



Curia Global, Inc.

# Vendor Guidelines

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## 1. Introduction to Curia

Curia Global, Inc. (together with its subsidiaries, “Curia”), formerly AMRI, is a leading contract research, development and manufacturing organization providing products and services from R&D through commercial manufacturing to pharmaceutical and biopharmaceutical customers. Curia’s more than 3,700 employees at 29 locations across the U.S., Europe and Asia help its customers advance from curiosity to cure.

Curia’s suite of custom solutions allows us to tailor every engagement to our customers’ precise needs, whether that’s an independent project or an opportunity that spans the drug development lifecycle.

## 2. Shared Values and Guidelines for Vendors

Curia - “from curiosity to cure”. Everything we do is geared towards serving our customers and those whose lives they seek to improve. To achieve the best results, Curia believes in a robust, diverse, ethical and sustainable supply chain. Our vendors are an important part of our success and our shared values are key to successful partnerships to ensure the very high standards of Curia are achieved and exceeded.

This document sets forth guidelines for Curia’s vendors (the “Vendor Guidelines”) and explains the basics of doing business with Curia. These Vendor Guidelines outline the principles on which we operate including but not limited to conducting business with integrity and ethics, upholding human rights, assuming fundamental responsibility to take care of our planet, driving diversity and inclusion, and rejecting corruption so that we do business in a way that is respectful, compliant and sustainable.

These Vendor Guidelines apply to all our vendors, including those individuals and organizations that provide services, raw materials, components, or other products directly or indirectly to Curia (“Vendors”). Vendors are expected to strictly comply, and be able to prove compliance, with the Vendor Guidelines upon request through surveys, due diligence, audits, and/or confidential employee and on-site contractor interviews. Where required, such compliance shall be demonstrated by the submission of documentation from relevant books, accounts and records (including receipts, invoices etc.) of the Vendor or its sub-contractors/consultants for Curia’s review.

## 3. Corporate Responsibility

Curia started out in science in 1991 as Albany Molecular Research, Inc. and throughout our journey, our purpose has been clear: we are here because patients need our expertise to help them lead healthy lives. How we do this is just as important and we maintain a focused approach to continually improve our environmental, social and governance (ESG) performance. We expect this approach to be mirrored by our Vendors as well so that together, we achieve the highest of standards in our industry. We all need to contribute to the well-being of our fellow human beings every day in everything we do. It is essential to be uncompromising in these things for ourselves and for future generations. Our operations and businesses must seek to minimize our carbon footprint, minimize our waste and emissions and responsibly manage our water and other resource usage. With global warming being an immediate threat to our planet, we need to do everything within our combined power to minimize our adverse impact on our world.

Curia has, and will continue to, adapt to the requirements of our world to make it a better place to live by prioritizing sustainability, diversity and inclusion. Curia looks to promote the use of Vendors who pay attention to promoting diversity and helping the disadvantaged.

It is Curia's expectation that our Vendors understand and reflect these values in their operations and supply chains and drive continuous improvement in all these areas to create a better world than we inherited.

## 4. Compliance

Vendors must comply with all applicable legal & regulatory requirements, highest ethical standards and relevant industry codes of practice. These include but are not limited to manufacturing and product quality requirements, applicable import and export controls, sanctions, supply chain security requirements and other trade compliance laws of the US and other countries where the transactions occur, antibribery and anticorruption laws (including the U.S. Foreign Corrupt Practices Act and the U.K. Bribery Act), anti-money laundering laws, competition and unfair business practice laws, restrictions on advertising activities, labor laws, environmental, health and safety regulations and any laws, regulations or codes that govern the Vendor's or Curia's business or that of our customers. Vendors' compliance frameworks should include avenues for reporting ethics and compliance concerns. Vendor employees should be encouraged to report concerns or illegal activities in their business dealings without threats of reprisal, retaliation, intimidation, discrimination or harassment. All reports shall be thoroughly investigated and corrective action taken in a timely manner.

## 5. Ethics and Business Integrity

### 5.1 Accuracy of Books and Records

Vendors must maintain accurate business records. Financial books and records must conform to generally accepted accounting principles. Records must be complete, legible, transparent, and reflect actual transactions and payments. Vendors must have policies and processes in place to prevent the recording of information in a dishonest, deceptive or misleading manner and there should be appropriate internal controls in place to ensure Vendor employees and agents cannot conceal or fail to record transactions or make false entries.

### 5.2 Fair Competition

Vendors must comply with all applicable laws and regulations regarding fair competition and antitrust. When acting on behalf of Curia, Vendors must act in an open and honest manner with third parties.

It is Curia's policy to refrain from engaging in in any practice that could potentially compromise the integrity of U.S. government procurement. This includes, but is not limited to, attempting to improperly obtain source selection information, or proprietary nonpublic information of a competitor, such as bid or proposal information or prices, either through improper discussions with government procurement officials, industrial espionage, or any other means. Seeking or obtaining

such information is against federal law in the United States and Curia expects its Vendors to abide by such law as well as the principles of honesty, propriety, fairness and integrity in all business dealings.

### 5.3 Anti-Corruption and Conflicts of Interest Guidelines

Curia is strongly committed to compliance with anti-corruption laws and expects strict compliance in this regard from its Vendors as well. Vendors shall not, directly or indirectly, provide money or anything of value to a government official in order to win or retain business, gain an improper advantage or illegally influence the action or decision of such official or any government or agency thereof. Specifically, Vendors and those acting on their behalf in connection with work for Curia, may never make a payment to or offer a government official any items or benefit, regardless of value, as an improper inducement (i) for such government official to process or approve any applications or requests for licenses, permits, authorizations etc. in connection with Curia business, (2) to expedite or influence the outcome of a government or regulatory process, including but not limited to, export or import of products or services or clearance of products through customs, (3) to avoid or reduce payment of duties, taxes or other lawful payments, (4) or otherwise to improperly benefit the Vendor's or Curia's business activities.

Vendors shall also not, directly or indirectly, engage in any form of commercial bribery by offering, promising, giving, requesting, receiving, accepting, or agreeing to accept money or anything of value in exchange for an improper business advantage, to or from any person, including a Curia representative.

Business decisions must not be improperly influenced by providing expensive gifts, lavish entertainment, personal benefits or interests that could be viewed as designed to create preferential treatment of the Vendor by Curia employees.

Vendors must disclose any potential or actual conflict of interest to Curia's executive management. A conflict of interest arises when personal interests or activities influence, or appear to influence, the ability to act in the best interest of Curia. Any concern a Vendor has regarding ethical conduct or a potential conflict of interest should be reported to Curia's Compliance Officer at 26 Corporate Circle, Albany, New York 12212 U.S.A.

### 5.4 Animal Welfare

Where the use of animals is absolutely necessary, Vendors shall ensure that there are adequate policies and processes in place to ensure they shall be treated humanely (including regular feeding, water and accommodation) minimizing pain and stress. Animal testing should only be performed if there is no viable alternative, and where performed, numbers should be restricted to the minimum. Policies and procedures should be written to minimize distress and pain with training records available for all those involved with animal testing. Alternatives to animal testing must be used when scientifically valid and acceptable to regulators. Laboratories must be accredited by the relevant regulator according to country.

### 5.5 Conflict Minerals

Vendor shall track and report on the presence or use of conflict minerals in any parts, components or materials used to supply Curia. In the event of such presence or use, Vendor shall provide a notification of the fact in writing to Curia and shall comply with all subsequent tracking and reporting requests by Curia in that regard.

## 5.6 Privacy and Confidentiality

Vendors must abide by, and must fully cooperate with Curia in its compliance with, applicable data privacy laws and regulations when handling Personal Information. "Personal information" generally means any information that identifies, or can be used to identify, an individual, and includes, for example, names, addresses, email addresses, and telephone and fax numbers. Vendors must ensure the implementation of appropriate technical, administrative and procedural safeguards with respect to the processing of Personal Information. Vendors must immediately report any unauthorized use, access, disclosure or loss (whether actual or suspected) of Curia Personal Information (i.e., Personal Information received from Curia or generated or processed on behalf of Curia or otherwise in connection with Curia business) to Curia's Legal Department at 26 Corporate Circle, Albany, New York 12212 U.S.A.

All Vendors receiving confidential information from Curia or requiring the exchange of confidential information with Curia are required to execute Curia's Confidential Disclosure Agreement (CDA) in advance. Vendors shall not disclose or use (except as authorized by the CDA) Curia's intellectual property, confidential information or any other information that they acquire with respect to Curia's business (including information developed by Vendors and information relating to products, customers, pricing, costs, know-how, strategies, processes and practices). Vendors must immediately report unauthorized disclosure or use of Curia's confidential information, whether inadvertent or not, to Curia's Legal department at 26 Corporate Circle, Albany, New York 12212 U.S.A.

## 6. Labor and Human Rights

Vendors must comply with all applicable employment laws and regulations, including those related to ensuring a safe working environment; wage, benefits and working hour laws and regulations; the rights of employees to join or refrain from joining employee organizations, such as trade unions etc.. Curia is committed to upholding fundamental human rights and refuses to participate in business activities that abuse those rights. Curia expects its Vendors to comply with sound business and employment practices that foster human rights. Vendors shall uphold the United Nations Universal Declaration of Human Rights and all country and local laws pertaining to human rights and labor practices. Employees and contractors should be treated with dignity and respect. Vendors shall not use forced, bonded or indentured labor, prison labor or be engaged in human trafficking and shall proactively seek to educate/ monitor its employees to avoid any involvement in such activity.

### 6.1 Child Labor; Combating Trafficking in Persons

Vendor shall comply with child labor laws applicable to the country of employment. Vendors should use adequate and verifiable mechanisms for age verification as a part of their employment process. Curia is committed to full compliance with government laws and regulations that strictly prohibit human trafficking. In accordance with those rules, Curia Vendors shall not engage or be involved, directly, or indirectly, in any form of trafficking in persons or use of forced labor in the conduct of business. Specifically, as per the requirements of the U.S. Federal Acquisition Regulations ("FAR"), Curia Vendors shall not do any of the following (terms with the asterisk (\*) notation shall have the meaning ascribed to them under relevant FAR provisions, and additional information can be obtained on request from the Curia Legal Department):

- Engage in any form of trafficking in persons during the period of performance of a government contract;
- Procure commercial sex acts\* during the period of performance of a government contract;
- Use forced labor\* in the performance of a government contract;
- Destroy, conceal, confiscate, or otherwise deny access by an employee to the employee's identification or immigration documents;
- Use misleading or fraudulent practices during the recruitment of employees or offering of employment;
- Use recruiters that do not comply with local labor laws of the country in which the recruiting takes place;
- Charge employees recruitment fees\*;
- Fail to provide return transportation or require payment for the cost of return transportation for employees who are not nationals of the country in which the work is taking place and who were brought into that country for the purpose of working on a government contract or subcontract;
- Provide or arrange housing that fails to meet the host country housing and safety standards; or
- If required by law or contract, fail to provide an employment contract, recruitment agreement, or other required work document in writing in a language the employee understands.

## 6.2 Non-discrimination and Harassment-free Workplace

Vendors shall provide a workplace free from harassment and discrimination. Discrimination for reasons such as race, sex/gender, religion/creed, color, national origin, age, disability (including mental and physical medical conditions), veteran/military status, sexual orientation, gender identity or expression, marital status, pregnancy, ancestry, genetic information or citizenship status, union membership or any other unlawful reason should not be allowed. Harassment of any kind, including any sexual harassment, corporal punishment, mental or physical coercion or intimidation of workers, should be strictly prohibited.

Curia expects Vendors to share our commitment to equal opportunity in employment, promoting diversity and inclusion, and creating safe workplaces.

## 6.3 Wages, Benefits and Working Hours

Vendor shall pay employees according to applicable wage laws, including minimum wages, overtime hours and mandated benefits. Vendor shall communicate with the employee the basis on which they are being compensated in a timely manner, whether overtime is required and the wages to be paid for overtime as required by law. Vendor shall keep accurate records regarding employee working hours and vacation hours as required by law.

#### 6.4 Freedom of Association

Open communication and direct engagement with employees to resolve workplace and compensation issues are encouraged. Vendors shall respect the rights of employees, as set forth in local laws, to associate freely with co-workers. Employees should be able to communicate openly with management regarding perceived violations of law, regulation or Curia's Vendor Guidelines, working conditions and pay practices without threat of reprisal, retaliation, intimidation or harassment.

### 7. Environment, Health and Safety

#### 7.1 Environment

Vendors shall comply with all applicable laws and regulations as well as Curia's procedures and policies regarding the environment. Vendors shall obtain all required environmental permits, licenses and approvals and comply with all applicable operational and reporting requirements. Any incidents at a Vendor site that may impact Curia must be reported to Curia promptly.

Vendors shall operate in an environmentally sustainable way to minimize adverse impacts on the environment. Vendors should be transparent in their environmental management practices and incorporate sustainability principles into their daily operations by the elimination, recycling, reducing or reuse of waste.

Vendors are expected, where possible, to undertake initiatives to promote greater environmental responsibility, conserve natural resources, avoid use of hazardous materials and encourage the development and implementation of environmentally friendly technologies.

#### 7.2 Health and Safety

Curia expects its Vendors to establish a 'Safety First' culture with regular cadenced senior management oversight and safety-dedicated site personnel. Vendors shall protect employees in the workplace and in any Vendor-provided accommodation by providing a secure, safe and healthy workplace. It is incumbent on Vendors to minimize exposure to accidents, injury and health risks through preventative measures and by complying with all legal and regulatory requirements related to health and safety.

Vendors should have systems in place to ensure the safe handling, movement and storage of goods to prevent injury and minimize the risk of adverse events, including through storing incompatible materials in close proximity etc..



Vendors shall have programs of preventative maintenance in place to ensure all equipment and facilities operate safely without danger of catastrophic failure.

Vendors shall not possess, use or sell illegal drugs on their own or Curia property or perform their work under the influence of alcohol or illegal drugs. Vendor employees when on a Curia site shall comply with all applicable Curia policies as well as all safety advice provided and not behave in a manner which might be perceived to be dangerous.

## 8. Management Systems

- 8.1 **Legal Requirements:** Vendors shall maintain documentation necessary to demonstrate conformance with the Vendor Guidelines and compliance with all applicable laws, regulations, rules, ordinances, permits, licenses, approvals, orders, standards and relevant Curia policies and requirements.
- 8.2 **Training & Education:** Vendors shall have a formalized training program that achieves an appropriate level of knowledge, skills and abilities throughout their workforce to address the expectations of these guidelines. Vendor employees shall each have a training plan relevant to their role and succession planning shall be formalized.
- 8.3 **Continuous Improvement:** Vendors are expected to continually improve by setting performance objectives, executing implementation plans and taking necessary actions to correct deficiency as identified by internal or external assessments, inspections and management reviews.
- 8.4 **Communication:** Vendors shall maintain open and direct communication with appropriate business functions including Curia Procurement and Supply Chain organisations. Vendors shall promptly notify Curia of any issues in complying with these guidelines or breach of any specific requirements of these guidelines.
- 8.5 **Security:** Vendor shall not take any photos or make any recording on any Curia site without the written permission of the Site Manager. Whilst on site, Vendor employees should not seek to obtain unauthorized information verbally or in writing from unauthorized sources.  
In the event Vendors have access to Curia's electronic environment (intranet, email, voicemail or other), Vendors shall use such systems for Curia business purposes only and shall not knowingly download, view or disseminate materials of a discriminatory, harassing, threatening, sexual, pornographic, racist, sexist, defamatory or otherwise offensive nature or communicate protected information (personal or trade secret).
- 8.6 **Business Continuity:** Vendors shall have available and regularly maintain a Business Continuity Plan to deal with emergencies/ business interruption and run regular tests to confirm the effectiveness of the Plan. Additionally, Vendors shall assess risks to their supply chain and take appropriate steps to ensure supply chain robustness through risk mitigation activities and maintain financial solvency.







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