



**Roche**

**Working with Government Officials: Good Practice Guidelines**

## Roche's Position, Commitment and Expectation

Government bodies and elected officials (hereafter called "**Government Officials**<sup>1</sup>") 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. 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 that enable the marketplace to achieve the best possible care for patients.

For these reasons, Roche considers a professional engagement and dialogue with Government Officials as an important duty and social responsibility; a professional dialogue and engagement provides a valuable link between business, policy makers and civil society.

As we focus on finding new medicines and diagnostics that help patients live longer, better lives and evolve the practice of medicine, we believe that it is our responsibility to share relevant data and insights, as well as our perspective, to inform the public debate.

We strive to strengthen stakeholders' understanding of—and trust in—our business, explaining what we do, how we do it and our contribution to society. We are convinced that this responsible and constructive form of lobbying is in the interest of all parties involved and society as a whole.

Roche is committed to participating in a constructive, transparent, integer and responsible dialogue with government officials by providing relevant, coherent, conclusive and honest information in order to highlight and address the issues that affect the healthcare industry and advance its regulatory framework.

Further, we actively participate in public discussions through our engagement in trade and industry associations. These groups represent our industry in the public debate and advocate for public policies that support innovation and that will benefit patients, healthcare systems and society as a whole. We believe it is important to engage with a broad range of external stakeholders to ensure diverse perspectives are considered.

Roche expects and requests that any association, contractor or agency working for Roche or on behalf of Roche, including for example public affairs agencies, public relations agencies

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<sup>1</sup> For the purpose of these guidelines the term Government Officials includes:

- Individuals employed by government departments or agencies on the local, national and supranational level for the execution of public administration (i.e. civil servants).
- Individuals employed by a company or business fully or partly owned by a government or government agency (i.e. state-owned enterprises).
- Employees of intergovernmental organisations (e.g. UN, WHO).
- Members of political parties and candidates for political offices.
- Persons working for state-owned healthcare institutions or agencies involved in healthcare decision-making such as procurement, pricing and reimbursement

and lobbyists, must equally fully abide by the provisions contained in these Guidelines when engaging with Government Officials.

## 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 all 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 set forth in these Guidelines. Roche rejects any form of corruption or undue advantage which might influence Government Officials.

## 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 Group Code of Conduct<sup>2</sup> and in compliance with the Roche Directive on Integrity in Business as adopted by the Corporate Executive Committee.<sup>3</sup>
- 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 mention 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.
- c. All contributions to Business/Trade/Professional Associations and Political Parties are subject to adequate internal approval; all these contributions must be properly reported in line with our Group Reporting Manual (section 12) via the GAIA reporting tool.
- d. Where appropriate, Roche discloses contributions publicly and signs up in transparency registers of public authorities. It provides, to the best of its knowledge,

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<sup>2</sup> The latest version can be consulted at: [http://www.roche.com/code\\_of\\_conduct.htm](http://www.roche.com/code_of_conduct.htm)

<sup>3</sup> The latest version can be consulted at: [http://www.roche.com/behaviour\\_in\\_business.pdf](http://www.roche.com/behaviour_in_business.pdf)

complete, up-to-date and not misleading information.<sup>4</sup>

#### **4. Respect, Independence and Prohibition of any Abuse**

- a. Roche fully respects the independence and impartiality of Government Officials in the performance of their functions. Roche considers such respect a precondition for professional dialogue and collaboration.
- b. Roche remains independent of any political affiliation. When Roche supports any political institutions, we do this in compliance with applicable laws and regulations, our Code of Conduct and these Guidelines.
- c. Any abuse of a given position must be avoided by all parties involved. All collaboration should be based on the understanding that both parties are of equal importance.

#### **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 to disclose specific confidential information by law.
- b. When and where specific rules, standards or conventions govern the receipt, distribution and release of documentation developed by Government Officials, Roche employees must comply with all 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 condemns and prohibits bribery and all other forms of corruption. Roche expects from its employees that they strictly commit themselves in all their interactions with Government Officials to business integrity as defined and specified in the Roche Directive to Integrity in Business.<sup>5</sup>
- 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<sup>6</sup> of a symbolic value 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 conform to common courtesy and local business customs;
  - § it is properly registered in the company's books;

<sup>4</sup> <http://eur-lex.europa.eu/LexUriServ/LexUriServ.do?uri=OJ:L:2011:191:0029:0038:EN:PDF>

<sup>5</sup> The latest version can be consulted at: [http://www.roche.com/behaviour\\_in\\_business.pdf](http://www.roche.com/behaviour_in_business.pdf)

<sup>6</sup> Gift means a pecuniary advantage, benefit or any other item of value (e.g. goods, money, services, loans, tickets, entertainment, prizes).



§ the value of the gift or advantage does not raise any question of an obligation on the part of the recipient.

- 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. Any compensation must be made in accordance with terms and conditions set forth in a prior written agreement between the parties concerned.

## **7. Employment of former Government Officials**

- a. Former Government Officials (e.g. those resigning or retiring from government office, public service or any 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 on a potential employment are started with Government Officials; this guiding principle applies especially in cases where Roche still is and/or was engaged in any form of cooperation with the person approached.

## **8. Implementation**

- a. Roche employees as well as contractors and agencies working for or on behalf of Roche are directly responsible for committing to business integrity as requested by the provisions of these Guidelines.
- b. The responsible Roche Management has to instruct the Roche employees as well as contractors and agencies working for or on behalf of Roche in an appropriate way to ensure the implementation of these guidelines.
- 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 working with Government Officials. If necessary, Roche will amend these Guidelines accordingly.

## **9. Entry into Force**

These updated Guidelines were proposed by the Corporate Sustainability Committee and adopted by the Corporate Executive Committee on May 14, 2018.