

# Code of Ethics and Conduct



# A message from the CEO



From discovery to delivery, Avantor is a trusted global partner to customers and suppliers in the life sciences and advanced technology industries. We have established a set of core values to guide our business actions and decisions, which are:

## **Innovation**

We empower all associates to explore and contribute ideas that elevate our product and service solutions. By collaborating with our industry partners, we improve scientific outcomes.

## **Customer-centric**

Everything we do begins with actively listening and collaborating with our customers. By understanding their challenges and aspirations, we proactively identify solutions that address their current and future needs.

## **Accountability**

We hold ourselves, and each other, accountable for delivering on our promises to our customers, suppliers, shareholders and colleagues to accomplish our combined goals.

## **Respect**

We are a trusted partner. Whether working with internal or external partners, we act as one team and always assume others have good intent. We treat others with dignity, act in an honest manner and maintain the highest level of integrity.

## **Excellence**

We never settle for status quo. We constantly strive to achieve the highest levels of safety, quality and service. Our passion towards continuous improvement is embodied by every associate and the results we achieve. When we do our best, we are more effective in supporting the industries we serve.

These core values form the foundation of Avantor's Code of Ethics and Conduct (referred to throughout as the Code). The Code is one of the most important tools we provide to our associates. You can think of it as a blueprint for conducting business the right way, so that Avantor can maintain its reputation and status as a trusted partner to its customers, suppliers, shareholders and associates.

How we treat each other and the actions we take with these key stakeholders determines how Avantor is viewed by our investors, the business world, and our communities. As such, each associate is personally responsible for upholding this Code when conducting business or transactions on behalf of Avantor.

Armed with the Code, I trust that each of you will continue to do your job to the best of your ability, with accountability, and uphold your responsibility to maintain Avantor's reputation – and your own – when engaging in business on behalf of the Company. If you are unsure about Avantor's expectations and cannot find answers in the pages that follow, you can always ask questions or report concerns through your manager, your Human Resources representative, local senior management, an attorney in the Legal department or the Ethics Helpline. On behalf of the Executive Leadership Team, I sincerely thank you for your commitment to maintaining Avantor's values and high ethical standards.

A handwritten signature in blue ink that reads "Michael Stubblefield". The signature is written in a cursive, flowing style.

Michael Stubblefield  
Chief Executive Officer

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## Our responsibility under the Code

### Why does Avantor have a code?

Accountability, respect, and excellence are part of Avantor's core values and an integral part of our culture. Adhering to our core values means delivering on our promises, respecting others and expecting to be respected in turn, and never settling for the status quo. That is how we build trust with customers and suppliers, as well as with each other and in our communities. We believe that it takes a customer-centric focus, innovation, excellence, respect, and accountability to realize Avantor's vision. It also takes our associates contributing to a culture where we do what we say we are going to do, we never settle, and unethical actions and behaviors are not acceptable.

Every day we each manage a number of key business relationships, including those with our peers, customers, suppliers, investors, and the community. An ethical approach to these relationships is paramount and provides the foundation of our business. This foundation supports the future growth of Avantor.

The Code represents the principles that guide Avantor and our associates in conducting business ethically so that we can achieve our vision, and set science in motion to create a better world.

### Does the Code apply to me?

The Code applies to all associates, officers, our Board of Directors, and contract or temporary associates that work for or on behalf of Avantor and its subsidiaries and affiliated companies in the U.S. and Puerto Rico. Under the Code, we all have a responsibility to:

- Read and understand the policies and guidelines in the Code.
- Comply with applicable laws and regulations in the countries, states, provinces, and cities where we operate.
- Think and ask questions before we take action.
- Disclose information about conduct you believe might violate laws, ethical business practices, or the Code.
- Cooperate with any internal investigations concerning violations of our policies or business misconduct fully and completely.
- Complete annual training on the Code and other assigned courses in a timely manner.



# Our responsibility under the Code

## Leading by example under the Code

Managers play an active role in the development and well-being of our associates. While all associates are expected to act ethically, managers have additional responsibility to ensure that Avantor provides an environment that promotes ethical behavior. If you are a manager, it is your responsibility to:

- Promote ethical business conduct every day and lead by example.
- Make sure all associates, especially those who report to you, know and understand this Code, our policies, and the laws that apply to their positions.
- Create an atmosphere in which your team feels comfortable asking questions and reporting concerns.
- Understand your area of responsibility and ensure appropriate controls are in place to mitigate risk.
- Report any violations that you suspect are occurring and promptly escalate reports from your associates.

## Our Code, the law, and you

Avantor and our associates, customers, suppliers, resellers and other businesses we work with are subject to the laws of many jurisdictions around the world. We are a U.S.-based company, and as a result, our business and associates are often subject to U.S. laws, regardless of location. However, Avantor and its associates are also subject to the laws of the other countries where we operate. Avantor expects associates to comply with all applicable laws and cooperate with all reasonable investigations and government requests. In turn, associates should expect Avantor to do the same. In the event of an actual or potential conflict between the Code and applicable laws, rules, and regulations, the Legal department is here to help you make the right decisions.

Because the solution to every situation might not be clear, we must rely on the framework of ethical business conduct set forth in this Code, as well as your good judgment.

When you are facing an ethical dilemma, we recommend the following questions to help you make the right decision:

1. Do you think it is legal?
2. Does it comply with Avantor's policies, including this Code?
3. Is it consistent with Avantor's mission, vision, and values?
4. Would you be comfortable if your decision was published in the media?

If your answer to all four questions is "yes," it is probably safe to proceed. If you answered "no," or you were not sure about the answer to any of these questions, stop and reconsider your actions. It is never a bad idea to ask for help to do the right thing.

**Q.** I work as part of an inventory management team at our customer's facility. The customer has trained our team on their health and safety policies and expects us to follow them while on-site. I think that some of their policies might be different than Avantor's health and safety policies. Which policies do I follow?

**A.** You are expected to adhere to this Code and Avantor's other health and safety policies, even if you are working at a customer's facility. However, you should also comply with the customer's health and safety requirements and the customer's reasonable expectations. If you think the customer's policies conflict with Avantor's policies, talk to your manager or your Human Resources representative.



## Our responsibility under the Code

### Reporting concerns and raising issues

As an Avantor associate, you make important decisions every day. These decisions drive value for our customers and suppliers, and ultimately make Avantor a leader in our industry. With each decision, no matter how large or small, you have a responsibility to uphold the values outlined in this Code and to comply with our policies and the laws that apply to Avantor. It is also your responsibility to speak up if you witness or suspect conduct that violates the Code, our policies, or the law. Regardless of who is involved, report your concerns to your manager, your Human Resources representative, local senior management, or an attorney in the Legal department. Our focus is on what is being reported, not who reports it. However, if you are not comfortable reporting your concerns in person, you can also report your concerns anonymously (if permitted by local law) through the Ethics Helpline at any time.

Avantor has engaged an independent service provider to operate the Ethics Helpline so you can report a concern 24 hours a day, 365 days a year. You can report your concerns to the Ethics Helpline via telephone or online. The Ethics Helpline will connect you to a specialist that speaks your language or an interpreter. Once connected, the Ethics Helpline specialist will document the information you provide and address any questions about the

reporting process that you may have. Following your conversation, the Ethics Helpline specialist will prepare a report based on the information you provide and send the report to the appropriate member(s) of Avantor's management. Avantor management will review the information and take suitable action under the circumstances and in accordance with this Code and applicable law.

Unless required by local law, you will not need to provide your name or any contact information when you report through the Ethics Helpline. If you do, it will not be included in the report sent to Avantor, unless required by law.

If you suspect questionable business, ethical, or legal conduct, you have a right and an obligation to seek guidance. Seeking guidance protects you and Avantor. Never hesitate to ask for help if you are in a situation and do not know what to do. Because timely reporting may be critical in preventing harm, promptly notify Avantor of any business situations that may violate the Code or the law.

**Helpline information for all countries where  
Avantor has operations can be found at**  
<https://www.avantorsciences.com/en/ethics-helpline.html>



# Our responsibility under the Code

## Investigations

Avantor takes all reports of possible workplace or business misconduct seriously and has a responsibility to investigate all credible reports of misconduct thoroughly and without bias. Your report or concern will be handled promptly and appropriately. We will disclose the information only to those who need it in order to conduct an appropriate investigation and address the issues that have been raised. If you are asked to participate in an investigation, you must cooperate fully and answer all questions completely and honestly. It is our policy to ensure that all investigations are conducted in compliance with applicable laws.

## No retaliation

Avantor values your help in identifying potential problems that we may need to address. Speaking up is always the right thing to do. We will not tolerate retaliation. Retaliating against someone who reports suspected unethical or illegal conduct in good faith, or who cooperates in an investigation of any such report, is strictly prohibited. Retaliation in any form constitutes a violation of this Code and will be grounds for disciplinary action. If you feel that you have been retaliated against, or threatened with retaliation, you do not have to report according to your chain of command. Promptly report the matter to your Human Resources representative, your local senior management, or any attorney in the Legal department.

## Consequences for violating the Code

Violations of our Code, policies, or the law may result in serious consequences for Avantor and any associates involved. We are each accountable for our actions. Individuals who engage in unethical or illegal behavior, and those who direct, condone, approve, or facilitate such behavior, may be subject to disciplinary action up to and including termination (subject to local laws), and in some instances, may be subject to criminal prosecution.

Consistent with our values, our disciplinary process will treat all associates with dignity and respect, and disciplinary measures will be proportionate and consistently applied.

Unethical behavior places all of us at risk. It damages reputations, harms our business relationships, our investors, other associates, and may subject Avantor or the responsible associates to fines and more serious liability. We all benefit from adhering to the Code and avoiding any violations of the Code or the law.

- Q.** I think my manager has been looking for a new job with a competitor. I have seen him saving files to a personal USB drive and printing out a large volume of documents that he takes home. I wonder if he might be taking confidential Avantor information to his new job with the competitor? Should I report what he is doing? He's my boss and I'm afraid of getting in trouble with him or getting him in trouble if I'm mistaken.
- A.** Because your concerns involve your manager, you should report your concerns outside of your chain of command, whether through your Human Resources representative, your local senior management, the Legal department, or the Ethics Helpline. Avantor will investigate the matter appropriately and will disclose the information only as needed to conduct an appropriate investigation and address the issues that have been raised. Your manager is forbidden from retaliating against you, and as your manager, he should set an example of ethical conduct and support your decision to appropriately report actions that you believe in good faith to violate this Code.

## Our responsibility to each other

### No discrimination

We believe in an open and collaborative culture. This includes ensuring a work environment free from unlawful discrimination on the basis of a person's gender identity, age, religion, disability, national origin, race, gender, sexual orientation, and any other legally protected characteristic or activity.

Avantor is committed to providing full and equal employment opportunities to all applicants and associates without regard to legally protected characteristics or activities. Each applicant and associate is subject to fair employment practices, which give sole consideration to that applicant's or associate's qualifications. Avantor's position is that our policy represents a moral obligation and civic responsibility and considering factors other than an applicant's or associate's qualifications work against the best interests of Avantor, our associates and our culture.

Our policy of non-discrimination in employment is not one of statement only. We will take action to consciously seek, train, and promote diversity.

Avantor is committed to prompt, diligent, and impartial enforcement of our anti-discrimination policies.

- Q.** I was competing with a few other associates for a promotion. I am highly qualified for the position and thought I was sure to get it. The person that got the job instead of me is a different gender and younger than me. Could that be discrimination?
- A.** Avantor considers multiple legitimate business factors when making hiring and promotion decisions, but not all of those factors will be apparent to all applicants. If you feel you have been discriminated against in the promotion process, raise your concerns with your Human Resources representative so that your concerns may be appropriately investigated and, if necessary, escalated.





## Our responsibility to each other

### No harassment

By treating fellow associates with respect, dignity, and courtesy, you are promoting and encouraging an environment where our associates want to work each day. Avantor prohibits harassment of any associates by other associates, vendors, suppliers, or customers. Each and every associate has the right to be protected from harassment of any kind, including through words, gestures, or in writing.

Avantor defines harassment as unwelcome verbal, visual or physical conduct, communication, or treatment because of a person's protected characteristics or activities that interferes with work performance, creates an intimidating, hostile or offensive work environment, or adversely affects employment opportunities.

Avantor defines sexual harassment as unwelcome sexual attention, sexual advances, requests for sexual favors, verbal, visual or physical comments or conduct of a sexual nature; other unwelcome offensive behavior directed at a person because of his or her gender when submission to sexual harassment is explicitly or implicitly a term or condition of employment, submission or rejection of sexual harassment is the basis for employment decisions, or sexual harassment unduly interferes with work performance, work environment or adversely affects employment opportunities.

Harassment and sexual harassment will not be tolerated. Those that engage in harassment, including sexual harassment, will be subject to disciplinary action in accordance with our policies and this Code. Further, if Avantor determines that a person outside our organization, such as a vendor, customer, or supplier, has violated Avantor's policy prohibiting harassment and sexual harassment, we will take appropriate action to correct the situation.

- Q.** Kate has been in her department for a few years and is being considered for a promotion. A few of her co-workers often make inappropriate comments about her appearance and send her graphic images and crude jokes via email and instant messenger. Kate has complained about this behavior to her supervisor a number of times, but he has not done anything about it. After receiving a particularly offensive email from a co-worker, Kate once again reports the behavior to her manager. He suggests that creating disruptions in her department might hurt her chances of being promoted. What should Kate do?
- A.** Avantor does not tolerate this type of inappropriate behavior in the workplace. Sexual harassment includes unwelcome comments about a person's appearance and sexually suggestive or obscene humor or pictures. Kate does not need to tolerate the behavior of her co-workers or supervisor and she should report their conduct to her Human Resources representative. Because Kate's manager is not correcting the incidents of sexual harassment himself or appropriately escalating the problem, Kate should report her harassment complaint outside of her chain of command.

## Our responsibility to each other

### **No solicitation**

Avantor recognizes that associates may have interests in events and organizations outside the workplace. To maintain a productive and harmonious work environment, Avantor has established the following guidelines regarding the solicitation and distribution of written materials on Avantor's property:

- Solicitation and distribution of written materials on Avantor's property by anyone other than Avantor associates is prohibited.
- Solicitation and distribution of written materials by associates is prohibited during work time.
- Distribution of literature by associates in work areas is prohibited at all times.

"Work time" means those periods designated for the performance of assigned job tasks either by an associate engaged in the solicitation or distribution, or an associate who is being solicited or receiving any written materials. Work time does not include lunch breaks, rest periods, or other periods during which associates are not on duty.

This Code addresses solicitation by whatever means, including verbal, written or electronic communications, and prohibits solicitation, whether it is for commercial ventures, religious or political causes, outside organizations, or other non-job related concerns.

### **Labor standards, human trafficking, and compulsory and child labor**

Avantor's core values and culture reflect a commitment to ethical business practices and good corporate citizenship wherever we operate in the world. We acknowledge and respect fundamental human rights principles and are committed to promoting human rights throughout our supply chain and overall business.

Even though our suppliers operate in different countries, each with its own laws and practices, we are committed to respecting human rights by not conducting business with any individual or company that we know exploits children (including through child labor), physically punishes workers, forces or indentures labor, or traffics humans.

We seek to provide a safe, healthy, and desirable workplace with working conditions, wages, and benefits that meet or exceed applicable laws, and maintain proper working hours and compensation practices, including overtime pay, that are consistent with local law. We expect that anyone who conducts business on behalf of Avantor will operate similarly and act ethically, in compliance with the law, and in a manner consistent with this Code and our policies. We periodically audit our suppliers to ensure compliance with these expectations and cooperate with all authorized government investigations regarding labor practices.

## Our responsibility to each other

### Providing a safe and healthy workplace

Avantor is committed to achieving best practices in health, safety, and security throughout our business activities. As a result, Avantor is focused on continuous improvement consistent with these practices.

We comply with the requirements of relevant legislation and regulations and incorporate appropriate health, safety, and security criteria into our operations. We conduct on-site audits to ensure operations are in compliance with our requirements and provide appropriate levels of training and resources to fulfill and implement health, safety, and security standards.

Avantor is committed to maintaining a safe work environment which includes preventing workplace violence committed by or against our associates, and associates are prohibited from making threats or engaging in violent activities, including:

- Causing physical injury to another person
- Making threatening remarks
- Aggressive or hostile behavior that creates a reasonable fear of injury or causes emotional distress in others
- Intentionally damaging the property of Avantor or other associates
- Except as permitted by local law, possessing a weapon while on Avantor property or while conducting Avantor business, even if the weapon is licensed
- Committing acts motivated by, or related to, sexual harassment or domestic violence

Additionally, reporting to work, conducting company business, or otherwise being on Avantor's property under the influence of illegal drugs or alcohol is prohibited, as is the use, possession, distribution, manufacture, sale, or purchase of drugs or alcohol while at or on Avantor's property or while conducting business for Avantor. The only exception to this rule is that associates may legally and safely consume alcohol at company-authorized functions where alcohol is served.

We consider the illegal use of drugs or abuse of alcohol off-premises and off-duty as inconsistent with an associate's responsibilities to Avantor because they can affect associate health, safety, on-the-job performance, and Avantor's reputation. Where permissible by law, Avantor will conduct post-accident drug and alcohol testing of our associates.

Avantor is prepared to help any associate who requests assistance in dealing with drug or alcohol use, and a voluntary request for assistance will not jeopardize an associate's job as long as the associate has not violated Avantor's applicable policies.



## Our responsibility to each other

### Sustainable business practices

Avantor's approach to sustainability is based on the three pillars defined by the United Nations World Commission on Environment and Development – social impact (people), environmental protection (planet), and economic growth (performance). Avantor has established our own sustainable business practices and continually sets goals to enhance our value and advance the interests of our owners, associates, and the communities where we work and live.

We focus on improving our social impact through our associates' health, safety, wellness, development, and training, and by engaging with our local communities. By minimizing the use of resources, preventing pollution, and protecting ecosystem health, we encourage the protection of our planet. We foster economic growth by encouraging our associates to lead innovative projects and continually improve performance by focusing on Avantor's objectives. Avantor's commitment is evident through the goals we set, the metrics we track, the corporate governance we adopted, our collaboration with our suppliers and customers, and our efforts to increase transparency throughout our supply chain.

Avantor encourages all associates to focus on our sustainability objectives by:

- Seeking to increase safety, productivity, innovation, and efficiency in operations
- Taking advantage of wellness and professional development opportunities
- Complying with all applicable legal requirements related to environmental protection

Avantor will continue to work with our suppliers and customers to implement flexible and innovative ways to achieve our business objectives, including our sustainability goals.





## Our responsibility to each other

### **Environmental, safety, and health practices**

Avantor recognizes our responsibility to protect the environment and provide a safe, healthy, and secure workplace for our associates. In connection with those responsibilities, Avantor expects our associates to follow all relevant policies and procedures, as well as participate in activities intended to improve Avantor's performance in environmental protection and occupational safety, health, and security.

To meet our environmental, health, safety, and security objectives, Avantor will comply with applicable laws, and incorporate appropriate environmental, health, safety, and security criteria into business decisions, develop management processes, and seek opportunities to improve our environmental, health, safety, and security performance.

Avantor has identified and expects our associates to help us meet specific targets to address and improve upon our environmental, health, safety, and security responsibilities. Those targets include:

- Reduce pollution by minimizing and managing waste in a responsible manner.
- Provide appropriate levels of training and support to our associates.
- Collaborate with suppliers, customers, and other third parties to facilitate their environmental, health, safety, and security goals.
- Frequently review our policies and their relevance to new legal and business developments.
- Provide resources to fully implement our policies.
- Take steps to identify, assess, and mitigate environmental, health, safety, and security risks, and to prevent injuries and losses.

**Q.** Is there anything I can do to reduce my environmental impact?

**A.** There a number of steps you can take to reduce your environmental impact. While working at one of Avantor's facilities, consider:

- Reducing unnecessary consumption of water and energy
- Recycling when possible
- Limiting your printing to conserve paper
- Reporting any actual or potential environmental hazard



## Our responsibility to each other

### Protecting personal data

We all provide personal information to Avantor and Avantor is committed to ensuring that this data remains secure, confidential, and is only used according to specified business purposes and applicable laws. Avantor defines personal information as any information about any identified or identifiable individual. Personal information can include your name or contact information and it can also include more sensitive information, such as your ethnic origin or government-issued identification numbers.

Avantor is committed to the fair and lawful treatment of personal information about associates and contract workers (past or present), prospective employees, and associates' dependents, beneficiaries and emergency contacts that Avantor collects or processes, or that others have collected or processed on our behalf. Avantor's policy with respect to this personal information is that we will notify you of the types of personal information we collect and the reasons we collect it, and we will only collect and otherwise process such personal information for legitimate and specified business and legal purposes, or as required by law.

Avantor's policies to protect personal information are not intended to prohibit associates from using or disclosing their own personal information to engage in protected and concerted activity under the U.S. National Labor Relations Act (referred to throughout as the NLRA); however, associates and contract workers that collect, store, transfer, or otherwise process personal information as part of their business duties are responsible for ensuring that these processing activities are consistent with Avantor's data privacy policies and in compliance with applicable data privacy laws.

- Q.** Chris has a great team and wants them to know that he values them. To show his appreciation, Chris plans to send a fruit basket to the home of each member of his team on his or her birthday. Chris asks his Human Resources representative for a list of the home addresses and birth dates of the nine people on his team so he can send fruit baskets to their houses. Should the Human Resources representative give him the list?
- A.** No. Although Chris's intentions are good, and Avantor does collect the home addresses and birth dates of our associates, this information is collected for specific business and legal purposes, such as tax reporting, benefits, and emergency contact use. Disclosure of this information by a Human Resources representative for purposes other than permitted business or legal purposes is inconsistent with Avantor's data privacy policies and, in some countries, may conflict with applicable data privacy laws.



# Our responsibility to Avantor and our external stakeholders

## Conflicts of interest

Objectivity is necessary to make good business decisions. When an associate's personal interests or activities, or even those of a family member or close personal acquaintance, intersect with their business decisions, a conflict of interest can arise. Avantor defines a conflict of interest as a situation when personal interests or personal activities could compromise, or appear to compromise, an associate's objectivity, impairing their ability to make good business decisions on behalf of Avantor.

Associates must avoid conflicts of interest. If a conflict of interest, or even a potential conflict of interest, does arise, associates must disclose the issue in writing to their manager, their Human Resources representative, or Avantor's Legal department. Associates may not proceed with any business transaction that poses an actual or potential conflict of interest without disclosing and obtaining approval or resolution of the conflict of interest under this Code.

Conflicts of interest can generally be avoided or addressed if promptly disclosed and properly managed. Once you have notified the right people about your actual or potential conflict of interest, the conflict will be reviewed and may be confidentially discussed with other associates so Avantor can take steps to address the conflict and document any resolution.

If anything about a reported conflict of interest changes, the associate that originally reported the conflict has a continuing obligation to disclose this information as soon as possible.

While it is not possible to list every situation that could present a conflict of interest, this Code describes certain situations where conflicts typically arise.

**Q.** My sister-in-law is an executive at a company that we have been trying to sign as a customer for a long time. Is she considered "family" or a "close personal acquaintance" under the Code, and if she is, does that mean that Avantor can never do business with her company?

**A.** As defined in this Code, conflicts of interest can be based on the interests of associates, their family members, or close personal acquaintances. The term "family" means any family member by blood or marriage. A "close personal acquaintance" is someone that you share a close personal relationship with and because of that relationship, you could benefit financially or you could be subject to undue influence that could result in a potential conflict of interest. Acting as a trustee or in a similar capacity for the benefit of a family member or a close personal acquaintance could also create a potential conflict of interest.

Your sister-in-law's position with her company does not mean that Avantor cannot do business with her company as a customer. However, it does mean that you should not be involved in making or influencing decisions regarding that potential customer. You should also disclose the relationship to your manager, Human Resources representative, or the Legal department. In most cases, Avantor should be able to make arrangements to resolve the conflict of interest, such as removing you from the decision-making process with respect to your sister-in-law's company.

# Our responsibility to Avantor and our external stakeholders

## Examples of conflicts of interest

### Personal relationships

The objectivity required to make good business decisions becomes difficult when personal considerations are involved, such as when customers, suppliers, or competitors are close personal acquaintances or family members. For example, if an associate's spouse provides services to an Avantor facility, such as catering or landscaping, it may be difficult to maintain objectivity about the quality and pricing of those services. In addition, associates need to be careful to keep Avantor's information confidential and not divulge it to family or friends in social settings.

### Outside employment

Operating your own business or holding another job may be permitted if it does not compete with Avantor or our business, use Avantor's resources or information, and is conducted during non-working hours. For example, an associate who also sells real estate may be distracted by client needs during Avantor's working hours and may distract other associates from completing their work, so the associate's real estate business poses a conflict of interest.

### Advising a customer or supplier

Consulting or advisory positions (e.g., sitting on the board of directors of a current or potential customer or supplier) can present a conflict because your personal financial interests or duties as a member of the board or as a consultant to the customer or supplier are likely to compete with Avantor's interests.

### Financial interests

Investing in a company that Avantor does business with or competes against can result in a direct conflict between your own financial interests and Avantor's best interests. The potential for a conflict generally depends on the size of your investment and the nature of the relationship between Avantor and the company in which you have invested (or intend to invest). Insignificant holdings (e.g., 1% or less of a publicly traded company) in a business we work with or a competitor does not generally create a conflict unless you are involved in the relationship with that company as part of your Avantor job duties.

### Corporate opportunity

Using for a personal benefit or diverting a business opportunity in which Avantor might reasonably expect to be interested, without first making the opportunity available to Avantor, is prohibited. All associates have a duty to advance Avantor's business interests whenever the opportunity arises.

**Q.** Can you give me some examples of conflicts of interest?

**A.** The scenarios described on this page do not represent an exhaustive list of potential conflicts of interest but rather should be considered a guide for situations where a conflict can arise. You should always seek the advice of your manager, your Human Resources representative, or the Legal department to resolve any conflict.



# Our responsibility to Avantor and our external stakeholders

## Protection and use of Avantor information

Avantor must protect our business information because it is a valuable asset that differentiates us from our competitors. This includes confidential information about our services, products and product sales, pricing, marketing plans, and operations, as well as confidential details about our suppliers, vendors, and customers. Associates may not disclose confidential information outside of Avantor unless the disclosure is required for legitimate business reasons and is subject to a non-disclosure agreement.

Before disclosing confidential information, whether inside or outside of Avantor, consider the following:

- Are there good business reasons for sharing it?
- Are you authorized to disclose it?
- Is the person you are disclosing it to authorized to receive it?
- Are you only disclosing the amount of information necessary to achieve the business purposes?

When you disclose confidential information, make sure that the recipient knows that the information is confidential and understands the restrictions related to its use and dissemination. Additionally, confidential information should not be disclosed outside Avantor without the protection of a non-disclosure agreement. If you are not sure how to protect the disclosure of confidential information with a non-disclosure agreement, or if a third party wants to use its own form of non-disclosure agreement instead of Avantor's approved forms, contact the Legal department for additional information.

## Intellectual property and branding

Our associates' creative ideas significantly contribute to Avantor's continued success and are considered our valuable assets and exclusive property. Our trademarks and logos distinguish Avantor and our global brands. Respect all copyright, trademark, and other intellectual property laws, when required by law, obtain all proper permissions before use. All communications made on behalf of Avantor, including letterhead, presentation templates, logos, branded merchandise, and Avantor messaging (e.g., taglines and statements of our vision and values) must be current and approved in advance by the Marketing or Corporate Communications departments.

All associates are obliged to also respect the intellectual property rights of third parties and must not infringe on another person's or company's intellectual property. In particular, only the IT department may authorize the installation of software programs so Avantor can ensure compliance with all terms and conditions of the applicable software licenses or subscriptions, including the maximum number of authorized users.

**Q.** Peter is eager to sign a new customer and has presented them with a competitive pricing proposal for several products. He follows up with the potential customer a few days after sending the proposal and learns that they gave his pricing proposal to their existing suppliers and were able to secure the same or better pricing than Peter offered. What did Peter do wrong?

**A.** Peter neglected to enter into a non-disclosure agreement protecting the pricing information in his proposal before sending it to the potential customer. Because the potential customer had no restrictions on the use of the pricing proposal, and no obligation to keep the pricing proposal confidential, they could send it to existing suppliers without consequence. In addition to entering into a non-disclosure agreement with the customer, Peter should have also clearly marked each page of the pricing proposal as Avantor's confidential and proprietary information.

# Our responsibility to Avantor and our external stakeholders

## External communications, including social media

Proper and thoughtful communication of Avantor's information is critical for driving and/or protecting our brand. As a result, Avantor has designated specified associates as authorized spokespersons. These associates have been trained on delivering accurate and approved information to the appropriate audience they are addressing.

Associates should always seek help with external communications when communicating to external audiences, such as when a supplier wants to publish a press release announcing a new contract with Avantor, when an associate is invited to speak at an industry conference on behalf of Avantor, or when the media contacts an associate for a quote or comment. To ensure a consistent voice, only authorized associates may respond to these requests.

This is especially important when publicly disclosing financial information. We can only publicly disclose Avantor's financial information under certain conditions. As a result, only authorized associates can speak to members of the financial community or Avantor's investors on behalf of Avantor.

Associates that need to share Avantor's financial results with customers or suppliers can only disclose financial results that were previously announced to the public or that Avantor has specifically authorized for disclosure.

Remember that all external outreach, including media inquiries, press releases, public speaking engagements, crisis communications, community engagement efforts, or requests for information on behalf of Avantor (whether internal or external) must be coordinated and approved through the Corporate Communications department and in accordance with current Avantor policies.

Unless prohibited by applicable law (e.g., Section 7 of the NLRA), associates who reference Avantor in their personal social media activities, or are known in their social media networks as a representative of Avantor, must adhere to our external communications policy, including the following requirements:

- Associates are personally responsible for the content they publish on social media
- Associates may not post material that is discriminatory to our associates, customers, or suppliers.
- Associates are prohibited from using the identity of another associate, an employee of an Avantor customer or supplier, another third party that Avantor has a business relationship with, or a competitor.
- All rules and policies that apply to the protection of confidential information, including this Code, also apply to all social media activities. Disclosure of confidential information concerning Avantor, customers, suppliers, or other third parties is prohibited.

None of the foregoing prevents associates from engaging in protected activity on social media, including discussing the terms and conditions of their employment or their views concerning labor organizations.

**Q.** I recently searched "Avantor" online and saw that a former customer posted a poor review about Avantor on social media. The information posted did not appear to be correct. Should I post a response to correct the customer's misperception?

**A.** You should inform the Corporate Communications department about the poor review. Because the complaint is about Avantor, the response should be on Avantor's behalf instead of from you personally.

# Our responsibility to Avantor and our external stakeholders

## Physical and electronic assets

Avantor has invested a great deal in our facilities, inventory, materials, equipment, information, and associates. We consider them valuable assets that require great care.

Associates may only use Avantor property (e.g., buildings, equipment, supplies, vehicles, files, data, and information systems) or Avantor personnel for legitimate business purposes and may not use them for their own private purposes or for any purposes that violate this Code. Exceptions to this overall policy allow the use of certain Avantor property if such use is otherwise expressly permitted by a specific Avantor policy or applicable law. For example, limited personal use of Avantor telephones, internet access and email systems is permitted on non-working time. An associate who has Avantor email, internet, or telephone access for purposes of performing their job duties may also engage in protected activity concerning the terms and conditions of their employment consistent with Section 7 of the NLRA.

Avantor also expects our associates to take great care with our electronic assets in order to ensure that Avantor's brand and reputation is protected, confidentiality of information is maintained, the integrity of information can be relied upon, information is available when associates need it, and applicable legal, regulatory, and contractual obligations are met.

Associates must comply with Avantor's information security policies and organizational measures to maintain the integrity and availability of Avantor's information assets. Avantor has developed extensive procedures and operations to protect and preserve information and make it available to associates when and where they need it. However, we also rely on our associates to protect our systems from malicious code and downtime. Installation of unauthorized software, hardware, or storage devices, or accessing Avantor systems from unsecured applications or devices can introduce risk to Avantor's systems. Avantor expects our associates to use good judgment and comply with our policies and procedures to maintain the integrity of our systems.

Subject to applicable law or regulations, the information you create, send, receive, download, or store on Avantor's systems becomes Avantor's property, and we reserve the right to monitor, review, and disclose data as we deem necessary.

- Q.** I heard about an app that logs all of my travel expenses, takes pictures of my receipts, and can integrate with our expense tracking and submission software to enter my expenses. I travel a lot for work, so this would be a real time-saver. Best of all, it's free! Who do I need to talk to in order to give this app access to our expense tracking software?
- A.** You shouldn't download the app to your Avantor device or try to connect any unauthorized software or hardware, including this app, to Avantor's systems. Avantor has a list of authorized apps, including an expense tracking app, that have been thoroughly reviewed to determine compatibility with our systems and to verify that they do not pose an information security risk. With the explosive growth in smartphones and apps, some unscrupulous individuals have developed apps that can damage your device or, if given access to Avantor's systems, could damage those systems or steal information. The Avantor IT department is always available to help you increase productivity while still protecting Avantor's information.



# Our responsibility to Avantor and our external stakeholders

## Records management

Avantor is committed to retaining and destroying business records in compliance with our policies and our legal and contractual obligations. We have established records retention policies to support this commitment and to minimize the substantial costs and administrative burdens associated with excessive business record retention.

Business records are all records and data, regardless of format, that are created, received, or used in the course of Avantor's business, on Avantor's time, or using Avantor's equipment. Business records include, but are not limited to, email messages, paper documents, electronic documents, databases, application information, or other media, whether business or personal, that relate to Avantor's business.

Avantor expects associates to retain business records for the time periods stated in our retention policies and responsibly destroy the records following expiration of that retention period. If a legal, regulatory, or contractual retention period exceeds the retention period in Avantor's policies, the longer retention period will apply.

Business records must be stored on Avantor's property, computer networks, or in approved storage locations. Business records must not be stored in unapproved locations or on unapproved devices or hosted environments (e.g., thumb drives, DropBox, iCloud, or Google Drive).

We have a duty to preserve business records that are relevant to a lawsuit or regulatory proceeding. The Legal department has developed legal hold guidelines and procedures. If you are notified that the business records or other information you control or have access to is subject to a legal hold, your obligation to preserve those business records supersedes any retention period.

- Q.** I was cleaning out a desk and found some financial statements for a subsidiary we sold off at least five years ago. I can just throw them away, right?
- A.** Not necessarily. Check Avantor's records retention policies to determine if we still need to retain those financial statements. If you are not sure if the records retention policies are relevant to the documents you found, check with the record owners for those types of documents. If the retention period has expired, you should dispose of the records securely (i.e., by shredding the records) to protect Avantor's confidential information.





# Our responsibility to Avantor and our external stakeholders

## Insider trading

Avantor's policies and applicable securities laws prohibit buying or selling a company's securities (including stock, options, debt securities, derivatives, etc.) based on material non-public information or providing such information to others so that they may buy or sell a company's securities. Avantor's policy applies to associates, directors, consultants, and contractors, as well as their family members and other members of their household.

Material non-public information is information that is not known or generally available to the public and is likely to be important in deciding whether to buy, hold, or sell securities.

This Code and its related policies cannot identify every type of material non-public information, but typical categories include: projections of future earnings or losses; financial results and changes from expected financial results; pending or proposed mergers, acquisitions, securities or debt offerings; sales of assets or financing arrangements; changes in management; financial or liquidity problems; litigation or investigations; major contract wins or losses; and significant write-downs of assets or additions to reserves.

Avantor's policies prohibit trading in Avantor's securities or the securities of those companies that we do business with, including customers, suppliers, competitors, and potential acquisition targets, based on material non-public information.

Further, you are prohibited from providing material non-public information to others so that they may buy or sell Avantor's securities or the securities of the companies we do business with, even if you will not benefit from the trading activity.

Avantor prohibits speculative or hedging transactions in Avantor's securities, and, like Avantor's other important information assets, the disclosure of material non-public information to third parties is not permitted.

If you are unsure if the information you know is either material or non-public, it is safest to consult the Legal department for direction before you make any trades.

**Q.** We're about to sign a big contract with one of our suppliers. It will be a lot of new business for them and should increase their stock price considerably. Can I buy the supplier's stock before we sign the contract? If not, when can I buy their stock? The supplier is a U.S. company traded on a U.S. stock market, but I live in Europe, so I don't think the U.S. insider trading laws apply to me.

**A.** The information you have about the supplier is likely material non-public information, and you cannot buy or sell the supplier's stock based on that information. Once the new contract is publicly announced, you can buy the supplier's stock after the markets have had an opportunity to absorb and act on the information, which is two full trading days after the public announcement.

Many countries, including all of the European Union, have laws prohibiting insider trading. Further, U.S. authorities will investigate and enforce U.S. laws as they relate to U.S. companies and markets, even across international borders.



# Our responsibility to Avantor and our external stakeholders

## Accurate books, records, disclosure, and internal accounting controls

Avantor expects all associates to record and report information accurately and honestly. This includes accurate reporting of time worked, business expenses incurred, accounting entries and information, production data, and any other information related to business activities. Associates should use good judgment and common sense when preparing any business records to ensure that it objectively and accurately reflects the facts of the situation.

In general, all internal and external financial records and information must follow the applicable generally accepted accounting principles and effective internal controls, including procedures in place to protect Avantor's assets. No entry may be made in Avantor's records which intentionally hides or disguises the true nature of any transaction. All funds and assets must be accurately recorded and disclosed in Avantor's books and records, and no undisclosed or unrecorded funds or assets may be established. Avantor should not be a party to any transaction if we are uncomfortable with how the other party may account for the transaction in their books and records.

Budget proposals and other financial evaluations and forecasts must fairly represent all relevant information. All business transactions must be properly authorized and completely and accurately recorded in Avantor's financial records, in accordance with appropriate policies and procedures. Familiarity and compliance with Avantor's accounting and reporting policies and systems of internal controls are required at all times.

Avantor is committed to providing timely, consistent, and accurate information according to applicable legal and regulatory requirements. We meet this commitment by requiring the review and approval of financial and related information before it is disclosed.

- Q.** I work in customer service. A field sales representative asked me to credit the customer's account for a returned product, even though the customer never returned the product. The customer will be happy if they can keep the product and get a refund, so is this okay?
- A.** No. Avantor requires our associates to accurately and completely record business transactions. Associates You must report this request to your manager.

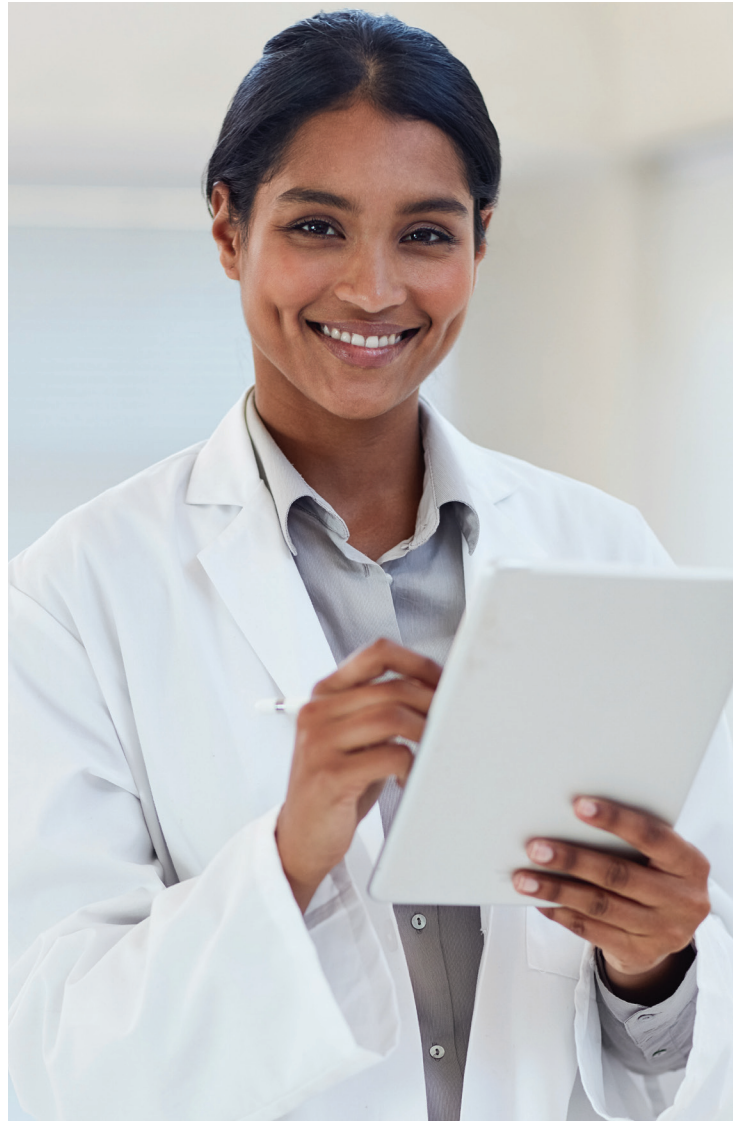


## Our responsibility to Avantor and our external stakeholders

- Q.** I saw a co-worker sign off on an inspection report when he hadn't actually done the inspection. What should I do?
- A.** You should notify your manager immediately. Signing off on the report when he had not actually done the inspection is a form of falsifying records and is never appropriate.

- Q.** A friend of mine at another company increases the amount of a few of his expenses on his expense report as extra compensation for being away from home. Is this okay at Avantor?
- A.** No. Your friend is falsifying company records and is stealing from his company. This behavior is not acceptable at Avantor.

- Q.** I received a paycheck a few months ago and was overpaid by almost \$50.00. It doesn't seem like anyone noticed the error and no one has asked for the money back, so can I keep it?
- A.** No. You are stealing from Avantor if you do not return the money. You should notify your manager or Human Resources representative if there is a discrepancy in your paycheck.



# Our responsibility in our business relationships

## Ethical business relationships

Avantor is committed to ethical behavior in all of our business interactions, including with investors, customers, suppliers, and the other companies we work with. Using good judgment in our business relationships helps Avantor to avoid even the appearance of inappropriate conduct.

Our suppliers are selected on a variety of criteria: quality, reliability, price, technological standards, product suitability, demonstrable long-term and conflict-free relationships, compliance with laws, standards, and regulations, and their reputation for ethical business practices. Family relationships, close personal acquaintances, personal interests, or illegal or unethical payments or business practices cannot play a role in the selection of suppliers.

Incentive-based payments, such as rebates and discounts for customers and commissions for salespeople, are typical in our industry. However, Avantor must not take part in any illegal or unethical payments. Payments in our business relationships must be:

- Reasonable relative to the products or services and consistent with industry practices, market conditions, applicable laws, and Avantor's policies.
- Properly documented according to Avantor's practices and policies and written into contracts that clearly define the nature and purpose of the transaction.
- Made to the appropriate party under defined and accurate terms.
- Transparent regarding the maker and recipient of the payments and not involve payments to any unrelated parties or accounts.

Business decisions should be made on the objective merits of a transaction and not influenced by inducements, such as money, favors, or gifts. With the limited exception of gifts offered or received in strict compliance with Avantor's anti-corruption and anti-bribery policies, no associate may demand, accept, receive, offer, or grant a personal favor or benefit of any kind, including the payment of money, either directly or indirectly, when conducting business on behalf of Avantor, whether the business is with a private person, a company, or a public agency or institution. Such conduct by associates, suppliers, customers or others that Avantor does business with is considered by Avantor to be commercial bribery and is not tolerated.

- Q.** A supplier has offered to pay for an airline ticket to visit its facility, and has also offered a generous amount of money to cover my other travel expenses. The supplier's contract is up for renewal in a few months, so can I accept the tickets and money for expenses?
- A.** No. If there is a business need to see the supplier's facility, its products, or to evaluate the supplier's abilities, Avantor will reimburse you for the airfare, accommodations, and other properly submitted business expenses as part of your job responsibilities. However, because the supplier offered a ticket and a generous travel expense allowance, the offer appears to be an inappropriate offer to influence your business decision. You should discuss the situation with your manager. You should also speak with the supplier and clarify Avantor's policy on ethical business conduct to ensure that all business with this supplier is handled in an ethical manner in the future.



## Our responsibility in our business relationships

### Anti-corruption and anti-bribery

Avantor does not engage in corruption or bribery to obtain or retain business, and is committed to abiding by the United States Foreign Corrupt Practices Act (referred to as the FCPA) and the anti-corruption and anti-bribery laws of every country in which we operate. Avantor prohibits associates from improperly giving anything of value to a government official while conducting business on behalf of Avantor. Avantor and our associates are also required to maintain books and records that accurately and fairly reflect all payments, expenses, and transactions involving government officials.

**Q.** Who is a "government official"?

**A.** Avantor defines a government official as:

- Any officer or employee of a government or any government department, agency, or other government instrumentality
- Any person acting in an official capacity on behalf of a government or any government department, agency, or other government instrumentality
- Any officer or employee of a company or business that is owned in whole or in part by a government (e.g., state-owned hospitals and universities)
- Any officer or employee of a public international organization (e.g., the World Bank or the United Nations)
- Any political party, any official of a political party, any candidate for political office, and any elected official at any level (e.g., national, local, or municipal level)
- Civil servants and military personnel
- The children, spouse, or other close relatives of any of the above

Avantor's policies and the FCPA prohibit associates from making, promising, offering, or authorizing any payment, gift of any kind, or anything of value to a government official while conducting business on behalf of Avantor without prior approval from the Legal department. We recognize that associates may need to provide products, travel, or lodging to government officials solely for the purposes of training, demonstration, or explanation of our products and services, and may allow limited exceptions to our policies with prior written approval by the Legal department and strict adherence to our anti-corruption procedures.

Any actions prohibited by Avantor's anti-corruption policy are also prohibited if those actions are taken indirectly through Avantor's third-party representatives. Therefore, Avantor expects our associates to perform due diligence on our third-party representatives, including agents, dealers, and sub-distributors, to ensure that they do not take any action that would constitute a violation of the FCPA, applicable anti-bribery or anti-corruption laws, or Avantor's policy. Avantor has adopted procedures and practices to conduct anti-corruption due diligence on our third-party representatives.

**Q.** At my old employer, we were entitled to make facilitating payments (sometimes called "grease" payments) as long as they were properly accounted for in our books and records. Is that okay at Avantor?

**A.** Facilitating or "grease" payments are a one-time, small payment to obtain a routine, non-discretionary governmental service that a company is entitled to receive, and are permitted under the FCPA. However, in Avantor's view, the line between a bribe and a grease payment is easily blurred, and the anti-corruption laws of some of the various countries in which Avantor operates prohibit grease payments, so they are prohibited by Avantor.

## Our responsibility in our business relationships

**Q.** A few executives from a current customer, a foreign state-run research institute, approached me at our trade show booth. I gave them some small, inexpensive (less than U.S. \$50.00) promotional products bearing the Avantor logo. They are interested in our custom chemical manufacturing capabilities, so I told them that we could help to cover the cost of a visit to inspect the capabilities of our facilities. One of the foreign officials told me he could guarantee me their custom chemical purchases if I paid for dinner for him and his family at a new and very expensive restaurant. How do I respond to his request?

**A.** Paying for dinner for the customer and his family has no relevance to our products and services and appears to be a request for an illegal bribe. Report the request for the dinner to the Legal department as soon as possible. As leaders of a foreign state-run institute, the executives are "government officials," and Avantor's anti-corruption policy requires Legal department review and approval before providing them with anything of value. Providing inexpensive products bearing Avantor logos would likely be approved under our anti-corruption policies and applicable laws because they are of limited value and given for the purposes of demonstration or explanation of our products and services. The trip to inspect our facilities would involve greater expenditures and an analysis of both the FCPA and the anti-corruption laws applicable to the customer, so you should discuss these situations with your management and the Legal department first to make sure you are complying with our policies and the law.

**Q.** What is "anything of value"?

**A.** Avantor defines "anything of value" to include:

- Cash or cash equivalents (e.g., stock or other securities or anything that can be converted to cash relatively easily)
- Travel expenses
- Gifts
- Extravagant entertainment
- Lodging expenses
- Education expenses
- Loans and grants
- Excessive free samples
- Political and charitable contributions



## Our responsibility in our business relationships

### Exchanging gifts, travel, and entertainment

Exchanging gifts and entertainment may be a customary or accepted part of doing business in some parts of the world. Recognizing this fact, Avantor has established certain limited circumstances in which Avantor associates may give or accept gifts from customers, suppliers, or others that Avantor conducts business with.

Under no circumstances can associates give or accept gifts if the intent is to improperly influence business decisions. Where applicable, associates may give gifts that have only a nominal or promotional value, such as items bearing an Avantor logo, and have a value less than U.S. \$50.00 (or the equivalent amount converted into local currency). Similarly, associates may accept gifts from business contacts, provided that those gifts have a value less than U.S. \$50.00 (or the equivalent amount converted into local currency).

In contrast, associates may not give gifts or provide travel or entertainment to government officials without advance approval by the Legal department and unless the gift meets the following criteria:

- Has a value under U.S. \$50.00
- Is reasonable and customary under the circumstances
- Is consistent with the laws and policies that apply to Avantor and the government official
- Is given openly, transparently, and infrequently
- Is given in connection with a recognized gift-giving event or holiday

In some circumstances, you can give gifts, travel, or entertainment to government officials in connection with training, demonstration, or explanation of Avantor's products or services. In each case, all gifts, travel, or entertainment offered or given to government officials must be fully disclosed and approved by the Legal department and must be accurately reflected in our books and records. In no event should associates give or receive gifts of cash or cash equivalents (including securities) to or from government officials.

Associates should not accept gifts from government officials. If extraordinary circumstances (e.g., diplomatic protocol or ceremonial recognition) prevent an associate from rejecting or returning a gift, the gift must be promptly reported to the Legal department and, if the value of the gift exceeds U.S. \$50.00 (or local currency equivalent), turned over to the Legal department.

**Q.** We are planning to send out a customer satisfaction survey to existing customers. Because response rates are typically low, we are going to give our customers a gift card bearing the Avantor logo that is worth €25 when they complete and return the survey. Some of our customers are government agencies, but most are private-sector companies. Can we go ahead with this plan?

**A.** Not all of your customers can receive gift cards. Giving the gift cards to private-sector customers is allowable under Avantor's policies because the gift cards are promotional, valued less than \$50.00, and are not intended to improperly influence our customers' business decisions. Government agency customers should not be offered or given gift cards if they respond to the survey because the cards are not being given in connection with a gift giving occasion; are not for training, demonstration, or explanation of Avantor's products or services; and you did not receive prior approval from the Legal department.

**Q.** My main contact at one of our biggest customers is about to get married. Would it be okay to send her a card and small gift?

**A.** In most cases, a gift under \$50.00 would be okay, but there may be situations where it is not appropriate. For example, most customers, and especially government customers, may be prohibited from accepting gifts from business contacts, so you could only give a gift if it did not violate your customer's gift policy and applicable law. A gift of cash (or a cash equivalent) would never be okay. The best course of action is to review our policies and to ask the Legal department for guidance.

## Our responsibility in our business relationships

### Fair dealing and competition

Part of good ethical behavior is creating positive business relationships that ensure a fair playing field. We never want to mislead, deceive, or engage in deceptive business practices that could illegally restrain trade or appear to violate competition laws.

Competition laws are typically broad and subject to interpretation. Many of our typical business transactions, such as participating in trade associations, exchanging information with competitors, co-promotion or co-production contracts, competitive bidding, buying or selling businesses, and entering into joint ventures can be both legal and fair. However, if these transactions are not executed carefully, they may raise concerns about whether fair and open competition is being harmed.

Avantor associates should never disclose information to competitors, especially information about sales, prices, pricing strategy, terms and conditions of contracts, profit margins, distribution or marketing strategy, bidding plans, allocation of sales territories, commissions or compensation information, plans for obtaining or retaining customers or suppliers, or new products or services. If Avantor's membership in a trade association could result in sharing this type of information with competitors, the Legal department must review the information and the controls meant to prevent unintended disclosure before the information is provided to the trade association. If this type of information could be disclosed as part of the acquisition or sale of one of our businesses, or a potential joint venture, the Legal department must be consulted before any information is provided outside of Avantor.

Discussing the terms, conditions, pricing, or other important bid information with other bidders in a competitive bidding situation is strictly prohibited. Conversely, when potential suppliers or vendors bid for Avantor's business, disclosing a bidder's information to any other bidder is also prohibited.

Avantor associates should consult with the Legal department if they are contemplating any of the transactions outlined above or have any questions about the competitive aspects of an unfamiliar situation.

- Q.** A supplier recently started to sell its products directly to our customers at really low prices so it can develop its own customer base. My cousin works for one of our major competitors, and the supplier is doing the same thing to his company. My cousin suggested that both of our companies should agree to set prices on several of the supplier's products lower than the prices offered by the supplier until the supplier stops selling products directly to our customers. It sounds like a good idea, but are there any problems with it?
- A.** Yes. Disclosing pricing information to a competitor, even if that competitor is a family member or friend, could result in a violation of laws that ensure fair competition. Agreeing with a competitor to fix prices, even if the agreement is to lower prices, is definitely a violation of the laws enacted to ensure fair competition and could result in civil or criminal liability for Avantor and our associates. In addition, disclosing pricing information without a non-disclosure agreement in place is against Avantor's policies that protect our confidential information.





## Our responsibility in our business relationships

### Anti-boycott compliance

As a global company, we must be careful not to take any actions or agree to anything that could be viewed as supporting or participating in an illegal boycott. As a result, Avantor complies with applicable anti-boycott laws and prohibits participation in or promotion of boycotts that conflict with U.S. laws and regulations.

Boycott-related requests come in many forms, can be found in many documents, and can be subtle and easy to miss. Illegal boycott requests generally ask Avantor to confirm that products were not manufactured in or shipped through specific countries, or that people or companies we do business with are not of a certain nationality or located in certain countries. Prohibited boycott requests can be verbal or in a bid, a letter of credit, shipping documents, purchase orders, emails, or any other documents relating to an order to export products. Responding to a boycott request incorrectly can result in a violation of anti-boycott laws.

Avantor must report requests to participate in or support an illegal boycott to the U.S. government or risk violating the law. If you think Avantor received a request to support or participate in an illegal boycott, contact the Legal department.

### Anti-money laundering

Money laundering is an attempt to hide or disguise the proceeds of illegal activity through one or more legitimate transactions. Avantor takes active steps to obtain, record, and verify the identity of the companies that we do business with and their financial activities. Associates should know our customers and their use of our products and services and should be aware of typical methods of laundering money, such as payments in cash; fund transfers to or from countries, individuals, or businesses that are unrelated to the transaction or the customer; or changes in the previous patterns of transactions. Avantor will comply with the anti-money laundering laws of all the jurisdictions relevant to our business, and suspicious transactions should be reported to the head of your local Finance department or the Ethics Helpline.

**Q.** A customer just accepted a quote for a large equipment order and wants us to ship as soon as possible, but needs Avantor to confirm that none of the equipment was manufactured in Israel. All of the equipment was manufactured in Germany, so can I confirm the country of manufacture for the customer?

**A.** Discuss the customer's request with the Regulatory department or the Legal department before responding to the customer. Together, we should be able to assist the customer and comply with our obligations under the anti-boycott laws.

**Q.** One of the resellers we recently started to do business with called to tell me that their payments would start coming from their bank account in a different country and that the bank account was under a different corporate name, so they wanted to make sure that their payments were properly credited. Should I be worried?

**A.** Changes in transaction patterns and payments to or from accounts not directly related to customers are possible indicators of money laundering. You should discuss your concerns with the head of your local Finance department.

## Our responsibility in our business relationships

### Political and charitable activities and contributions

Avantor welcomes private activities by our associates in social, political, or public welfare institutions during non-working time. However, because donations to elected officials, candidates for political office, or charitable and not-for-profit institutions and foundations may implicate anti-corruption laws, Avantor has enacted some limits on political and charitable donations that are made by or on behalf of Avantor.

Avantor associates may not make political contributions at any level (local, state, or national) through or on behalf of Avantor without the prior written approval of the General Counsel and either the Chief Executive Officer or the Chief Financial Officer. Further, as a U.S. government contractor, Avantor is prohibited from contributing to U.S. federal candidates, parties, or committees, and our ability to advocate or lobby for certain legislation is restricted and requires extensive disclosures. Some U.S. states and some countries in which Avantor operates have adopted similar restrictions that apply to Avantor and our business.

**Q.** A customer is hosting an event that benefits a cancer research non-profit. The customer just asked me if Avantor can sponsor a table at the event. They are a good customer and it's a good cause, so can I tell the customer that we will donate money and attend the event?

**A.** Avantor supports many different charities, foundations, and other not-for-profit institutions. There are often various sponsorship levels for events. You should first speak with your business leader to determine if it is a business expense that your team wants to incur and at what amount. If the decision is to move forward, discuss the proposed donation with the Corporate Communications and Legal departments so Avantor can verify that the non-profit is in good standing and that the donation will be used for its charitable mission.

With respect to charitable contributions, associates must ensure that cash and non-cash donations on behalf of Avantor are made only to charities in good standing and will not be applied to anything except the charitable cause for which the donation was made.

With certain limited exceptions, all charitable donations made by or on behalf of Avantor require prior written approval by the Corporate Communications and Legal departments.

**Q.** I strongly support a particular political candidate both personally and because I believe that their policies would benefit Avantor and the communities where Avantor's associates live and work. How do I keep my personal contributions of time and money to the campaign from appearing to be Avantor's involvement?

**A.** Avantor supports and encourages your right to participate in the government process as a citizen. However, your involvement must be during your non-working time and at your own expense. Even if a candidate or a candidate's policies would benefit Avantor, you should not do or say things that would give others the impression that you represent Avantor's interests or are promoting Avantor's business in your personal political activities. A few examples include not using Avantor's letterhead to communicate for or with the candidate, not using Avantor's telephones or email accounts to solicit donations for the candidate, and not handing out your company business cards or otherwise displaying your association with Avantor at political functions.

## Our responsibility in our business relationships

### Working with the government

National, state, and local government customers are often subject to laws, regulations, and ethical standards that may be stricter than those that apply to our private-sector customers. Failure to know and follow the standards for working with government customers could result in civil or criminal fines or penalties against Avantor or our associates, the loss of a contract, or a prohibition on future business with the government.

Government bids and contracts often require Avantor to provide substantial amounts of information about Avantor, our associates, and our products. As with all customers, Avantor's information must be accurate, truthful, and complete in all statements and in writing. Providing inaccurate or misleading information, or omitting information, whether by mistake or intentionally, can subject Avantor to legal penalties. Specifically, proposals must accurately describe our capabilities, plans for performance under a contract, and how we meet solicitation requirements and evaluation criteria. Representations and certifications must be truthful and accurate, and invoices must accurately reflect properly billable amounts in full compliance with the contract and all rules and regulations. Avantor expects associates to comply with all contract terms and conditions, and only written changes authorized by the applicable contracting officer can validly amend

the terms and conditions of a government contract. If you have any concerns about the information Avantor provides to our government customers or its accuracy, contact the Legal department.

Avantor's policies that prohibit associates from improperly offering or accepting anything of value, directly or indirectly, to obtain or retain business apply to both private sector and government customers. In addition, Avantor's restrictions on influencing legislative, regulatory, or other administrative government processes or making political contributions by or on behalf of Avantor apply to all business with the government. We are often required to disclose any lobbying or political contributions made by Avantor or our associates when we bid on government business. Discuss any potential lobbying activities or political contributions that may be made on Avantor's behalf with Corporate Communications and the Legal department before taking any further action.

Complex rules govern the employment or any other relationship between Avantor and any present or former government employees. Please consult the Legal department before discussing possible employment opportunities with any present or former government employee.



## Our responsibility in our business relationships

### **Import/export and sanction compliance**

As a global company headquartered in the U.S., Avantor is subject to, and complies with, U.S. and other global laws relating to exports, imports, sanctions, and embargoes. Export and import laws are designed to control the export of certain products and technical data from one country or person to another, to accurately declare the value of products, and to properly document exports and imports. Sanctions and embargoes prevent the use of Avantor's products or assets in criminal activity and terrorism.

Avantor's Global Export department, working with our Compliance department, is responsible for confirming that the country, company, or person ordering our products is not on any government list which restricts such sales and that the products can indeed be sold outside of the U.S. or other countries where Avantor operates. No Avantor company will export to any country, company, or person in violation of the laws of the exporting and importing countries. All applicable laws must be respected even if it means turning away business.

Associates are required to use all implemented screening mechanisms to promote adherence with Avantor's requirements. All associates must follow the Avantor export compliance and control procedures and comply with all applicable export controls, sanctions, or embargoes. To the extent Avantor uses overseas sales agents, resellers, or distributors, Avantor associates must ensure that they comply with Avantor's policies and applicable law regarding export controls, sanctions, and embargoes.





## Our responsibility in our business relationships

### Third-party information

In addition to protecting Avantor's confidential information, each associate is obligated to respect and protect the confidential information and proprietary rights of third parties. Avantor associates that obtain or use the confidential information and proprietary rights of our customers, suppliers, and other business counterparties without proper authorization put Avantor at risk. Information concerning third parties should be obtained from sources that are publicly available or are otherwise authorized to share the information. Avantor will not use any illegal or unethical methods to obtain another company's trade secrets or other confidential information.

Our receipt of confidential information is often governed by a non-disclosure agreement. If you have a third party's confidential information and are unclear about where and how you may use or disclose that information, you should discuss it with the Legal department.

In the course of our business, Avantor associates will learn information about the employees and other individuals associated with our customers, suppliers, vendors, and other parties we do business with. We are required to take additional steps to legally obtain and protect the personal information we learn about individuals, especially if that information is being transferred from one country to another. Personal information is any information about any identified or identifiable individual, such as a name, address, photo, or birth date, and includes sensitive information, such as race or political or religious affiliations.

We value the privacy of the employees of our business contacts and Avantor expects that our associates with access to personal information will protect the information that is entrusted to them. Associates should only use personal information for the purposes for which it is meant to be used and not share it with anyone else, inside or outside of Avantor, without authorization and a need for the person receiving the information to know that information.

The best way to think about third-party information, whether it is a customer's confidential information or personal information about a supplier's employee, is to think about how you would want them to handle Avantor's information or your own personal information, and to treat their information accordingly.

**Q.** One of our suppliers has a really effective direct sales team. I was at their offices a few days ago and found a list with the business and personal contact information for their entire North American sales team just sitting out on top of a photocopier. When can we start recruiting?

**A.** Avantor can't recruit the sales team based on the list you found. Even though our supplier was not careful with its confidential information, that does not mean that it is our information to use. That list is the confidential information of the supplier, and the personal contact information is the personal and private information of the supplier's sales team. We respect the confidential information and the personal information that belongs to third parties and do not use it in unethical or illegal ways. Further, if we have a non-disclosure agreement or any other type of contract with our supplier, we are limited in the way we can use their confidential information.



# Administering the Code

## **Administering the Code**

### **Waivers**

Our Code applies equally to all Avantor associates and directors. In the event that Avantor must grant a waiver for any director or officer from any Code provision, such a decision may only be made by the Board of Directors or its Audit Committee, and must be promptly disclosed as required by law. Only the General Counsel or his designee may grant waivers to other Avantor associates.

### **Issuance of and amendments to our Code**

Avantor's Board of Directors is responsible for approving and issuing the Code. The effective date of this Code is May 15, 2019 (Rev. 6/21/2023). Our Code is reviewed periodically by our Board of Directors, its Audit Committee, management, and the Legal department to determine whether revisions may be required due to changes in the law or regulations, or changes in our business or the business environment. The Board of Directors must approve any changes to our Code.

### **This Code is not a contract**

Our Code is not a contract. It does not convey any specific employment rights or guarantee employment for any specific period of time.

### **Availability**

This Code will be made available on our public website, [www.avantorsciences.com](http://www.avantorsciences.com), as well as the intranet. Paper copies will also be made available as needed or requested. Paper copies are uncontrolled. This paper copy is valid only at the time of printing. The controlled version of this Code can be found on the intranet.

### **Policies referenced in the Code**

In the event of an inconsistency or conflict between this Code and an Avantor policy referenced in this Code, the policy shall control. In the event of an inconsistency or conflict between this Code and either an Avantor policy not referenced in this Code, a collective bargaining agreement not referenced in this Code, or applicable law, this Code shall be subordinate to such policy, collective bargaining agreement, or applicable law.

# Acknowledgement

## Acknowledgement

This is to acknowledge that I have received and read Avantor's Code of Ethics and Conduct (the "Code"). I agree to comply with the standards contained in the Code and all related policies and procedures as is required as part of my continued employment or association with Avantor, Inc. or its affiliated companies. I acknowledge that the Code is only a statement of principles, policies, and practices for individual and business conduct and does not constitute an employment contract. I will report any potential violation of the Code of which I become aware of in accordance with the Code. I understand that any violation of the Code or any policies referenced in the Code are grounds for disciplinary action, up to and including discharge from employment.

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Print name

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Signature

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Date