

CP 807-08

Anti-Bribery and Anti-Corruption

1. Scope

This Policy applies to Parexel representatives, including all directors, officers, employees, and contractors of Parexel International and its affiliates (“Parexel”).

2. Policy Statement

Parexel does not tolerate bribery or corruption in any form.

This Policy addresses a variety of circumstances in which bribery or corruption issues may arise. We also clearly state our standards prohibiting any form of bribery or corruption in our Code of Conduct, our Supplier Code of Conduct and in our policies on Gifts and Hospitality and Interactions with Healthcare Professionals.

Parexel representatives must comply with all applicable anti-bribery laws in all countries in which we conduct business (e.g., the US Foreign Corrupt Practices Act (“FCPA”), the UK Bribery Act, etc.).

3. Anti-Bribery and Anti-Corruption

Parexel representatives are prohibited from engaging in any form of **bribery** or committing any **corrupt act**. Parexel representatives are also prohibited from using third parties such as consultants, suppliers, or other business partners to commit acts of bribery or corruption. Any form of bribery or corruption is prohibited, regardless of the status of the recipient (e.g., public official, private person, business entity, etc.).

Bribery is defined as offering, giving, promising, receiving, or soliciting (or authorizing someone else to do so) “**Anything of value**” to or from another person to obtain an improper advantage or induce a favourable decision.

Anything of Value includes, without limitation, any form of money or non-monetary incentives such as gifts, gift cards, preferential treatment, tickets to events, vouchers, travel or entertainment, goods or services, donations, privileges, and/or favors (e.g., employment opportunities, etc.).

A **Corrupt Act** refers to the abuse of power or position for personal gain or to obtain a business advantage.

A **Gift** means Anything of Value given or received that is not paid for by the recipient.

Parexel representatives should always use good judgment in any business decisions. Before offering, giving, promising, or receiving anything of value, ask: Is it legal? Is it ethical? Does it comply with our Code of Conduct and this policy? Contact Compliance@parexel.com for further guidance.

4. Gifts & Hospitality

This policy is not intended to prohibit the following practices provided that they are appropriate and proportionate, and are properly recorded and authorized, in line with CP 820: Gifts and Hospitality Policy:

- Standard meals and hospitality
- Items of low (nominal) value, Parexel or Sponsor branded items

Parexel representatives may never give any kind of Gift — whether personal, culturally accepted, branded or unbranded — to a government official or a Healthcare Care Professional. Contact Compliance@parexel.com with any questions.

5. Facilitation Payments

Parexel prohibits the offering or authorizing the offer of **facilitation payments**.

A **facilitation payment** is an improper payment made to a government official (directly or indirectly through a third party) to expedite the performance of a governmental action. These payments are typically intended to improperly influence the timing of a public official's actions such as, a payment to expedite the issuance of a visa or clearing goods through customs.

Please note that payments for expedited services (e.g., expedited visa processing) are permitted when (a) the payment for such expedited services is permitted under local law, (b) the payment is made to a government agency, (c) the terms of the payment, including the cost, are publicly available, and (d) the payment is documented and retained as a business record. Payments in compliance with the requirements above are not considered facilitation payments.

6. Accounting – Books, Records & Internal Controls

Parexel must prepare and maintain books and records that accurately and in reasonable detail document the source and use of Parexel's expenses, revenues, and assets. All relevant financial controls and approval procedures must be followed. Cash payments should be avoided.

If any employee knows or believes that a payment has been or will be recorded improperly or in any manner that conceals, distorts, or otherwise misrepresents the true and accurate nature of the transaction, the employee must immediately report suspected or known violations in accordance with section 13 Reporting Misconduct.

7. Healthcare Professionals & Government Officials

Healthcare Professionals (HCPs) working in government-owned hospitals are considered government officials. However, in some countries HCPs are public officials irrespective of whether they are working at a government institution. In most countries special rules apply to our relationships with HCPs; please refer to UP-LRM-WW-005: "Interactions with Healthcare Professionals" for more information.

Any relationship with government officials must be in strict compliance with the rules, regulations, and codes to which they are subject (i.e., local, state, and national laws, their employer's policies, etc.). Anything of Value (including any travel, meals or hospitality) conveyed to an HCP or government official must be paid at fair market value for services provided, fully transparent, properly documented and accounted for, and compliant with this policy in accordance with applicable laws and regulations.

Examples of prohibited actions are:

- Compensation of an HCP for services in excess of fair market value

- Allowing a trial site to retain sponsor equipment at the end of a trial without proper approval and documentation
- Unauthorized bonuses or other forms of monetary or non-monetary incentives associated with clinical trial activities such as patient recruitment:
 - Amendments to Clinical Site Agreements **are permitted** with Sponsor approval to compensate a site where **additional** time, effort or costs are required to meet recruitment targets. We recommend consulting with Compliance to ensure the change is not considered an improper incentive.
- Extravagant meals, entertainment, and/or meeting locations

As referenced above, Parexel representatives may never give any kind of Gift — whether personal, culturally accepted, branded or unbranded — to a government official or an HCP. Contact Compliance@parexel.com with any questions.

8. Interacting with Third Parties

Parexel and our representatives are liable under anti-bribery laws for the acts of contractors and suppliers (collectively “Suppliers”) that act on our behalf. Parexel has implemented policies and procedures to ensure that we form business relationships with reputable and qualified partners and representatives who will comply with applicable anti-bribery laws. These policies and procedures require that compliance due diligence screening is conducted, and approved contractual language is included in all agreements with third parties and Purchase Order terms and conditions, including compliance with Parexel’s Supplier Code of Conduct.

9. Mergers, Acquisitions & Joint Ventures

Parexel will conduct robust due diligence screening on entities that may be involved in a merger, acquisition, or joint venture. A risk mitigation plan will be developed to address any identified bribery or corruption risks.

10. Political Contributions and Charitable Donations

Parexel’s Code of Conduct includes guidelines on activities associated with any type of political contribution or charitable donation. Please refer to the Code of Conduct for additional information.

11. Lobbying

Lobbying involves interactions with policymakers and external stakeholders who may be government officials or politicians with the intention of representing Parexel’s interests in the policymaking process. Lobbying activities are subject to local regulations/laws, registration and reporting requirements, and expenditure restrictions. Only Parexel representatives who are authorized by the Parexel’s chief executive officer may engage in lobbying activities on our behalf.

12. Training

All new Parexel employees and contractors must complete anti-bribery and anti-corruption training within the first three months of employment and annually thereafter. Compliance with this requirement will be tracked by the Chief Compliance Officer and will be reported to the chief executive officer.

13. Reporting Misconduct

Employees are obligated to ask questions, seek guidance and speak up if they observe or suspect that something is illegal, inappropriate, or violates any anti-bribery or anti-corruption laws, this policy, or our Code of Conduct.

Employees and third parties can refer to CP 817: Speak Up Program, which outlines a structured approach for asking questions or reporting a concern or misconduct as well how to follow up on a submitted report. The Speak Up Program includes our Ethics Hotline, which enables employees to submit information confidentially, with the option to report it anonymously.

14. Violations

Employees who violate this policy will be subject an individual to disciplinary action, up to and including termination of employment. Parexel also reserves the right to and may be required to refer matters to applicable law enforcement authorities.

15. RASCI Chart

	General Counsel (GC)	Chief Compliance Officer (CCO)	Representatives	CEO
Creation and maintenance of Policy	A	R		
Communication of Policy	A	R		
Completing Anti-Bribery and Anti-Corruption Training		A	R	
Reporting Violations	I	A	R	I
Investigating Reports of Violations	A	R	C _i	C _i

CCO – Chief Compliance Officer; CEO – Chief Executive Officer; GC – General Counsel

Representatives include employees, officers, directors and contractors.

Legend:

- R – Responsible** Individual who performs the activity
- A – Accountable** Individual who oversees the progress and is answerable for performance of activity
- S – Support** Individual who supports the activity
- C_i – Consulted for input** Consulted for input
- Ca – Consulted for agreement/approval** Consulted for agreement/approval
- I – Informed** Individual who needs to be in the know

16. Glossary

Term	Definition
Anything of Value	Anything of Value includes, without limitation, any form of money or non-monetary incentives such as gifts, gift cards, preferential treatment, tickets to events, vouchers, travel or entertainment, goods or services, donations, privileges, and/or favors (employment opportunities, educational opportunities, etc.).
Bribery	Bribery is defined as offering, giving, promising, receiving, or soliciting (or authorizing someone else to do so) anything of value to or from another person to obtain an improper advantage or induce a favourable decision.
Corruption	Corruption refers to the abuse of power or position for personal gain or to obtain a business advantage.
Director	Refers to Directors of Parexel's legal entities
Facilitation Payments	Facilitation Payments are payments to a government official to expedite the performance of a routine, non-discretionary governmental action. These payments are typically intended to influence the timing of a public official's actions such as payments to expedite the issuance of a visa or clearing goods through customs. Payments for expedited services (e.g., expedited via processing) are permitted only to a government agency and subject to a published process and rates.

17. Referenced Documents

Document Number	Document Title
CP 817	Speak Up Program
CP 820	Gift and Hospitality Policy
UP-LRM-WW-005	Interactions with Healthcare Professionals
N/A	Code of Conduct

18. Revision History

Code Version:	807-08	Effective Date:	06 Nov 24
Policy Owner:	Chris Kiezulas	Replaces Document:	807-07
Summary of Change:			
<ul style="list-style-type: none"> • Added in references to FCPA and UK Bribery Act. • Updated Gift & Hospitality and Speak Up Program policy names. • Section 4 - Clarified nominal gifts/hospitality. • Section 7 - Added bonuses, penalties, and incentives associated with patient recruitment as prohibited actions with HCPs. • Section 8 - Requirement for suppliers to comply with Parexel's Supplier Code of Conduct within all 3rd party agreements. • Removed reference to Lobbying policy as it has been retired. • Added new Section 11 on Lobbying. • Adapted to latest CP template. 			

Code Version:	807-07	Effective Date:	08 Oct 21
Policy Owner:	Mike Crowley	Replaces Document:	807-06
Summary of Change:			
<ul style="list-style-type: none"> • Changed title from Compliance with Anti-Bribery Laws to Anti-Bribery and Anti-Corruption. • Transferred content to the new CP template. • Alignment with new Code of Conduct. • Clear guidelines of expectations regarding what is prohibited by the Policy. • Expanded scope of bribery or corruption with any individual or entity versus just foreign officials. • Included references to CP 820 Gift and Entertainment Policy. • Training reported to ELT and not the AFC Chair. • Eliminated Section 3 – Background. • General rewording to make it more user-friendly. 			

Code Version:	807-06	Effective Date:	12 May 17
Policy Owner:	Chris Kiezulas	Replaces Document:	807-05
Summary of Change:			
<ul style="list-style-type: none"> • Reviewed with LRM and made general changes to text to align with Corporate Policy standard templates. 			

Code Version:	807-05	Effective Date:	30 Mar 16
Policy Owner:	Dennis Barnes	Replaces Document:	807-04
Summary of Change:			
<ul style="list-style-type: none"> • The previous version of the CP was not issued with the updated sections 2 and 3. These sections are now included. 			

Code Version:	807-04	Effective Date:	18 Dec 15
Policy Owner:	Brett Davis	Replaces Document:	807-03
Summary of Change:			
<ul style="list-style-type: none"> Added UK Bribery Act information. New CP format. 			

Code Version:	807-03	Effective Date:	31 Jul 13
Policy Owner:	Brett Davis	Replaces Document:	807-02
Summary of Change:			
<ul style="list-style-type: none"> New CP format. No changes to text. 			

Code Version:	807-02	Effective Date:	20 Jul 11
Policy Owner:	Michael Zurcher	Replaces Document:	807-01
Summary of Change:			
<ul style="list-style-type: none"> Sections 2, 4.1 and 4.5 amended in line with review of anti-bribery program. Addition of RACI chart. 			

Code Version:	807-01	Effective Date:	31 Mar 10
Policy Owner:	Michael Zurcher	Replaces Document:	N/A
Summary of Change:			
<ul style="list-style-type: none"> New CP. 			

19. Planned Deviations

Applicable deviations to this Policy may be accessed in the Planned Deviations area of the Controlled Documents Library (CDL).	
Location: PMED	Responsible Administrator: BPM Representative

20. Storage

Storage of Original Document	
Location: PMED	Responsible Administrator: BPM Representative

21. Signatures

Technical Content Approval	Signatory
	Shailaja Mahagaonkar Director & Quality Documents Committee Chair, Business Process Management
Legal & Risk Management Approval	Signatory
	Mike Crowley Chief Administrative Officer and General Counsel
Authorization by CEO	Signatory
	Peyton Howell Chief Executive Officer

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