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MO SCI Supplier Code of Conduct

MO SCI, LLC is committed to the highest standard of business ethics and integrity around the world and our continued success depends on our employees, Suppliers, and business partners acting with honesty and integrity while conducting business with or on behalf of MO SCI, LLC.

This Code of Conduct sets forth the basic requirements that all Suppliers, distributors, agents, suppliers, representatives, and other business partners and their employees, directors, officers, agents, representatives, and subcontractors (collectively referred to as "Suppliers") must comply with to do business with MO SCI, LLC and its (direct or indirect) subsidiaries and affiliates (collectively referred to as "MO SCI").

Compliance with the law

MO SCI Suppliers must comply with all applicable local, state, federal, and national laws and regulations of the jurisdiction in which they are doing business, specifically including, but not limited to, the laws and practices set forth below:

Anti-Corruption. Suppliers must comply with the anti-corruption laws of the countries in which they do business and with the United States Foreign Corrupt Practices Act ("FCPA"). Suppliers may not make any direct or indirect payments or promises of payment to foreign government officials for the purpose of inducing that individual to use his/her position to obtain or retain business.

Import/Export laws. Suppliers must comply with all applicable trade laws of the United States and any other nation relating to import/export matters. This includes timely provision of all information necessary to comply with import requirements of the United States or other countries of destination, and not exporting or re-exporting any information or products received from MO SCI to any proscribed country listed in the U.S. Export Administration Regulations. Suppliers will state the country of origin on goods, packaging and invoices as well as provide proper documentation to support available free trade agreement claims.

Facility and Supply Chain Security. Suppliers must maintain adequate security at all facilities and implement supply chain security procedures designed to prevent the introduction of non-manifested cargo into outbound shipments (e.g. drugs, explosives, bio-hazards or other contraband) in alignment with the principles of the U.S. Customs and Border Protection's Customs-Trade Partnership Against Terrorism (C-TPAT) program. Suppliers agree to provide required certification or security questionnaire responses related to C-TPAT. Additionally, each facility must have written security procedures and maintain documented proof of the adequate controls implemented to guard against introduction of non-manifested cargo.

Anti-Counterfeiting. In an ongoing effort to secure the supply chain from the dangers of counterfeiting, illegal diversion and theft of MO SCI products and products that MO SCI distributes on behalf of other manufacturers, Suppliers must notify MO SCI immediately if they are offered the opportunity to purchase counterfeit, illegally diverted or stolen products or otherwise become aware of any such products.

Conflict Minerals. Suppliers must comply with the MO SCI Conflict Minerals Policy (available on the MO SCI website) including working with their Suppliers to identify the source and chain of custody of any conflict minerals contained in their products. Suppliers must agree to cooperate with MO SCI in connection with any inquiries or due diligence that MO SCI chooses to perform with respect to such conflict minerals.

Boycotts. Suppliers must not participate in international boycotts that are not sanctioned by the U.S. government or the European Union or applicable laws.

Antitrust. Suppliers must conduct business in full compliance with antitrust and fair competition laws that govern the jurisdictions in which they conduct business.

Industry Standards. Should the legal requirements and practices of the industry conflict, Suppliers must, at a minimum, be in compliance with the legal requirements of the jurisdiction in which they are operating. If, however, the industry practices exceed the country's legal requirements, the Supplier must follow the industry practices.

Integrity. Suppliers must conduct their overall business with integrity and specifically address the following areas:

Business Records. Honestly and accurately record and report all business information and comply with all applicable laws regarding their completion and accuracy. Create, retain, and dispose of business records in full compliance with all applicable legal and regulatory requirements.

Interactions with Regulators. Act professionally and be honest, direct and truthful with all regulatory agency representatives and governmental officials.

Media/Investors. Suppliers should not speak to the media or investors on behalf of MO SCI unless the Supplier is expressly authorized in writing to do so by MO SCI

Gifts. Suppliers should avoid giving gifts to MO SCI employees. Suppliers should not offer anything of value to obtain or retain a benefit or advantage for the giver, and not offer anything that might appear to influence, compromise judgment, or obligate any MO SCI employee. Any gift from a Supplier must be approved in advance by the MO SCI President or his or her designee. Any gifts, meals, or entertainment must comply with applicable law, must not violate the givers or recipient's policies on the matter, and must be consistent with local custom and practice.

Conflicts of Interest. Suppliers must avoid the appearance or actual improprieties of conflicts of interests. Suppliers must not deal directly with any MO SCI employee or the spouse, domestic partner, or other family member or relative of a MO SCI employee who holds a significant financial interest in the Supplier. If a Supplier employee or a Supplier employee's spouse, domestic partner, or other family member or relative is employed by MO SCI, then such individual may not participate in any contract negotiations involving the Supplier nor provide services to MO SCI on behalf of the Supplier.

Business Continuity and Crisis Management. Subject to the terms of any specific contractual provisions that apply, Supplier must have adequate business continuity plans in place to continue to provide its services to a reasonable degree in the aftermath of any kind of operational crisis, whether caused by a natural disaster, equipment malfunction, power

failure, terrorist act or so forth. Upon request by MO SCI, Supplier must disclose and discuss in reasonable detail the elements of its business continuity plan.

Animal Welfare. Suppliers must perform animal testing only after consideration has been given to non-animal-based test methods, reducing the numbers of animals used, or refining procedures to minimize distress in animals being tested. Suppliers must use alternatives when scientifically valid and acceptable to regulators. Suppliers must treat animals used in any testing or process humanely, minimizing pain and stress.

Labor Practices and Human Rights.

Suppliers must comply with the following labor and employment practices:

Child Labor. Suppliers must not use child labor. No person may be employed at an age younger than the legal minimum age for working in any specific jurisdiction. In no event may Suppliers or business partners employ workers less than 14 years of age.

Compensation. Suppliers must fairly compensate their employees by providing wages and benefits which are in compliance with the local and national laws and regulations of the jurisdictions in which the Suppliers are doing business, or which are consistent with the prevailing local standards in the countries, if the prevailing local standards are higher.

Hours of Labor. Suppliers must ensure that working hours are consistent with local regulations and are not excessive. Where the country's laws and regulations do not address standard working hours, Suppliers must ensure that the work week does not exceed 60 hours. Supplier must provide workers rest days (at least one day off for every seven-day period) and leave privileges.

Forced/Prison Labor. Suppliers must not use forced labor whether in the form of indentured labor, bonded labor or prison labor. Suppliers also must not support any form of human trafficking of involuntary labor through threat, force, fraudulent claims, or other coercion.

Discrimination/Rights. Suppliers must base all conditions of employment on an individual's ability to do the job, not based on personal characteristics or beliefs. Suppliers must follow all applicable employment laws, must not engage in acts of verbal or physical harassment and must not discriminate based on race, color, national origin, gender, sexual orientation, religion, disability, or any other characteristic prohibited by applicable law.

Immigration Law and Compliance. Suppliers must only employ workers with a legal right to work. Suppliers are obligated to validate all workers' legal status by reviewing original documentation (not photocopies) before they are allowed to commence work. Procedures which demonstrate compliance with these validations must be implemented. Suppliers must regularly audit employment agencies from whom they obtain workers to monitor compliance with this policy.

Employee Identification. Suppliers must not require their employees to lodge "deposits" or their identity papers (government-issued identification, passports, or work permits) with their employer. Supplier's employees should be free to resign their employment in accordance with local and national laws or regulations without unlawful penalty.

Employee Records. Suppliers must keep employee records in accordance with local and national laws or regulations and provide in a timely manner, via pay stub or similar documentation, the basis on which employees are paid.

Environment, Health and Safety (EHS)

Suppliers must develop and implement policies and procedures that are protective of human safety, health and the environment, including the following:

Law and Compliance. Suppliers must comply with all laws, regulations, ordinances, rules, product registrations, permits, licenses approvals and orders regarding the environment, health, and safety and the use of restricted substances in the countries in which they do business.

Systems. Suppliers must develop and implement operating and management systems designed to detect, avoid and respond to potential risks and emergencies for the safety and health of all employees and the environment. Suppliers must have written EHS policies and systems to minimize work-related injury, illness and environmental incidents.

Work Environment. Suppliers must maintain a healthy, clean, and safe work environment and must not utilize mental or physical disciplinary practices. This includes any residential facilities that a Supplier provides to its employees. Suppliers must construct and maintain all facilities in accordance with the standards set forth by applicable laws and regulations in the countries in which they operate.

Emergency Preparedness. Suppliers must be prepared for emergency situations. This includes worker notification and evacuation procedures, emergency training and drills, appropriate first-aid supplies, appropriate fire detection and suppression equipment and adequate exit facilities. Suppliers must regularly train employees on emergency planning, emergency exit procedures and responsiveness.

Environment and Sustainability. Suppliers must operate in an environmentally responsible and efficient manner and shall strive to minimize adverse impacts on the environment. Suppliers must conserve natural resources, avoid the use of hazardous materials where possible, and promote activities that reuse and recycle. Suppliers will engage in the development and use of climate-friendly products and processes to reduce power consumption and greenhouse gas emissions.

Confidentiality & Data Protection

Confidentiality. Suppliers must not disclose to others and will not use for its own purposes or the purpose of others any trade secrets, confidential information, knowledge, designs, data, skill, or any other information considered by MO SCI as confidential.

Data Protection. Suppliers must take appropriate steps to safeguard any information that could lead to the identification of individuals, including information that identifies individuals in combination with other information ("Personal Information"). Suppliers must maintain a written information security program that includes administrative, technical, and physical safeguards designed to protect the security, integrity, and confidentiality of Personal Information. Suppliers must process and protect the Personal Information of MO SC personnel, patients, healthcare professionals, and other third parties in accordance with all applicable laws and regulations.

Social Media. Suppliers must educate and train employees on use of social media which should be broadly understood to include blogs, wikis, micro blogs, message boards, chat rooms, electronic newsletters, online forums, social networking sites, and other sites and services that permit users to share information with others in a contemporaneous manner. Such education and training must include that Supplier employees must not give the impression that they are speaking on behalf of MO SCI or misrepresent or disparage MO SCI in any communications or online user forums. Although not an exclusive list, some specific examples of prohibited social media conduct include posting commentary, content, or images that are defamatory, pornographic, proprietary, harassing, libelous, or that can create a hostile work environment.

Subcontractors.

Suppliers must only engage subcontractors or other agents in the promotion, sale, or distribution of MO SCI products pursuant to and consistent with the terms and conditions of a written agreement between MO SCI and the Supplier.

Suppliers must educate and train the employees of subcontractors, who are involved in MO SCI business activities, on the principles of this Supplier Code of Conduct. Suppliers are obligated to require such employees and subcontractors to agree to and abide by the provisions set forth herein.

At the request of MO SCI, Suppliers must provide the names of the employees and the names of the employees of any of the Supplier's subcontractors who are involved in the promotion and sale of MO SCI products, as well as certain other employees specified by MO SCI, and must cause such employees to complete compliance training in a format approved by MO SCI.

Reporting and Investigations.

Suppliers must establish processes to enable the employees to report concerns or illegal activities through a formal reporting structure. Supplier must investigate reported incidents and take corrective action, including appropriate disciplinary action up to and including employee termination, if necessary. Suppliers must not take retaliatory action against any employees who in good faith report a concern, questionable behavior or illegal activity.

Suppliers must immediately report to MO SCI its findings of any violation of law or of the provisions of the Supplier Code of Conduct relative to its activities with MO SCI. Suppliers must fully cooperate with MO SCI to take all reasonable measures to investigate and remediate any non-compliance with the Supplier Code of Conduct.

Audit Rights.

In order to ensure compliance with these standards and subject to the terms of any specific contractual provisions that apply, MO SCI or a third party designated by MO SCI may, upon reasonable prior notice, audit Suppliers' facilities and the facilities of Suppliers' business partners and subcontractors, and such audit may include review of the Suppliers' and its business partners' books and records related to the products or services provided to MO SCI.

In accordance with any such audit, Suppliers must make available to MO SCI, upon request, a copy of any audit that has been performed of the controls and operating effectiveness of

the Supplier as a service organization (including SOC1/SOC2/SOC3 or any successor auditing standard or similar report). If MO SCI requests from the Supplier information and/or a certification with respect to the Supplier's compliance with this Supplier Code of Conduct, Supplier must provide to MO SCI the information and/or certification within a reasonable amount of time.

Compliance with the MO SCI Supplier Code of Conduct. Suppliers must ensure that they understand and comply with the MO SCI Supplier Code of Conduct and inform his/her MO SCI contact (or a member of MO SCI management) if, and when any situation develops where the Supplier is not in compliance with this Supplier Code of Conduct.

Compliance Acknowledgement. All Suppliers are required to educate and train their employees to ensure that they understand and comply with the MO SCI Supplier Code of Conduct. Suppliers may be required, as a condition to maintaining an active Supplier relationship with MO SCI.

Enforcement of and Compliance Verification. Suppliers are expected to self-monitor their compliance with this Supplier Code of Conduct. In addition to any other rights MO SCI may have under their agreement with Supplier, if MO SCI determines or believes that at any time Supplier has failed to comply with any of these standards, then MO SCI has the right to cease the purchase of Supplier's products and services or the supply of sale of MO SCI products and services to Supplier without notice and without liability or obligation of any sort accruing to MO SCI. MO SCI may also prohibit any Supplier employee from providing services to MO SCI who behaves in a manner that is unlawful or inconsistent with this Code of Conduct or with any MO SCI policy.

Reporting of Questionable behavior and Possible Violations. MO SCI encourages Suppliers and their employees with questions regarding the MO SCI Supplier Code of Conduct to contact MO SCI regarding their concerns. Suppliers and their employees should work with their MO SCI contact in resolving a business practice or compliance concerns.

Intolerance of retribution or retaliation. MO SCI will not tolerate any retribution or retaliation taken against any individual who has, in good faith, sought out advice or has reported questionable behavior or a possible violation.