

ROYALTY PHARMA

Last Updated: February 2022

Supplier Code of Conduct

Introduction

Royalty Pharma is committed to conducting its business in accordance with all applicable laws and with the highest ethical standards.

This Supplier Code of Conduct (“Code”) is aligned with Royalty Pharma’s standards and with the Pharmaceutical Industry Principles for Responsible Supply Chain Management and, therefore, represents our expectations and those of our industry for sustainable performance in the biopharmaceutical industry. The Code shall apply to Royalty Pharma, which means any organization or individual with whom Royalty Pharma has commercial dealings, including entities that provide a product or service to, or on behalf of Royalty Pharma (“Suppliers”). We understand that Suppliers are independent entities, but the business practices and actions of a Supplier may significantly impact and/or reflect upon Royalty Pharma. Royalty Pharma therefore expects all Suppliers and their employees, agents and subcontractors to understand and adhere to this Code while they are conducting business with and/or on behalf of Royalty Pharma.

In the event of any inconsistency or conflict between this Code and any applicable agreement governing the relationship between Royalty Pharma and any Supplier (the “Agreement”), the terms, conditions and provisions of the Agreement shall govern and control.

We recognize that our Suppliers provide Royalty Pharma with quality products and services every day and that they play an important part of our overall success. Royalty Pharma thanks all of its Suppliers for their shared commitment to doing the right thing.

Ethics

All Suppliers are expected to maintain the highest standards of integrity and conduct their business in an ethical manner in full compliance with all applicable laws and in accordance with the principles of this Code. Royalty Pharma expects Suppliers to comply with all legal and regulatory requirements regarding ethics, including those relating to the following areas:

Business Integrity and Fair Competition

All corruption, extortion and embezzlement are prohibited. Suppliers shall not pay or accept bribes or participate in other illegal inducements in business or government relationships. All Suppliers are required to fully comply with all applicable anti-corruption and anti-bribery laws, including, without limitation, the U.S. Foreign Corrupt Practices Act and the UK Bribery Act.

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

Ineligible Suppliers

Royalty Pharma adheres to both international and local sanctions regimes that prohibit us from doing business with certain countries, individuals, governments and entities. Suppliers have a responsibility to ensure that they, and those within their supply chain, fully comply with applicable sanctions regimes (for example, United Nations, EU, UK and OFAC sanctions) and that they do not transact with any sanctions targets whether they are countries, entities or individuals. We expect all of our Suppliers to adopt and maintain appropriate processes to ensure compliance with applicable sanctions regimes.

Identification of Concerns

Suppliers are encouraged to report concerns or illegal activities in connection with their relationship with Royalty Pharma. Royalty Pharma will review the concerns and respond to them appropriately.

Suppliers may raise compliance concerns through Royalty Pharma's compliance hotlines available at <https://www.whistleblowerservices.com/RPRX> or by calling 1-877-225-0551.

Animal Welfare

Animals should be treated humanely with pain and suffering minimized. Animal testing should be performed after reasonable consideration to replace the use of animals, reduce the numbers of animals used, or to refine procedures to minimize pain and suffering of the animals involved. Alternatives should be used wherever scientifically appropriate and acceptable to regulators.

Data Protection

Suppliers who have access to and manage Royalty Pharma's personal and confidential data must act in accordance with industry standards and applicable privacy and data protection laws. Any information regarding Royalty Pharma operations and personal data shall be treated as strictly confidential at all times and Suppliers shall not exchange or otherwise disclose such data to any third party. Royalty Pharma data should not be used for any purpose beyond the scope of the business arrangement without prior authorization.

Conflict of Interest

Suppliers must avoid transactions or relationships that are or appear to be conflicts of interest. Suppliers shall notify Royalty Pharma immediately in the event of a potential or actual conflict of interest.

Clinical Trials

If conducting clinical trials, Suppliers are expected to do so in accordance with all applicable international guidelines, national and local laws and regulations, as well as the strictest medical, scientific and ethical principles.

Transparency Reporting

Suppliers who make payments to health care providers, patient organizations, hospitals, teaching organizations and other medical organizations (e.g., contract research organizations) shall retain records and provide them to Royalty Pharma if requested, subject to the terms of any Agreement.

Gift Giving Guidelines

Acceptable gifts/entertainment from external suppliers: Token gifts of food (cookies, fruit, candy, etc.) that can be shared with others in the office. Gifts of nominal value (e.g., pens, notepads, calendars), reasonable meals, and entertainment in the course of a bona fide business relationship.

Unacceptable gifts/entertainment from external suppliers: Gifts that are illegal or would result in a violation of the law. A "quid pro quo" ("this for that") agreement requiring or implying something in return for a gift or entertainment. Any gifts in cash or cash equivalents of any amount. Lavish gifts intended to influence a business decision. Entertainment or gifts that might compromise the Company if they were to receive public scrutiny.

Labor

Suppliers shall be committed to upholding the human rights of workers in accordance with applicable laws and to treating them with dignity and respect. Royalty Pharma expects Suppliers to comply with all legal and regulatory requirements regarding fair and equitable treatment of employees, including:

Freely Chosen Employment

Suppliers shall not use any form of forced or involuntary labor, including bonded labor, prison labor or indentured labor; or engage in or support any form of slavery or human trafficking. All work must be voluntary and workers shall be free to leave or terminate their employment at any time. No unreasonable restrictions shall be placed on a worker's freedom of movement.

Child Labor and Young Workers

Suppliers shall not use child labor. The employment of young workers below the age of 18 shall only occur in non-hazardous work and when young workers are above the applicable country's legal age for employment or the age established for completing compulsory education. Employee files should be maintained with adequate data to verify ages of employees.

Non-Discrimination

Suppliers shall provide a workplace free of harsh and inhumane treatment, including any sexual harassment, sexual abuse, corporal punishment, mental or physical coercion, or verbal abuses of workers. Suppliers shall also provide a workplace free of harassment and discrimination. Discrimination for reasons such as race, color, gender, age, religion, national origin, ancestry, ethnicity, disability, sexual orientation, gender identity, gender expression, genetic information, citizenship status, marital status, military/veteran status or any other characteristic protected by applicable law will not be tolerated.

Royalty Pharma expects Suppliers to share its commitment to equal opportunity in employment and its commitment to employee diversity.