

Code of Conduct for Business Partners

SCOPE AND PURPOSE

- ❖ i+solutions group (hereinafter referred to as “i+solutions”) is engaged in improving global health supply chains and envisions a world where no medical need goes unmet. Hence, i+solutions recognises the importance of accountability, transparency and predictability of its business partners.
- ❖ This Code of Conduct for Business Partners (“Code”) is applicable to all individuals and entities engaged in commercial relationship with i+solutions and its subsidiaries, including but not limited to donors, suppliers, clients, principal recipients, service providers, agents, consultants, contractors, officers, subcontractors and their affiliates (“Business Partners”).
- ❖ The intent of this Code is to enlist Business Partners’ commitment to maintain integrity of operations in line with i+solutions’ core principles.
- ❖ i+solutions will regularly review and revise this Code, when needed, to reflect changes in best practice, lessons learned and feedback from partners. In the event of any modifications to this Code, i+solutions will deem the revised versions as accepted, eliminating the need for additional signatures from Business Partners.
- ❖ i+solutions reserves the right to carry out inspections of Business Partners to ensure adherence to this Code. Furthermore, i+solutions retains the right to implement suitable measures against any Business Partner found to be in violation of this Code.

ETHICAL BUSINESS PRACTICES

- ❖ Business Integrity: Business Partners are expected to uphold the highest standards of business integrity in their operations. Business Partners must comply with all applicable laws, regulations, standards and i+solutions’ requirements.
- ❖ Conflicts of Interest: Business Partners shall not engage in any activities that would create an actual or potential conflict of interest regarding their duties, interests, and obligations to i+solutions and/or relevant grant donors. We expect our Business Partners to immediately notify us if any conflicts of interest arise.
- ❖ Trade Compliance: Business Partners must strictly adhere to all applicable import and export controls, sanctions, and trade compliance laws of the countries where transactions take place. This includes ensuring that all necessary licenses and authorizations are obtained, accurately documenting and reporting transactions, and refraining from any activities that would violate trade restrictions or embargoes.

- ❖ **Bribery and Corruption:** Business Partners, their representatives and intermediaries shall not, directly or indirectly, including through an agent or other intermediary, engage in corrupt practices in bidding for, or performing, a contract or activity for i+solutions. Corrupt practices means the offering, promising, giving, receiving, or soliciting, directly or indirectly, anything of value or any other advantage to influence improperly the actions of another person or entity. Business partners must establish and maintain comprehensive systems to prevent bribery and corruption, ensuring strict adherence to all relevant domestic and international anti-corruption laws.
- ❖ **Financial Frauds:** All forms of financial frauds and crimes, including theft, embezzlement, money laundering, financing of terrorism, forgery, tax evasion, facilitation of tax evasion by others, accounting fraud, and related offenses, are strictly prohibited. Business partners associated with i+solutions must refrain from soliciting, offering, giving, receiving, or promising to offer or give any fees, gratuities, rebates, gifts, commissions, or other payments, unless fully disclosed to i+solutions or its grant recipients in connection with the procurement process or contract execution.
- ❖ **Fair Competition:** Business Partners shall conduct their operations in line with principles of fair and vigorous competition, ensuring full compliance with applicable antitrust laws. Business partners must engage in procurement processes transparently and accountably, adhering to all applicable laws and recognized standards of good procurement practice. Compliance with these practices promotes and upholds integrity of our business relationship.
- ❖ **Data Privacy and Security:** While conducting business with i+solutions, Business Partners may be required to process personal data of various individuals. In these circumstances, it is expected that Business Partners adhere strictly to all relevant privacy laws. Business Partners are obligated to implement suitable measures and effective controls to safeguard personal data against known or potential risks, ensuring its security, confidentiality, and authenticity. In the event of an incident that could negatively impact personal data, Business Partners are required to promptly notify i+solutions. Business Partners are also expected to assist i+solutions in any investigation aimed at assessing and effectively remediating such incidents. Should there be a business necessity to transfer personal data of individuals on behalf of i+solutions to a foreign country, Business Partners must adhere to any specific regulations pertaining to cross-border transfers. Furthermore, when requested by i+solutions, Business Partners are expected to cooperate with i+solutions to ensure an adequate level of protection is in place before any such transfer occurs.

MANAGEMENT SYSTEMS AND TRANSPARENCY

- ❖ **Commitment and Accountability:** Business Partners must demonstrate commitment to the principles set forth in this Code of Conduct by allocating appropriate resources and identifying senior responsible personnel. Breach of this code of conduct by Business Partners shall have material implications.

- ❖ **Business Continuity:** Business Partners are responsible for formulating and executing suitable business continuity plans to ensure uninterrupted operation of services supporting i+solutions' business. This involves proactive planning and robust strategies to mitigate potential disruptions and ensure a swift recovery of operations.
- ❖ **Transparency:** Business Partners are required to maintain transparency and accountability in all their interactions with i+solutions and relevant donors. This involves providing precise and exhaustive information about their business operations and transactions with i+solutions, while adhering to applicable confidentiality requirements. Business Partners are obliged to adhere to all rules set for each procurement process, and should only enter into contracts if they are fully capable and committed to fulfilling all contractual obligations. i+solutions mandates collaboration from Business Partners, granting access to pertinent records, individuals, and sites related to project activities, thereby ensuring transparency, effective oversight, and regulatory compliance.
- ❖ **Supply Chain Integrity:** Business Partners are required to uphold integrity of the supply chain in all their operations by ensuring, where applicable, that products are sourced, manufactured, and delivered in compliance with laws and standards. Any fraudulent or unethical behaviour in the supply chain, such as counterfeiting or tampering with products, is strictly prohibited. Business Partners are also expected to implement robust systems and controls to detect, prevent, and report any breaches of supply chain integrity.
- ❖ **Pharmacovigilance:** Business Partners engaged in the supply of pharmaceutical products are required to strictly adhere to all applicable pharmacovigilance laws and regulations. They must ensure the safety, efficacy, and quality of the products throughout their lifecycle. In the event of any adverse events or product issues, Business Partners are obligated to promptly report to i+solutions and relevant regulatory authorities. Furthermore, Business Partners should assist in any subsequent investigations and take necessary actions to mitigate risks and prevent recurrence.
- ❖ **Confidentiality:** Business Partners must adhere to confidentiality requirements of i+solutions. Furthermore, information obtained through participation in i+solutions' grant recipient procurement processes and/or during execution of grant-funded contracts, must not be disclosed to third parties, including for the purpose of providing unfair advantage in tenders or other procurement processes, without i+solutions' prior written consent.
- ❖ **Accounting and Recordkeeping:** All financial books and records, which must be accurate, reflect all transactions and payments, and conform to generally accepted accounting principles, should be retained for at least seven years following the last payment made under the contract.
- ❖ **Publicity & Advertising:** Business Partners shall not, without i+solutions' prior written consent, (i) use i+solutions' and/or relevant donor's name or logo in publicity or advertising; (ii) use their direct or indirect business-relationship with i+solutions to imply an endorsement by i+solutions of their products and services, and (iii) make any representation or statement for or on behalf of i+solutions.

HUMAN AND LABOR RIGHTS

- ❖ Human Rights : Business Partners are expected to respect and protect internationally recognized human rights, and avoid any involvement in human rights abuses. They must not tolerate any form of unacceptable treatment, such as sexual harassment or discrimination, and should promote equal opportunities for all employees, regardless of their personal characteristics or affiliations. Furthermore, they are required to respect the freedom of association and the right to collective bargaining.
- ❖ Labour Practices : Business Partners are required to reject all forms of forced labour, employ no workers under the legal working age, and support the eradication of employment discrimination. Business Partners are encouraged to ensure that employees are paid a wage that meets their basic needs and aligns with local living wage standards, in accordance with applicable laws and regulations.
- ❖ Children's Rights : Business Partners are expected to safeguard children's rights, adhering to the ILO Convention on the Worst Forms of Child Labour, and prohibiting all forms of forced labour and harmful employment of minors. Business Partners are strongly encouraged to adopt children's rights and business principles, which include respecting children's rights, eliminating child labour, ensuring child safety in all business activities, and providing decent work for young workers, parents, and caregivers. Business Partners should ensure that their products and services support children's rights, and their marketing and advertising should respect these rights. They are also expected to respect children's rights in relation to environmental and security issues, and assist in protecting children affected by emergencies.
- ❖ Fair Treatment and Anti-Harassment : Business Partners are expected to foster a workplace environment that is devoid of any form of harsh or inhumane treatment. This includes, but is not limited to, sexual harassment, any form of abuse, corporal punishment, mental or physical coercion, verbal abuse, and any intimidation tactics. Any threats of such behaviour are also strictly prohibited. The aim is to create a safe, respectful, and dignified working environment for all.

HEALTH, SAFETY AND ENVIRONMENT

- ❖ Worker Protection: Business Partners must protect workers from exposure to chemical, biological, physical hazards, and physically demanding tasks. Business Partners must operate in compliance with all applicable health and safety regulations, including but not limited to ISO 45001:2018, and ensure safety management systems are in place to prevent work-related injuries.
- ❖ Emergency Preparedness and Response : Business Partners must identify potential emergency situations in the workplace, implementing and regularly updating emergency plans and response procedures to mitigate their impact.
- ❖ Hazard Information : Business Partners must also ensure that safety information about hazardous materials, including pharmaceutical compounds and intermediates, is readily available to educate and protect workers.

- ❖ Energy Conservation and Climate Change : Business Partners shall actively monitor their energy usage and improve initiatives aimed at conserving energy. Business Partners shall establish and adhere to goals for reducing energy consumption, and strive to minimize their environmental footprint, including the reduction of greenhouse gas emissions from their operations.
- ❖ Environmental Authorizations : Business partners shall comply with all applicable local environmental regulations and standards, incorporating where feasible elements of certifications such as ISO14001. All required environmental permits, licenses, information registrations and restrictions shall be obtained and their operational and reporting requirements followed.
- ❖ Waste & Emissions : Business partners 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.

RAISING CONCERNS

Business Partners who believe that i+solutions' employee, or anyone acting on behalf of i+solutions, has engaged in illegal or otherwise improper conduct, should report the matter promptly to i+solutions. Any individual or organization, who knows or suspects that i+solutions' Business Partner(s), or anyone acting on their behalf, has engaged in activities that violate this i+solutions' Code of Conduct for Business Partner, should speak up to report the concern to i+solutions.

