

# Code of Conduct





# Letter from the CEO

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**Dear Colleagues,**

Trust is one of Hansa Biopharma's most fundamental values. Trust is at the core of everything we do: The effectiveness of our team in developing and providing innovative medicines to patients in need is based on trustful relations between all members of the Hansa team, and trust is a central component of our leadership model. Trust is also why patients and health care providers know they can rely on our products. They trust our commitment to ethics, quality, and patient safety.

At Hansa, our focus is the well-being of patients. We are motivated by serving the unique needs of patients living with rare diseases. With this special focus comes great responsibility, which is why medical ethics are fundamental to our work and taken very seriously. We are responsible for making a difference in our patients' lives and our ethical behavior is central to achieving that.

By leveraging our cutting-edge science, we seek to develop and provide lifesaving and life altering therapies for patients with rare immunological diseases. To build a successful company focused on extending and enhancing the lives of the patients we serve, we must hold ourselves, our actions, and our work to the very highest standards. This Code of Conduct will serve as an essential resource that provides clear guidance to us all and allows us to ensure we act and conduct our business legally, compliantly and ethically – every day and in all situations.

This Code of Conduct is aligned with Hansa's core values that are being lived by all team members every day and is intended to enable individuals to make good decisions. Our actions and the decisions we take reflect our company and what we strive to represent.

Thank you for your dedication to our mission, vision and success through your commitment to uphold the principles described in this Code of Conduct.



**Søren Tulstrup**  
*President and Chief Executive Officer*



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# Corporate Integrity

## Compliance with Laws and Policies

This Code of Conduct is meant to provide guidance, so you make the right compliant and ethical decisions on behalf of Hansa Biopharma. It should not be regarded as a substitute for the laws and regulations in any countries we work in, rather we must always comply with the legislations as required by law. If you have any questions about this Code of Conduct, please contact the Head of Compliance.

Hansa has a strong commitment to the values already reflected in the culture of our company and outlined in this Code of Conduct. It is everyone's responsibility to uphold the Code of Conduct, regardless of your position within the company. While this Code of Conduct is the foundation for our internal policies and procedures, which should be a guide for your activities, it is not a replacement for good judgement.

Consider the Code of Conduct your Ethical Compass and use your common sense.

## How to Make a Good Decision

Before taking a decision, ask yourself the following five questions about the possible outcome:

- 1 Is it Legal?
- 2 Does it comply with local rules, guidance documents, and regulations?
- 3 Is it good for our company?
- 4 Is it in line with our policies and this Code of Conduct?
- 5 Would I be comfortable if my decision were made public?

If the answer to all these questions is "yes," then you can move forward with your decision, but if the answer to any question is "no" or "I'm not sure," stop and seek guidance. Remember, in any situation, under any circumstances, you can always ask for help.



## Corporate Ethics & Medical Ethics

First of all, what is ethics? Ethics can be defined as an ordered understanding of right and wrong behavior. Hansa has the unique challenge of building a bridge between business ethics and medical ethics.



### **Business ethics**

Principles that direct moral or ethical issues that can arise in a business setting.

Important for the conduct and behavior of individuals as well as the company as a whole.



### **Medical ethics**

Principles that direct how medical treatment and related scientific research is conducted.

Based on a set of values that medical professionals refer to in the case of confusion or conflict, which preserves the welfare and independence of each patient.

At Hansa, we recognize our responsibility toward people with rare and acute immunopathologies, those who care for them, and society at large by using our first-of-its-kind enzymology platform to create new, lifesaving, and life-changing treatments.

### ***Ethical Challenges with Organ Transplantation***

*Hansa realizes that there are ethical, moral, and societal challenges with organ transplantation regarding the source of organs, how they are allocated, and the sale of organs for financial gain. We pledge to follow the highest ethical standards to ensure human rights are upheld, the best interests of patients are respected and considered, and moral and religious values of society are honored. We also ensure that all clinics and transplantation centers that will use our product adhere to the applicable laws and regulations especially towards organ transplantation.*



# Corporate Integrity

## Speaking Up and Reporting Violations

All of us are responsible for creating and maintaining Hansa's culture. Hansa strives to maintain an environment where you should feel comfortable to discuss or report anything without fear of retaliation. This includes raising concerns when we see non-compliant activities or behavior or when fellow associates operate without understanding or following our policies or procedures. Any Hansa associate who believes a colleague, research and development partner, vendor, or other third party has engaged in inappropriate, non-compliant and/or illegal behavior must bring the situation to the attention of his or her direct manager, the Compliance Officer, the Head of Human Resources or report it via Hansa's anonymous reporting tool (see the box at the end of this document for more information).

If you have any questions or concerns or observe any violations of this Code of Conduct or of Hansa's policies, please speak up. We respect confidentiality and every effort will be made to maintain it to the fullest extent possible. There may be instances, due to the nature of investigations and legal requirements, where identification disclosure may be necessary to comply with the applicable laws and regulations, but this will only be done on an individual need-to-know basis.

We must cooperate and truthfully answer any questions related to an investigation, whether internal or not.

Retaliation is prohibited at Hansa. This includes any adverse employment actions against anyone who reports suspected misconduct in good faith. Any person who participates in such retaliatory behavior will be subject to disciplinary action that may end in a termination of employment.

## Internal and External Investigations

Hansa will look into all reported compliance concerns from any source. If considered necessary, Hansa's leadership will conduct a complete and objective compliance investigation of the reported violation. All individuals involved in the investigation will be treated with respect and confidentiality as far as possible. Any non-compliant actions identified during the investigation will be appropriately managed and may lead to disciplinary actions up to and including termination of employment.

***In our highly regulated industry, we may receive requests for information from external organizations such as government agencies. We have a responsibility to cooperate with those requests.***

- *Notify the Legal Department immediately if you receive any non-routine request for information from an external organization and follow all other internal notification procedures that apply to your functional area.*
- *Work with the Legal Department to respond appropriately to requests for information from the government or other external parties.*
- *Do not discuss an investigation, internally or externally, unless instructed by the Legal Department.*
- *Cooperate fully and truthfully with all investigations.*
- *Do not provide misleading information or leave out information that has been requested. Do not guess or make up a response in providing information to the government.*
- *Never create, alter or destroy documents or records in order to hinder an investigation, inspection or audit.*



## Confidentiality

Confidential information should never be disclosed to anyone unless the related confidentiality agreement clearly states otherwise and all necessary precautions are taken to follow the laws and Hansa's contractual obligations. Confidential information refers to numerous subjects such as intellectual property for example, copyrights, trademarks, patents, product and package designs, logos and brand names, strategies, ideas, inventions, data and results and trade secrets as well as internal business plans such as pricing and marketing strategies, financial projections, and hiring plans.

### In order to protect the Company's Confidential information:

- Ensure a confidentiality agreement (CDA/NDA) is in place and approved by the Legal Department before disclosing confidential information with anyone who is not part of Hansa;
- Respect the rights of customers, investors, distributors, vendors and other third parties who share their confidential information with us by protecting it as we would do with our own company information;
- Avoid sensitive discussions in public places where they could be accidentally overheard;
- Avoid sharing sensitive information if you are not sure that the electronic channel you are using is secure; this includes unsecured WiFi and other mobile data carriers;
- Do not share or disclose any confidential information from a previous employer or other third party;
- Only gather business intelligence about other companies through legal and ethical means.





# Our Industry

## Ethical Research and Development

Research is a critical component of advancing, developing, and delivering medical care to patients, and we aim to do so at the highest scientific, clinical, and ethical standards. We must ensure that all research that is conducted is compliant with the appropriate requirements and regulations in all applicable countries. Patient safety is protected and ensured by complying with consent procedures and good clinical practices following privacy policies and regulations. We are proud of our company's innovative research and ensure that there is no research that involves:

- **Plagiarism:** using another person's ideas, processes, results, or words without giving that person the appropriate credit
- **Falsification:** manipulating research materials, equipment, or processes, or altering, leaving out data or results to misrepresent the research
- **Fabrication:** making up data or results and recording or reporting the fabricated information

## Interaction with Healthcare Professionals and Healthcare Organizations

Healthcare professionals play a key role in the care of patients and determine which products will be recommended to them for the best possible treatment outcomes. Healthcare Professionals refers to any doctors, nurses, pharmacists or other individuals from organizations or institutions that can administer, recommend, purchase, reimburse, authorize or supply one of our products. Any interaction with healthcare professionals must be professional, serve a legitimate business purpose, and strictly follow this Code of Conduct, Hansa's policies, and the applicable laws and regulations.

Remember that we are not healthcare professionals as we do not practice medicine or interfere with medical care and therefore should never represent ourselves as such. Under no circumstance should we consult or advise on the treatment or diagnosis of any patient or touch any patient during our work as a Hansa associate.



## Interactions with Patient Advocacy Groups

Hansa recognizes that Patient Advocacy Groups play a vital role in providing education, raising awareness, connecting, and mobilizing patients and the people who care for them as well as advocating on their behalf. As part of Hansa's commitment to supporting optimal patient care, it is important to engage with these organizations to fully understand the needs of the patients we want to serve. The opportunity to appropriately interact, support, and partner with such organizations is empowering but we also acknowledge that the independence of these organizations must be respected and maintained.

**Engagements with Patient Advocacy Groups should all be based on mutual respect and transparency; they are not meant to promote any products. Furthermore:**

- Communication about products should be accurate, educational and consistent with Hansa policies as well as regulatory and legal standards.
- The purpose and nature of any financial support to Patient Advocacy Groups should be described in appropriate written documentation.

## Product Promotion

At Hansa we are committed to driving the promotional efforts of our products licensed for marketing with the highest degree of integrity and scientific accuracy while abiding by local rules and regulations. The goal of our promotional efforts is to improve patients' lives and support healthcare professional and healthcare organizations to achieve the highest possible medical standards and level of patient care.

**All promotional discussions, information, and materials must be accurate, balanced, up to date, based on facts, not misleading, not exaggerated, and compliant with all applicable laws and regulations. For those reasons, Commercial Associates at Hansa may:**

- Only use promotional materials that have been pre-approved by the company;
- Only promote a product in a country where it has been approved by the appropriate regulatory body and only according to the approved labeling and local regulations;
- Not misrepresent the safety or risks regarding Hansa's products or overstate the product's efficacy;
- Not make any misleading or false statements about Hansa's products and inappropriate comparisons with competitor products.



# Our Industry

## Funding and Giving

Anti-bribery and anti-corruption laws and our policies strictly limit what we may give healthcare professionals and patients in the way of educational or research support, charitable donations, and hospitality and business courtesies. These laws and policies also restrict donations, grants, and other funds we provide to individuals and entities that may influence the use of our products.

## Financial Reporting, Retention and Disclosure

Hansa's commitment to transparency is a critical part of operating fairly and honestly. This means that all financial records and accounts accurately and fairly reflect assets and payment transactions with the required level of detail. We have legal, financial, contractual, and regulatory obligations to file and retain the appropriate documents according to the applicable laws, regulations and company policies.

### To make sure that we fulfill these obligations, we:

- Never complicate or conceal any business records in any way;
- Never falsify or create misleading documentation of any of Hansa data including contracts, invoices, time sheets, financial statements, emails or any other forms;
- Only sign documents that we believe are truthful, accurate, and for which we have the proper delegation of authority;
- Only make payments that have the required and appropriate supporting documentation and approvals;
- Record information honestly and clearly by making accurate entries and do not delete, destroy or alter any records, data or information;
- Do not leave out or inaccurately represent relevant verbal or written information;
- Retain, maintain, and store all business records as required by local law.

Many countries have laws that require that payments made to healthcare professionals and healthcare organizations must be reported to a government agency. Hansa is committed to ensuring complete transparency of all financial relationships between our company and healthcare professionals or healthcare organizations, and we report such payments according to the laws and regulations in the applicable country.

## Anti-Bribery and Anti-Corruption

Hansa conducts business honestly and with integrity by following all applicable legal and ethical standards. Anti-bribery and anti-corruption laws and policies dictate strict limits on what type of hospitality and business courtesies can be provided to healthcare professionals and patients. These regulations also restrict payment of donations, grants, and other funds to organizations and individuals that may influence the use of our products. To ensure these laws are followed, make sure you:

- Never offer money or any item of value to improperly influence a business decision;
- Never make payments to improperly influence any type of government official; including but not limited to politicians, civil servants and associates of state-owned enterprises, such as physicians employed by state-run hospitals.

***Due to the global complexities of the laws and regulations that must be followed, you should always refer to Hansa's policies and procedures or speak with your manager or Hansa's Legal and Compliance team if you are unsure about whether a payment, gift, or other hospitality or business courtesy may be considered a bribe.***

## Anti-Trust and Unfair Competition

Open and fair competition are important standards within our industry, and anti-trust and competition laws have been put in place to ensure that it remains that way. To ensure we remain compliant with the laws, we:

- Do not discuss or set prices, agree on discounts or any other terms regarding product sales with parties outside of Hansa such as competitors;
- Do not engage in any deceptive or unfair practices such as misleading or false advertising or any other forms of misrepresentation;
- Never enter into written or oral agreements with potential or existing competitors regarding any terms of sale including discounts, prices, customers, division of territories or markets;
- Never engage in
  - **Collusion:** secretly agreeing or communicating how companies will compete, including exchange of pricing information and allocation of markets
  - **Bid-rigging:** any manipulation of the bidding process, including bid comparisons, knowingly submitting uncompetitive bids, purposely refraining from presenting bids due to an agreement
  - **Predatory pricing:** intentionally selling a service or product below cost in an attempt to harm or eliminate the competition.





# Our Company

## Conflicts of Interest

A conflict of interest can arise when a political interest, financial association, or personal relationship interferes with your responsibility to act in Hansa's best interest. Any activities or relationships that could be seen as potential or actual conflicts of interest must be disclosed to your manager or the Head of Human Resources. To prevent such circumstances, it is important to understand which situations could put us in such positions.

- Personal Investment: do not take advantage of your position at Hansa for personal benefit.
- Employment opportunities: do not offer employment opportunities to any relatives or close friends and do not accept any outside employment that may inappropriately influence or hinder Hansa's decisions or work.

- Meals, Gifts or Entertainment: in accordance with policies and regulations, as a general rule do not accept meals, gifts or entertainment from third parties that would like to conduct business with Hansa or are currently engaged in any business agreement with Hansa.
- Intellectual Property: do not engage in any activities that overlap with the same area of work as Hansa and do not get involved in any work that competes with current or future Hansa business.

## Insider Trading

In the course of doing our job, we may hear information or receive material about Hansa or another publicly traded company that has not been made available to the public. Buying or selling stocks, bonds, or other securities based on information that has not been publicly announced is considered insider trading and is prohibited by both Hansa policy and the law.

## Third Party Integrity and Selection

At Hansa, we are responsible for any third parties such as consultants, distributors, and vendors that are acting on our behalf. That is why we thoroughly assess and diligently select businesses before we enter into a partnership or working relationship with them. We also carefully monitor our existing business partners and require them to operate in compliance with the principles outlined in this Code of Conduct and all applicable laws, regulations, and standards.



## Company Assets

The way we manage company assets, both tangible and intangible, is important for all Hansa associates.

Our greatest intangible asset is our people. We rely on each other's knowledge, skills, and abilities to further our work every day in pursuit of Hansa's mission and treat each other with respect and integrity.

We are committed to using all tangible company assets such as information systems and devices, facilities, supplies, instruments, and other equipment and property in our care as well as all information stored on our information systems and devices and company documents that Hansa provides for our use in an appropriate, secure, legal, and compliant way.

## Intellectual Property

Hansa's intellectual property and confidential information are irreplaceable assets. We secure and protect the use of these valuable assets by protecting the intellectual property and confidential business information of the company. We also respect legitimate intellectual property rights of others.

Please report any suspected theft of intellectual property or unauthorized disclosure of our company information to the Legal team immediately.

## Social Media

The use of social media is powerful and engages with a wide, diverse audience. This is why it is vital that any communication with the public be clear, consistent, and avoids any misrepresentations or miscommunication. To ensure this, only authorized materials pre-approved by the company should be communicated with external parties on Hansa's behalf. We are committed to always communicating openly and honestly with anyone who is interested in Hansa.

### Rules of thumb to follow when using social media are:

- *Avoid posting about or responding to outside comments about any Hansa activities unless you are specifically authorized to do so;*
- *While you are allowed to share and post pre-approved Hansa content, you shouldn't comment on or change any content officially released by the company.*

Be mindful, considerate, and respectful when using and engaging on any social media platforms – be aware of the consequences your actions may have for Hansa and your fellow associates.

## Privacy and Personal Data

Protecting the personal information of our associates and others and respecting privacy regulations is important, especially in our industry. Hansa complies with all applicable laws and regulations that protect the privacy of personally identifiable information and protected health information such as the General Data Protection Regulation (GDPR) in the European Union and the Health Insurance Portability and Accountability Act (HIPAA) in the USA. These laws direct how sensitive personal information may be accessed, collected, stored, used, shared, and discarded.

Private and personal information should only be collected, used, and shared with others if the required consent and contractual safeguards are in place. We collect only the minimum personal information needed to perform our work, use it only for legitimate business purposes, and make sure it is stored securely and only for as long as we need it to complete our work.



# Our Colleagues

## Workplace and Associate Safety

We strive to ensure a safe and healthy working environment for Hansa associates, contractors, and visitors. All of us share the responsibility for maintaining a safe and healthy workplace by following environmental, safety and health rules and practices, and reporting accidents, injuries and unsafe equipment, practices, or conditions.

The safety, security, and well-being of our people is essential to our mission. As part of our shared responsibility for security and a safe work environment, our people must follow health and safety laws, rules, and practices applicable to the locations where they work.

## Equality and Harassment

Respect is the foundation of a successful team and therefore a successful business. Hansa focuses on creating a diverse and equal workplace by promoting an atmosphere where ideas may be exchanged freely and all associates can be themselves. Differences are appreciated and celebrated without harassment or abuse. We maintain an environment that is free from intimidation, harassment, and physical or verbal abuse, and one that does not create a hostile or threatening working environment for individuals of different sexes, races, sexual orientation, religions or ethnic backgrounds.

Bringing people together is an important part of acknowledging, celebrating, and appreciating the work and people at Hansa. In this spirit, all events are conducted with complete respect for this Code of Conduct; any inappropriate, violent or harassing behavior or unsafe activity is not tolerated and strictly prohibited.



## Diversity

*We promote diversity at Hansa Biopharma, not just because it's the right thing to do, but because it is essential for delivering on our strategy. We believe that respect for the inherent dignity, worth, unique attributes, and human rights of all individuals is a fundamental principle. We rely on teams that include a variety of contrasting perspectives and backgrounds, including variety in sexual orientation, gender identity, and gender expression. These kinds of teams have been shown to be more creative and more inventive when coming up with solutions.*

*We at Hansa will not accept any form of discrimination regardless of sex, religion, transgender identity or expression, ethnicity, disability, sexual orientation, and age. Hansa promotes equal rights and opportunities.*

*At Hansa Biopharma, we encourage you to be your authentic self at work.*







# The Community

## Sustainability

Sustainability is integrated into Hansa's corporate vision, values, and operating standards. This approach means no single department is responsible for managing sustainability. Instead, everyone is encouraged to integrate sustainable practices into all aspects of their work for the benefit of all humanity.

Hansa endorses and supports the 17 Sustainable Development Goals (SDGs) adopted by the General Assembly of the United Nations (UN). Hansa commits to making every effort to help achieve these monumental worldwide goals.

## Quality and Patient Safety

Our reputation is built on trust. Patients, the people who take care of them, their families and friends, and the public at large rely on Hansa products to improve health and enhance the quality of life of some of the most vulnerable patients in the world, those living with rare diseases. Product quality and patient safety are critical components of the trust people place in Hansa. We operate a comprehensive and robust quality management system designed to ensure the production and supply of quality products.

The safety of medicines and treatment of patients worldwide is of critical importance. We are committed to ensuring that our products are manufactured and supplied to high standards of quality. We are also committed to conducting our manufacturing operations in compliance with applicable regulatory requirements, good manufacturing practices (GMP) and our own internal rigorous quality standards.

Medicines and treatments can have potentially undesirable effects. Reporting those adverse events is critical in order to take appropriate actions to safeguard patient safety. That is why we are committed to following strict safety monitoring and evaluation processes at every stage of the product lifecycle. We report adverse events and/or quality complaints promptly to the appropriate departments, and then transparently communicate the risks of our medicines to regulatory authorities.



## Human Rights

We are committed to conducting our business in a manner that respects the rights and dignity of all people and expect third-party organizations with whom we do business to do the same. We will strive to prevent, reduce, and resolve adverse human rights impacts throughout our workplace, business operations, and in the communities in which we work. We are committed to protecting people from abuse by those who are more powerful.

## Communication with the Public

To ensure clear and consistent communication with the public and avoid any miscommunication or misinterpretation only those specifically authorized should communicate with outside parties on behalf of Hansa.

We are committed to always communicating honestly and openly with anyone who has an interest in Hansa Biopharma, including patients, customers, business partners or shareholders.

At Hansa, we stand up for doing the right thing. You can get more information on any of the topics discussed in this Code of Conduct by speaking with your manager, Chief Human Resources Officer or Head of Compliance or by referring to Hansa's policies and procedure documents. If you have any questions, concerns or observe any violations of this Code of Conduct or of the company policies, please speak up. Our company strives to maintain an environment where you should feel comfortable to discuss or report anything without fear of retaliation.



**Stand up for what is right.  
Report unethical behavior.**

Use the Web Portal to make a confidential report.

Access the Web Portal via the link  
or scan the QR code

[report.speeki.com](https://report.speeki.com)



And enter Company Name: **HANSA BIOPHARMA**

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