



Global Policy for Code of Ethics and Business Conduct

Version 2.0, December 10, 2020

Effective: December 10, 2020

1. APPLIES TO

This policy applies to Kindeva Drug Delivery (“Kindeva”) employees, anyone doing business for or with Kindeva, and others acting on Kindeva’s behalf with regard to the development, marketing, or sale of Kindeva products globally.

2. PURPOSE OF POLICY

Kindeva is committed to providing a positive work environment with the support of experienced leaders. As a company, we value the good judgment and integrity from all employees, trusting and expecting that everyone exercises that good judgment for the benefit of our customers, their patients, and each other.

All Kindeva employees should ensure that we strive for excellence every day and do so ethically. Each employee has the responsibility to ask questions and raise concerns if something doesn’t seem right.

The Kindeva Code of Ethics and Business Conduct (“Kindeva Code”) clarifies our standards of conduct in potentially sensitive situations: it makes clear that we expect all employees to understand and appreciate the ethical considerations of their daily decisions, and it reaffirms our long-standing accountability for the highest ethical and business practices.

You are expected to read the Kindeva Code in its entirety, discuss questions you may have with your immediate supervisor, and complete the acknowledgement of your compliance and understanding at hire. You are also expected to review and re-acknowledge annually. The Kindeva Code applies to all employees, contingent workers of Kindeva and its operating subsidiaries (each is referred to as the “Company”). It is important to the success of the Code that each employee understands that:

- We should help to safeguard the Company’s reputation for integrity in our business dealings.
- We are each personally responsible for our own conduct in complying with the Kindeva Code as it pertains to our roles within the Company.
- We are responsible for promptly reporting known or suspected violations to designated individuals.
- We should seek help when we have questions about the Kindeva Code or when faced with a challenging ethical situation.
- No one has the authority or right to order, direct, request, encourage, or even influence someone else to violate the Kindeva Code or the law. Thus, no one will be excused for violating the Kindeva Code or the law at the direction or request of someone else.
- Any attempt by an employee to have someone else violate the Kindeva Code, whether successful or not, is itself a violation of the Kindeva Code and may be a violation of the law.

- Any retaliation or threat to retaliate against an employee for refusing to violate the Kindeva Code or for reporting a suspected violation of the Kindeva Code is itself a violation of the Kindeva Code and may be a violation of the law.

Every report of a suspected violation of the Kindeva Code will be investigated and any violation will be assessed for disciplinary action, up to and including immediate dismissal of the employee.

3. OVERALL STANDARD

Kindeva's guidelines for business conduct flow from our commitment to excellence and from our heritage. These key elements are of the utmost importance for the proper conduct and respect for all individuals and successful business operations.

Kindeva depends on the character of its' employees. That character is reflected in our company values. This includes attracting and recruiting quality, knowledgeable, honorable people with leadership skills and a passion for doing their best. We value our customers, vendor, suppliers, employees, and communities and strive to treat them with respect and to be service oriented in our interactions.

The highest legal, moral, and ethical standards of honesty, integrity and fairness are to be demonstrated in conducting all Kindeva business dealings. All employees of the Company must always act in full compliance with all applicable federal, state, and local laws, ordinances, regulations, and in compliance with the Kindeva Code of Ethics. The failure to do so (or the failure to report promptly suspected violations of law or the Kindeva Code) may result in disciplinary action, up to and including termination of employment. Some business activity is not governed by any law, and some laws and regulations set standards below the expectations of the Company. In these situations, an employee should be able to answer, "yes" to the following questions before taking action:

- Is this action the "right thing to do"?
- Would this action withstand public scrutiny?
- Will this action uphold Kindeva's reputation as an ethical company?

If the answers are not a definite "yes," the Employee should not act. If a course of action seems questionable, please seek guidance from your supervisor, General Counsel or a Human Resources professional. We encourage open communications regarding possible violations of the Company's ethical principles and business practices.

4. REPORTING SUSPECTED PROBLEMS

If you have questions about an ethical situation, you should feel free to discuss them with a supervisor, a trusted leader in the organization, General Counsel or Human Resources Professional. You will be assured confidentiality to the limit of the law and subject to the Company's need to investigate and take appropriate action with respect to suspected violations of the Kindeva Code, Company policies, or the law. If you do not wish to identify yourself when reporting a violation or suspected violation of the Kindeva Code, you may use the Company's Ethics Hotline, which allows for confidential and anonymous reporting. In addition to any concerns you may have regarding a violation of the Kindeva Code, the Ethics Hotline may be used to report potential violations of a Company policy or procedure, payroll, or wage/working hours issues, accounting matters, internal accounting controls, auditing matters, or other legal concern.

The Ethics Hotline and online reporting portal are available for use by all employees through an external source, Navex. If you are making an anonymous report of a violation or suspected violation of any of the items listed above, please supply enough detail to allow the Company to investigate the matter properly.

Toll-Free Ethics Hotline:

US: 1-844-249-7307

UK: 0-800-89-0011, 844-249-7307

Online reporting portal: <http://kindevadd.ethicspoint.com/>

It is against the Company's policy to retaliate against any employee, officer, or director for any reporting of a suspected violation of the Kindeva Code. If you feel you have been retaliated against for making a good faith report, you should promptly contact your supervisor, General Counsel or a Human Resources Professional or the Ethics Hotline.

5. PERSONAL BEHAVIOR IN THE WORKPLACE

Kindeva is committed to providing a respectful, positive environment and fair treatment to all employees.

The Company strives to provide a safe, healthy, and productive work environment. Each employee has a personal responsibility to other employees and to the Company to help eliminate actions or circumstances, which undermine this desired environment. Kindeva does not tolerate discrimination against job applicants or employees because of, or because of the perception of, race, religion, creed, color, national origin, ancestry, citizenship status, physical disability, mental disability, medical condition, genetic information, marital status, sex, gender, gender identity, gender expression, age, sexual orientation, or military and veteran status, or any other protected status in accordance with all applicable federal, state, and local laws.

Employees having questions or concerns regarding application of these principles to the workplace are encouraged to bring them to a supervisor, a trusted leader in the organization, General Counsel or a Human Resources Professional.

Additionally, every employee is expected to perform his or her work in a safe manner, free of the influence of alcohol, illegal drugs, or controlled substances. For additional information, please refer to the Company's separate policy regarding drugs and alcohol.

6. CONFLICTS OF INTEREST

Avoid any situation in which your personal interests' conflict with Kindeva's interests.

Employees must avoid situations where their personal interests could inappropriately influence, or appear to influence, their business judgment.

Conflicts may arise when an employee or a member of his or her immediate family receives improper personal benefits because of the person's position with the Company. Each employee owes Kindeva a duty of loyalty. For that reason, all employees must exercise great care any time their personal interests' conflict with the Company's interests.

The Company will take necessary steps to avoid improper reporting relationships and will not allow employees to directly or indirectly supervise or report to persons with whom they have a family or a close personal relationship. Employees must not allow romantic relationships or friendships with other employees to impair their job performance, adversely affect others or create a hostile work environment for others.

Employees can engage in outside activities of their own free choice. It is important, however, that such activities do not adversely affect the conduct of Company business, involve misuse of Company position or resources, divert for personal gain any business opportunity from Kindeva without prior

notification and prior approval from Company management, or constitute a potential source of discredit to the Kindeva name. The following is a nonexclusive list of examples of prohibited conflicts of interest:

- Conducting Kindeva business with a family member, significant other, or close friend;
- Having a substantial equity, debt, or other financial interest in any competitor, or Supplier;
- Having a financial interest in any transaction involving the purchase or sale by Kindeva of any product, material, equipment, services or property;
- Misusing the Company's confidential proprietary information, including the unauthorized disclosure or use of such information;
- Using Company materials, equipment, or other assets for any unauthorized or undisclosed purpose; or
- Receiving loans or guarantees of obligations from the Company without authorization.

The Company policy regarding conflicts of interest is based on the principle that an employee's business decisions must be made solely in the best interests of Kindeva. To reach that decision, an employee should avoid influence from personal or family considerations that might affect his or her judgment as to what is in the best interests of the Company.

Even the perception of a conflict of interest can have negative consequences. When you disclose a potential conflict of interest to your manager or supervisor, you protect yourself and Kindeva. If you think you have an actual or potential conflict of interest, disclose it immediately. Disclosing conflicts of interest as soon as possible helps us maintain our culture of integrity.

7. BRIBERY

Our key values of fairness and integrity are central to our sustainable business growth around the world. We never gain or keep business through unethical means, such as bribes, kickbacks, or other corrupt payments – regardless of any local business custom. We comply with the U.S. Foreign Corrupt Practices Act, UK Bribery Act, and any local anti-corruption laws that apply to us. We must not accept or provide bribes and we must be especially careful when working with government officials. It is illegal to offer, promise, give, or accept anything of value to a business partner or government official that could corruptly influence them.

8. COMMUNICATION PROCEDURES

You may not communicate externally on behalf of the Company unless you are authorized to do so. The Company has established specific policies and procedures regarding who may communicate information to the public, the press, market professionals on behalf of the Company.

You should refer outside inquiries the press or outside media sources to the Director of Strategy and Marketing Communications if you are approach by a person outside Kindeva to comment or make a statement on behalf of the Company.

9. RECEIPT OF GIFTS / GRATUITIES

Kindeva does not offer or accept kickbacks, bribes, or gifts of substantial value.

Employees may only exchange non-monetary and modestly valued gifts that promote goodwill with our business partners and do not improperly influence others. We will accept only approved and widely available discounts. Employees may give or receive courtesies in Company-related business dealings with customers or suppliers provided the following guidelines are met:

- They do not violate the law, regulations - or reasonable customs of the marketplace or the known policy of either party's employer;
- They are reasonable in cost, amount, quantity, and frequency (a supervisor must approve any gift with a value of \$100 or greater, in equivalent local currency);
- They are appropriate as to time and place;
- They do not influence or give the appearance of influencing the business judgment of the recipient; and
- They can stand public scrutiny without damaging the Company's reputation.

These courtesies and gratuities include, but are not limited to gifts, meals, alcoholic drinks, discounts, hospitality, entertainment, recreation, promotional items, transportation and any tangible or intangible "item of value" for which the recipient does not pay fair market value. Keep in mind, if a gift feels excessive, then it is. Employees may not resell these courtesies for profit at any time.

10. FAIR DEALING WITH COMPETITORS, CUSTOMERS AND VENDORS

Kindeva respects the rights of competitors, customers, and vendors.

The Company's success depends on building productive relationships with customers, vendors and where appropriate, competitors. In addition, these entities have needs and expectations, many representing opportunities for mutual success. The Company bases its supplier relationships on fundamental concepts of integrity, ethical dealings, nondiscrimination, and mutual trust and respect. The Company will not engage in activities with customers, vendors, or competitors that unfairly prevent or limit competition or could appear to do so.

11. FORCED LABOR AND HUMAN TRAFFICKING

Kindeva complies with all applicable laws and employment regulations and does not engage participate in forced labor. We have those same expectations of all vendors doing business with Kindeva. Human trafficking or "modern slavery" is something we do not accept.

12. INTELLECTUAL PROPERTY AND OTHER ASSETS

One of Kindeva's most important assets is its confidential corporate information. Legal obligations and its competitive position mandate that this information remain confidential.

Confidential and proprietary information is critical to our competitive advantage. Employees have an obligation to protect this information - it must not be shared with others outside the Company. We must also respect the confidential information of our business partners, suppliers, and other third parties.

- You agree not to directly or indirectly disclose, record, or in any way make use of Kindeva confidential and proprietary information except: (a) as required in and limited to the performance of my duties and responsibilities as an employee of Kindeva and under conditions that protect the Kindeva confidential and proprietary information consistent with the terms of this Code; or (b) to the extent you are required by subpoena or similar process to disclose or discuss any Kindeva confidential and proprietary information; provided, that, in such case, you shall promptly inform Kindeva of such event and shall cooperate with Kindeva in attempting to obtain a protective order or to otherwise restrict such disclosure.
- Rights in Proprietary Information. All Kindeva confidential and proprietary information, as well as all patents, patent rights, copyrights, copyrightable works, trade secret rights, trademark rights, and other rights (including, without limitation, intellectual property rights) anywhere in the world related to Kindeva confidential and proprietary information, are, and shall be, the

sole and exclusive property of Kindeva. You assign to Kindeva any rights you have or may acquire in any and all Kindeva Proprietary Information.

- Return of Proprietary Information. You agree to deliver all tangible Kindeva confidential and proprietary information in my possession, including all copies or computer records thereof, along with any other Kindeva property, to Kindeva on or before my last day of employment with Kindeva. You further agree thereafter not to make any written record or use of such Kindeva Proprietary Information.

Company confidential and proprietary information includes, but is not limited to, intellectual property such as trade secrets, patents, trademarks, copyrights, business, marketing and service plans, strategic marketing\growth plans, engineering, and manufacturing ideas, product concepts, promotional ideas/concepts, designs, databases, records, wage/salary information and any unpublished financial data and reports. Unauthorized use or distribution of this information violates Company policy.

Every Employee is required to protect the Company's confidential and proprietary information as well as that of its suppliers and third parties who disclose information to Kindeva in confidence; such disclosure should only occur under a Confidential Disclosure Agreement or similar document, unless you receive specific permission from Kindeva General Counsel. No Employee may accept trade secrets or confidential information of a technical or business nature from a third party, unless the Employee has received prior and specific authorization from his or her immediate supervisor to do so.

13. PROTECTION AND USE OF COMPANY PROPERTY

Our key Stakeholders trust us to manage Company assets appropriately.

We must ensure that Company equipment, supplies, and other assets are used for legitimate business purposes unless otherwise specifically authorized, and that we protect all tangible and intangible Company property. (reasonable and limited)

All employees should endeavor to protect the Company's assets and ensure their efficient use. Theft, carelessness, and waste have a direct impact on the Company's profitability. Any suspected incident of fraud or theft should be immediately reported to a supervisor, a trusted leader in the organization, General Counsel, or a Human Resources Professional. Company equipment should not be used for non-Company business, though incidental personal use may be permitted depending on the circumstances surrounding such use.

14. ENVIRONMENTAL COMPLIANCE

Kindeva will conduct business in compliance with appropriate environmental laws and regulations. It is Company policy to operate its facilities in a manner intended to protect the public and the environment.

15. EMPLOYEE PERSONAL INFORMATION

We will collect and retain personal information from employees that is required for the effective operation of the Company or that may be required by law. We will keep that information confidential and release it only to persons who have a legitimate need to know or are legally authorized to receive the information.

16. FINANCIAL RECORDS

Each Employee must help maintain the integrity of Kindeva Drug Delivery business and financial records.

The Company's business records are vital to the preparation of reliable and accurate reports to management, key stakeholders, creditors, governmental entities, and others. Thus, all official records of the conduct of the Company's business must be accurate, reliable, and complete, without any restriction or qualification of any kind. This means the accuracy of any records involves both factual documentation and ethical evaluation or appraisal.

The Company requires reliable and accurate recording and reporting of information to make responsible business decisions. For example, only the true and actual number of hours a person works should be reported. Further, no Employee who is classified as non-exempt should be working hours without receiving the required hourly wage (or what is known as "off-the-clock"). Finally, many employees use business expense accounts, which must be documented and recorded accurately.

If you are not sure whether a practice or expense is legitimate, talk to a supervisor, a trusted leader in the organization, General Counsel, or a Human Resources Professional.

All the Company's books, records, accounts, and financial statements must be maintained in reasonable detail, must appropriately reflect the Company's transactions, and must conform both to applicable legal requirements and to the Company's system of internal controls. Unrecorded or "off the books" funds or assets should not be maintained unless permitted by applicable law or regulation. Business records and communications often become public, and we should avoid exaggeration, derogatory remarks, guesswork, or inappropriate characterizations of people and companies that can be misunderstood. This applies equally to e-mail, internal memos, and formal reports. Records should always be retained or destroyed according to the Company's record retention policies.

All Company operations must comply with all local and national laws relating to the accurate and complete maintenance of Company financial books and records.

Employees are expected to be reliable, objective, and loyal in the performance of record keeping responsibilities. This includes properly recording all sales transactions in all point of sales systems. Because loyalty includes never knowingly being a part of any illegal or unethical activity, there is no excuse for a deliberately false or misleading Company record.

While only a few Employees maintain actual accounting records, many people help keep the Company's records. Whether you conduct and report inventory levels, use business expense accounts, or pay vendors for services rendered, accurate documentation is critical. Employees may not participate in any misstatement of the Company's accounts. At the same time, no circumstances justify the maintenance of "off-the-books" accounts to facilitate questionable or illegal payments. All transactions under which funds are disbursed shall accurately state the purposes for which these funds are paid and shall not be misleading.

17. CONTACT WITH GOVERNMENT OFFICIALS

Kindeva will comply with all applicable laws, rules and regulations relating to lobbying or attempting to influence government officials.

Information provided to the government must be accurate and interactions with government officials must be ethical and in good faith. All activities that might constitute lobbying or attempts to influence government officials must be reviewed first with the Company's legal counsel.

If your job involves business with foreign, national, state, or local government, you must know the rules applicable to your job. If you are in doubt, do not make the mistake of interpreting rules by yourself. Discuss the matter with your supervisor or other management of the Company.

18. INTERNATIONAL BUSINESS

Employees of Kindeva abide by special laws and regulations that apply to the import and export of products and technical data, as well as the conduct of business with non-U.S. entities.

We also comply with anti-boycott and international embargo regulations in all locations where Kindeva does business. The U.S. Foreign Corrupt Practices Act and UK Bribery Act, among other laws, prohibits payments, gifts, or contributions to officials of any foreign government or government - owned business for the purpose of getting or retaining business. In addition, these laws require Kindeva to maintain accurate and complete financial books and records.

19. PUBLIC DISCLOSURE OF CODE

The existence and content of the Kindeva Code will be disclosed to key stakeholders and will be available on the Company's website.

20. COORDINATION WITH OTHER COMPANY POLICIES

The provisions of the Kindeva Code are in addition to, and do not modify, replace, or supersede, other Company policies or procedures and is to be construed consistently with such policies and procedures including, but not limited to, those policies and procedures set forth in the Company's Handbook and the Company's other statements of policy or procedure, whether written or oral. If you have questions regarding anything you believe may be inconsistent with respect to these documents, please contact a supervisor, General Counsel or a Human Resources Professional.

Additionally, the Kindeva Code is not intended to be and does not constitute a contract of employment between the Company and its employees. If you are an employee and do not have an Employment Agreement with the Company, you are employed on an at-will basis unless not allowed by country law.

Employment at-will means you have the option of resigning from your employment at any time, for any reason or no reason, with or without prior notice. Conversely, the Company has the ability to terminate your employment at any time, for any reason or no reason, with or without prior notice. Nothing contained within the Kindeva Code alters this employment relationship.

21. CONCLUSION

A central purpose of the Kindeva Code is to serve as an ongoing reminder of Kindeva's policy of conducting its business in a reliable, decent, and appropriate manner. This includes not only complying with all applicable laws, but also treating Kindeva's customers, employees and vendors with dignity and respect.

If you or your co-workers have an ethics question, talk to a supervisor, a trusted leader in the organization, General Counsel, or a Human Resources Professional. If you feel your question was not adequately answered, or if you otherwise wish to make an anonymous report of a violation or suspected violation of the Kindeva Code, contact the Kindeva Ethics and Compliance Hotline or reporting portal.

21. APPROVED BY

Date	Name	Title
12/10/2020	Kindeva Drug Delivery Board of Directors	

22. ISSUE DATE

Date
12/10/2020

23. REVISION HISTORY

Date	Version	Author	Description of Changes
9/16/2020	Draft	VP of HR	LT Approval Draft
12/10/2020	Version 2.0	VP of HR	Board of Directors Approval