no expectation of privacy when using company devices or networks for personal use.

Security and proprietary information

Every employee has a duty to protect the computing and network resources of UDG Healthcare and the information contained within. Criminals are constantly searching and probing for opportunities to steal valuable data or cause disruption to the business. Vigilance is necessary to prevent data breaches from occurring:

- Any theft or loss of computers or mobile devices must be reported promptly.
- You must not share access to accounts or give access to unauthorised users.
- Your UDG Healthcare password must never be re-used on any external site.
- Always lock your workstation when unattended.
- Tampering with or attempting to bypass security controls is prohibited.

Appropriate data use

UDG Healthcare operates in a highly regulated environment. It is critical that data is handled appropriately and safely.

- Copying company data to non-company storage in the cloud or non-encrypted media is prohibited.

Our Policies:



Acceptable Use Policy
Group Information Security Policy

Guidance:



- Ensure information is retained for at least as long as your local business unit policy requires and then disposed of in accordance with that policy.
- Ensure the format of retained information meets legal, regulatory and operational requirements.



Using email and other communication tools

Our business relies on email and other communication methods such as social media as essential business tools. Inappropriate use puts the Group at risk of lawsuits and can damage the company image.

- Misuse of work email or social media such as sending spam, harassing others, forging messages or sending chain letters is prohibited.
- Third party email systems like Gmail or Yahoo mail must not be used for business purposes.
- Personal email must not be used for business purposes.

Protecting the knowledge we create

Protect our intellectual property

Intellectual property is a valuable asset, and the intellectual property that is developed and owned by UDG Healthcare contributes significantly to our success, as well as our competitive position. It is for that reason that we protect our intellectual property, and we expect everyone in UDG Healthcare to promote that protection.

Always co-operate in the establishment, protection, maintenance and defence of UDG Healthcare's intellectual property rights. Always respect the intellectual property rights of others by using them only with their formal consent and never unlawfully taking or using them.

What is "intellectual property"?

Intellectual property includes patents, trademarks, trade secrets and copyrights, as well as scientific and technical knowledge, know-how and experience such as training programmes and innovative methods that have been developed in the course of UDG Healthcare's activities.

Guidance:



If during the course of your employment with UDG Healthcare you develop anything that could be considered to contain intellectual property, please contact Group Legal who will provide advice.



Protect confidential information

The documents, records, information and data that we continually create and collect are valuable assets that belong to us or the third parties (such as our clients) who provide them to us. So, unless they are publicly available, it is important that they are treated as being confidential and protected from loss, inappropriate or unauthorised distribution, disclosure and use.

Treat all information that is not publicly available as being confidential, do not disclose it to anyone and do not use that information except for the purposes for which it was provided to you.

Always follow our key principles for protecting that confidential information and always abide by our policies in respect of information.

What are the key principles for protecting confidential information?

- If it is in an electronic format, it must be stored and transmitted securely.
- If it is in a physical format, ensure that it is not capable of ever being seen or accessed by others without permission.
- Do not disclose it to anyone, even colleagues, other than as specifically authorised.
- It must never be provided to third parties without proper authorisation and only after the receiving party has signed an approved non-disclosure agreement with us.
- Do not communicate it in a way that inadvertently discloses it, for instance by discussing confidential information in a public place.
- Do not provide confidential information in response to unsolicited or unverified requests for information.

Guidance:



What sort of information is “*confidential information*”? Well, some examples are listed below, but it includes any information which is not publicly available:

- Trade secrets.
- Merger and acquisition plans.
- Business, strategic and marketing plans.
- Commercial policies, such as prices and margins.
- Information provided to us by third parties on a confidential basis.
- Financial information.
- Client information (including that they are clients).
- Employee information.
- Protected health information of patients.



Communicating the right things in the right way

Only speak publicly on our behalf if permitted

Our reputation is very valuable and all of us work hard to protect and enhance it. That's why it is important that everything we say publicly on behalf of UDG Healthcare is carefully considered to ensure that it is consistent with the facts, as well as our strategy, values, ethical principles and integrity.

Never communicate for UDG Healthcare publicly unless you have been specifically authorised to do so, and then only in accordance with that authorisation.

If somebody from the local paper calls me to talk about UDG Healthcare, what can I say?

Only that you cannot speak for UDG Healthcare and that they should contact our communications team.

Our Policies:



Group Media & Communications Policy

Be a good ambassador for UDG Healthcare

Our employees are also our greatest ambassadors, and so we expect everyone to follow our principles when talking about our business, particularly in a social or on-line setting such as twitter and facebook.

When you are talking about our business, your role in it or your associations with it, particularly when in a social setting (including when using any form of social media), ensure that you always follow our policies, procedures and guidelines.

What does being a good ambassador mean?

Our key principles to being a good ambassador are simple:

- Think before you speak - is it really appropriate to say anything? If not, then don't.
- Tell the truth - you are responsible for ensuring that what you say is true and not misleading.
- Respect confidentiality - don't disclose confidential information.
- And above all, follow our Code of Conduct.

Guidance:



Never speak publicly on behalf of UDG Healthcare unless you have been specifically authorised to do so, and always:

- Refer all media enquiries to the nominated Group personnel.
- Refrain from speaking to the media on any issued relating to UDG Healthcare.



Expertise

Together we have a wealth of knowledge and skills built over many years

Through strong business and financial leadership, we deliver excellence and enhance our client experience.

It is important that we are proactive and anticipatory with solutions to problems in the business and always seek to stretch our own capability and are willing to operate outside of our comfort zone.



Acting in accordance with your authority

Never commit UDG Healthcare unless you are authorised to

Making decisions on behalf of UDG Healthcare is something we all have to do, every working day. However, many decisions can commit UDG Healthcare to legally binding obligations or other responsibilities that have financial or legal consequences.

Never act outside of the authority that you have for committing UDG Healthcare to binding obligations with others (no matter how minor they may seem) and always check the Mandate

Policy for your business unit to understand what authority you may have.

Do not sign documents on behalf of UDG Healthcare unless you have written authorisation to do so.

Our Policies:



Bank Mandate Policy
Local Mandate Policy
Capital Commitment and Asset Disposal Policy

Managing any legal issues

Always refer legal proceedings to Group Legal

From time to time UDG Healthcare may be the subject of legal proceedings. The consequences of such proceedings may be significant and it is important that they are dealt with promptly by the qualified lawyers in our legal function.

Any legal proceedings (including proceedings that are threatened) should be immediately referred to Group Legal and there must be no dialogue or correspondence with the other party on the subject of the proceedings, other than as directed by Group Legal.

What do I do if I learn of a pending, imminent or contemplated legal action or government investigation?

Immediately contact Group Legal. Retain and preserve all records (including all electronic

records) that may be relevant to the litigation, or that may relate to the investigation, and follow the instructions of Group Legal.

Remember that all records and documents remain the property of UDG Healthcare.

Guidance:



- Always involve the UDG Healthcare legal department in advance of signing any contract.
- If in doubt regarding a dispute of any nature inform UDG Healthcare legal department.



Acting within the laws that govern us

Interact with clients and healthcare professionals ethically

Comply with healthcare laws and regulatory requirements

Just like our clients, we are subject to laws and regulations that are intended to protect patients and consumers, improve the quality of the services that we provide and ensure everything we do is done fairly and ethically. Our ethical principles mean that one of our overriding commitments is to ensure that we always meet our legal and regulatory obligations and always follow local healthcare professional guidelines.

Everyone working for or with UDG Healthcare is required at all times to comply with all laws and regulations that apply to UDG Healthcare and the work that we do.

Which standards do I follow?

From time to time there may be a difference between the standards that we have set, the standards that our clients have set and the standards set by law. Unless you are instructed otherwise by UDG Healthcare, you must follow the highest standards that are applied, but in any event you must always abide by the standards required by the relevant laws and regulations.

Guidance:



- UDG Healthcare legal department manages all legal affairs whatever the jurisdiction.
- Do not engage local legal counsel without the agreement of the UDG Healthcare legal department.



Managing our business information

Be honest and ethical when gathering market intelligence

A big part of what we do, whether it is for ourselves or for our clients, is to better understand what is happening in our market today, how other businesses are responding and what the developments of the future will be. But our credibility, and that of the clients we work for, is entirely dependent on our honest and open approach to the gathering and use of this market intelligence.

Market intelligence must only be gathered from public sources, even in circumstances where that intelligence is being gathered on our behalf by a third party. Never obtain market intelligence by illegal, unethical or dishonest means, including through the unauthorised disclosure of information by third parties.

Ensuring the accuracy and integrity of data

Keep UDG Healthcare's data and records safe and accessible

In the conduct of our business, we receive and produce documents, records, information and personal data ("information") in very significant quantities. These have to be stored, kept accessible and retained in accordance with various requirements, including legal and regulatory.

Always ensure that all information that you receive or produce is retained in accordance with your local business unit policies, including in respect of its accessibility to others and the format in which it should be retained.

Our Policies:



Data Protection Policy



Integrity of financial information

Ensure the accuracy of accounting and financial information

The integrity of UDG Healthcare's financial statements is critical to our credibility as a business. So, it is our policy to ensure that the financial statements of UDG Healthcare are always honest, accurate and objective. This policy also supports the legal requirements and the international financial reporting standards that govern the accuracy of our operational results and financial statements, which are very strict.

Always follow our accounting and financial reporting policies. Never do anything, including conceal, misrepresent, falsify, alter or destroy any form of information, so that any of UDG Healthcare's operational results, accounts or financial statements are inaccurate or false.

Our Policies:



Group Accounting Manual

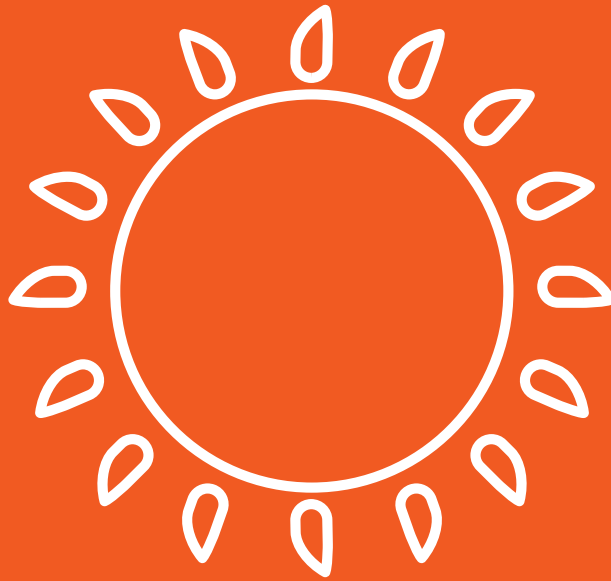
What do I do if I have a concern in respect of an issue that could give rise to inaccurate or false accounting or financial reporting?

Immediately report your concern following the procedure set out in the Group Confidential Reporting Policy.

Guidance:



- All financial information as it relates to UDG Healthcare must be accurate, timely and in accordance with the Group Accounting Manual.
- Anyone confirmed to have made fraudulent statements, whether in finance reporting or expense reporting, is liable to criminal prosecution and to recovery of previously paid performance related pay.



Energy

We achieve our clients' goals with imagination and passion

We are enthusiastic for success, always ensuring we engage, listen and work together to build the best solutions.

We should always strive to take the initiative and be the best that we can be.



Engaging with our community and environment

We work towards environmentally sound business practices

Aligning with our vision to improve patients' lives we recognise the importance of environmental sustainability. We embrace our responsibility to our employees, our customers, our partners, and the communities in which we operate across the world.

Every day we improve the lives of thousands of patients around the world and we want to ensure that these activities do not result in adverse environmental impacts.

The key to our Environmental Sustainability commitment is that we proactively manage environmental aspects before they become impacts. Our journey begins with a better understanding of our environmental footprint, its impact, and how it's changing.

Our Policies:



Environmental Sustainability Policy

Being honest in your dealings

Avoid conflicts of interest

Certain relationships can create a conflict of interest with UDG Healthcare, as well as raise questions about whether transactions associated with those relationships are consistent with our best interests. As a consequence, we expect all employees to act in the best interests of UDG Healthcare and avoid conflicts of interest.

No financial transaction, arrangement or relationship that gives rise to a Conflict of Interest can be entered into unless approved

in accordance with our policies. Commercial transactions that amount to "related party transactions" must always be approved in advance by the Company Secretary.

Our Policies:



Group Conflicts of Interest Policy

Group Related Party Transaction Policy



Who is a “Related Party”?

A Related Party is any one of:

- (i) A director or nominee director of any company in the UDG Healthcare Group.
- (ii) Any person identified by the Board of UDG Healthcare as a person discharging managerial responsibilities (“PDMR”) in respect of the Group.
- (iii) Anyone who exercises significant influence over UDG Healthcare, or the company in the UDG Healthcare Group in respect of which the transaction relates.
- (iv) Any person who can exercise 10% or more of UDG’s voting securities (whether directly or indirectly).
- (v) An immediate family member of (i), (ii) or (iii).
- (vi) A close business where any of the above owns or controls more than 5%.

Who is a “Connected Party”?

A Connected Party is anyone with whom you have a personal interest which may interfere, or appear to interfere, with the interests of our business, including where the personal interest makes it difficult for you to be objective and efficient.

What is a “Conflict of Interest”?

A Conflict of Interest arises where:

- There is any transaction, arrangement or relationship between us and your “connected party”; and
- Your position with us means that you can directly or indirectly influence that transaction, arrangement or relationship.

Guidance:



Personal interests include those that come from:

- “Immediate family members” such as spouses, civil partners, children, step children, parents, step parents, siblings, parents in law, children in law and siblings in law, dependents and any family member who may be living with you;
- “Other family members” all family members other than immediate family members.

Guidance:



Connected Party include those that come from:

- A “close connection”, any connection that is sufficiently close that a conflict of interest is likely to arise. This includes very close personal or family friends; and
- A “close business”, which is one in which you, or your immediate family member, other family member or a close connection, beneficially owns a 5% or more interest.



Be aware of trade controls

Our overriding commitment to complying with laws and regulations includes ensuring that we do not trade with individuals, organisations or countries that we are prohibited from trading with by virtue of sanctions and other trade controls.

You must ensure that there are no dealings (whether directly or indirectly) with any state, organisation or person that is subject to sanctions and other controls in respect of the goods and services that we provide without reference to Group Legal.

Suggested Links

[US Department of the Treasury Specially Designated Nations \(SDN\) list](#)

[European External Action Service \(EEAS\)](#)

Guidance:



Refer regularly to the guidance that is issued by Group Legal and refer to them if you are in any way unsure as to whether or not a particular dealing is permitted.



SEE SOMETHING SPEAK OUT

Whistleblowing

Hotline

Confidential
Reporting

Letting us know when things are not right

How do I raise a genuine concern?

- **Tell your line manager:** Your line manager will usually be the person best able to resolve the issue or escalate it in the most effective way and so, if possible, you should tell them first. Tell them in person, or in writing if you prefer.
- **Tell another manager:** If you do not wish to tell your line manager, you can contact any other local manager, Group Legal, HR or Quality and Compliance.
- **Tell one of the confidential reporting team:** Their details are listed on this page, as well as in the Group Confidential Reporting Policy and the Greenhouse.
- **Call our confidential reporting hotline:** We operate a free to call, 24 hour, multilingual independent confidential hotline that will allow you to raise a concern at any time. Full details of the hotline are listed on this page, they are also available on Greenhouse, or at the following web address where you can also raise your concern in writing if you wish.

Raise a Genuine Concern:

To raise a genuine concern you can do so at udghealthcare.ethicspoint.com

The Confidential Reporting Team

Quality & Compliance

Email: compliance@udghealthcare.com

Internal Audit:

Email: internal.audit@udghealthcare.com

Country	Freephone Number
Belgium	0800 29 444
Canada	844 273 2789
Germany	0800 186 2378
India	000 800 0502 108
Ireland	1800 903 361
Netherlands	0800 022 9158
Portugal	800 181 736
Spain	900 997 942
Turkey	0811 288 0001 (Then) 844 273 2789
United Kingdom	0800 069 8746
United States of America	(844) 273-2789

If your country is not listed above, then please click the link under "Raise a Genuine Concern," and select your country.

What Next?

Your commitment

Everyone who works for or with a UDG Healthcare company in any capacity, no matter what they do, where they work or how senior or junior they may be, is required to take personal responsibility for reading, understanding and complying fully with our Code of Conduct, policies and our procedures, as well as our legal and regulatory obligations.

Engaging in unethical conduct, failing to comply with applicable legal and regulatory obligations or failing to comply with our Code of Conduct, policies and procedures will result in disciplinary action up to and including termination of employment. This equally applies to managers (at any level) who fail to properly implement our policies, procedures and ethical initiatives, ignore or promote improper behaviours, or fail to detect and/or correct them.

Getting guidance

An important part of meeting your commitment is to seek guidance or help whenever you feel it is needed. Speak with your manager in the first instance or contact the following:

Quality & Compliance

Email: compliance@udghealthcare.com

