



Roche

Working with Government Officials: Good Practice Guidelines

Roche's Position and Commitment

Government bodies and elected officials (hereafter called "**Government Officials**") play an important role in society, e.g. by establishing and maintaining the necessary conditions and institutions for economic stability, social cohesion and environmental protection as well as for providing access to healthcare for their citizens. For all these reasons Roche considers and respects Government Officials as important partners and stakeholders.

Roche is convinced that a proactive, honest, transparent, responsible and sustainable dialogue and engagement between Government Officials and the private sector is a fundamental aspect of good public governance.

Roche is of the opinion that the private sector has a vital role to play in the political process by informing and working closely with Government Officials to adopt laws, regulations and policies enabling the marketplace to achieve the best possible care for patients.

For the reasons mentioned above, Roche considers a professional engagement and dialogue with Government Officials not as an option, but as an important duty and social responsibility; a professional dialogue and engagement can make a significant contribution to a healthy democratic process, providing a necessary link between business, policy makers and civil society.

Purpose of Guidelines

Roche is of the opinion that any dialogue and engagement with Government Officials need to be conducted in a proactive, honest, transparent, responsible and sustainable manner. The purpose of these Good Practice Guidelines (hereafter called "**Guidelines**") is to set forth the principles which should determine any relationship between Roche and Government Officials. By implementing these Guidelines, Roche intends to maintain the highest professional standards and act as a trustworthy and legitimate partner for Government Officials.

In addition, Roche expects and requests that any contractor or agency working for Roche or on behalf of Roche, including for example public affairs agencies, public relations agencies and lobbyists, must also fully abide by the provisions contained in these Guidelines when engaging with Government Officials for or on behalf of Roche.

1. General Principles

- a. Roche will proactively seek dialogue and cooperation with Government Officials, provided such engagement is necessary, appropriate and mutually beneficial to both parties.
- b. Roche will build its dialogue with Government Officials on its active involvement in and close links to civil society (e.g. Roche's relationships with patient groups, trade associations, non-governmental organizations).
- c. In its interactions with Government Officials, Roche is committed to honesty and integrity, adopting a transparent and responsible behaviour, respecting all applicable local, national and international laws as well as all relevant Roche provisions, including, but not limited to, the provisions as set forth in these Guidelines.

2. Honesty and Integrity

- a. Honesty and integrity are defined as an ethical behavior in interactions with Government Officials, which is in line with the Roche Corporate Principles¹ and in compliance with the Roche Guide to Integrity in Business Transactions as adopted by the Corporate Executive Committee.²
- b. In their interactions with Government Officials, Roche employees are expected to take all reasonable steps to ensure the truth and accuracy of all statements made or information provided by them.

3. Transparency and Openness

- a. Roche employees shall always identify themselves openly and correctly as representing Roche and their specific function.
- b. Roche employees shall not misrepresent their status or the nature of their inquiries to Government Officials nor shall they create any false impression in relation thereto.

¹ The latest version can be consulted at:

http://www.roche.com/home/company/com_gov/com_gov_cond/com_gov_princ.htm

² The latest version can be consulted at:

http://www.roche.com/pages/downloads/sustain/pdf/rochebbig_e.pdf

4. Respect and Independence

- a. Roche fully respects the independence and impartiality of Government Officials in the performance of their functions. Roche considers such a respectful behaviour as the precondition for any professional dialogue and collaboration.
- b. Any abuse of a given position should be avoided by all parties involved. Any collaboration should be based on the understanding that both parties should be considered of equal importance.
- c. Roche remains independent of any political affiliation; in particular, Roche is not associated with any political parties, candidates and/or platforms.

5. Confidentiality

- a. In any interaction with Government Officials, Roche employees shall not disclose any confidential information given to them in the course of their activities for Roche, provided they are not forced by law to disclose any specific confidential information.
- b. When and where specific rules, standards or conventions govern the receipt, distribution and release of any documentation developed by Government Officials, Roche employees must comply with any corresponding applicable rules, standards or conventions; this refers to formal contracts as well as oral agreements or unwritten conventions in a given political environment.

6. Prohibition of Unacceptable Practice(s)

- a. Roche expects from its employees that they strictly apply in all their interactions with Government Officials the business integrity as defined and specified in the Roche Guide to Integrity in Business Transactions³.
- b. Any improper influence by Roche employees on Government Officials is strictly prohibited; Roche will not tolerate any unacceptable practice(s).
- c. The granting of gifts or any other advantages by a Roche employee to Government Officials is only acceptable if all of the following requirements are met:
 - it is allowed by applicable national laws;
 - it is in conformity with local custom;
 - it is appropriate;
 - it is properly registered in the company's books;
 - the value of the gift or advantage does not raise any question of an obligation on the part of the recipient.

³ The latest version can be consulted at:
http://www.roche.com/pages/downloads/sustain/pdf/rochebbig_e.pdf

- d. An appropriate compensation, e.g. for costs associated with travel and accommodation incurred by Government Officials in working in partnership with Roche, can be considered, provided such compensation is in compliance with all applicable laws and regulations. In addition, any compensation must be made in accordance with terms and conditions as set forth in a prior written agreement between the parties concerned.

7. Employment of former Government Officials

- a. Former Government Officials (e.g. persons resigning or retiring from government office, public service or any other elected political positions) may only be hired and employed by Roche in conformity with the rules of the institutions they previously served.
- b. Prior consultation of and clearance by Roche's legal and human resources departments is required before any discussion of potential employment opportunities with Government Officials are started; this guiding principle applies especially in cases where Roche still is and/or was engaged in any form of cooperation with the people approached.

8. Implementation

- a. Roche employees as well as contractors and agencies working for or on behalf of Roche are directly responsible for applying the business integrity as requested by the provisions of these Guidelines.
- b. The responsible Roche Management has to instruct the Roche employees as well as the contractors and agencies working for or on behalf of Roche in an appropriate way.
- c. All Roche Companies have to ensure the Guidelines are implemented locally in line with all applicable laws. Violations of these Guidelines are not tolerated; immediate remediation action(s) and appropriate sanction(s) have to be executed locally and must be reported to the Group Compliance Officer.
- d. Roche will regularly assess the terms and conditions that determine appropriate behavior in engagements with Government Officials; if necessary, Roche will amend these Guidelines accordingly.

9. Entry into Force

These Guidelines were proposed by the Corporate Sustainability Committee and approved by the Pharma Executive Committee on May 22, 2008 and by the Diagnostics Executive Committee on June 4, 2008; these Guidelines entered into force on June 4, 2008.