

# SUPPLIER RELATIONSHIPS CHARTER

## CHARTER OBJECTIVES

The purpose of the Supplier Relationships Charter is to clarify the rules of conduct that must be respected by all Group collaborators in their relations with suppliers. The Charter supplements the Group's Code of Ethics, in particular as concerns the Group's image and reputation, integrity, ethical conduct and freedom from conflicts of interest.

It applies to all Group collaborators in their relations – continuous or occasional - with suppliers of goods or services, in the name of the Group.

The Charter defines and sets Procurement rules of conduct that must be respected by all Group employees at all points of interaction with suppliers.



## RULES OF CONDUCT

### Invitations and gifts

- Under no circumstances may Group employees accept money from suppliers.
- All Group employees must abstain from directly or indirectly soliciting or receiving any personal advantage or interest from a supplier, whatever the form: gifts, discounts, commissions, invitations, travel, etc.
- Some supplier-provided, unsolicited gifts (including promotional or advertising materials) may however be tolerated if and only if the following conditions are met:
  - The gifts are offered openly and at the workplace.
  - Their monetary value is negligible and in line with common-sense rules of acceptance.
- All dining, event or travel invitations must be presented to the employee's hierarchy. This latter will consider the potential interests for and of the Group before providing approval.
- Travel that is not predominantly focused on meetings or visits of a business or technical nature must be excluded. This also holds true for any event that is not clearly and concretely linked to the Group's activities.
- When confronted with the need to refuse an offer made by a supplier, Group employees must do so with courtesy, explaining that accepting the offer would be in conflict with the Group's internal transparency and ethics rules.



### Meetings and correspondences

- Meetings, correspondences and other exchanges with suppliers, whatever their form may be, must remain within the strict boundaries of the professional mission; under no circumstances may they occur in a personal, intimate or confidential fashion.
- Any engagements with a supplier-contracts, letters of intention, orders and open orders, etc.-must be prepared, negotiated and validated with and by the concerned procurement service and respect Group procedures. Any exception must receive an exemption and a formal mandate from the Group Procurement Department.

*If confusion persists as to the interpretation or application of the rules described above, please address your questions to your hierarchy or to a member of the Procurement Steering Committee. You may also send your questions to [supplier-charter@sanofi.com](mailto:supplier-charter@sanofi.com) or call +33 1 53 77 89 89*