



COMPLIANCE PRINCIPLE

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Principle Statement:

Employees and any third party to which this Principle applies, must obey the law and GTG's Code of Conduct. GTG can be held responsible for the wrongdoing of others acting on its behalf. GTG employees must not knowingly allow a business partner or a third party to engage in illegal activities and should ask questions and take steps to prevent such wrongdoing.

Purpose:

GTG enjoys a global reputation as an ethical and law-abiding company, one that does business with uncompromising honesty and integrity. Because GTG is a global company, GTG employees must obey all of the laws that apply to GTG, wherever they live and work. GTG's Code of Conduct often sets a higher standard than what the law requires and GTG employees must comply with GTG's Code of Conduct, in addition to the law. GTG employees are expected to live GTG values.

This Principle applies globally to all employees and may apply to third parties acting on behalf of GTG.

Additional Guidance:

- Examples of people or entities who are not GTG employees but who may act on behalf of GTG include distributors, suppliers, customers, sales agents, representatives, consultants, contract laborers, joint venture partners, converters, and outside counsel. GTG's business relationship with a third party will determine if a third party acts on behalf of GTG. Where that is the case, that third party must follow the relevant policies in GTG's Code of Conduct. GTG expects that all third parties that act on GTG's behalf will follow all applicable laws and regulations. Employees must know and follow all of the laws that apply to GTG's business. When there seems to be a conflict between, or confusion about, the laws that apply to a particular situation, employees must check with their business unit's assigned legal counsel before proceeding.
- If there appears to be a conflict between the GTG Code of Conduct and the law, always obey the law. But, if GTG's Code sets a higher standard than the law requires, GTG's Code must be the standard for behavior. Employees must check with their business unit's assigned legal counsel before proceeding.
- If a GTG employee suspects wrongdoing by any GTG employee or a business partner, then unless prohibited by local country laws, the employee must promptly report his/her concerns to management, his/her business unit's assigned legal counsel, assigned Human Resources Manager, GTG's Ethics & Compliance team, or through GTG-Ethics.com.
- GTG does not tolerate retaliation of any kind for reporting a business conduct concern or cooperating with an investigation. GTG expects such reports to be made in good faith. This does not mean that the reporting employee must have all the facts; the employee should feel free to ask questions and to report any issue that causes the reporting employee concern without fear of retaliation. Reports or allegations that are false or malicious, however, are not in good faith and may be grounds for discipline.

Penalties:

Violations of the law and GTG's Code of Conduct will result in discipline, up to and including termination from employment.

