

CODE OF BUSINESS CONDUCT HANDBOOK

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Introduction

Why We Have a Code of Business Conduct Handbook

We all know that we operate in a dynamic business environment, where the only constant element is change. To continue to achieve our vision and growth in the constantly changing business environment, we must adhere to Glenmark Pharma Inc., USA's (together, "Glenmark U.S.", "we", "us", "our") Code of Business Conduct Handbook ("Handbook"). This Handbook articulates core ethical standards applicable to all of our activities and summarizes a number of corporate policies and procedures that govern doing business in a legal and ethical manner, which will enable us to sustain our growth in the future. In addition, we are responsible for understanding and following our policies and procedures that apply to our roles and responsibilities within Glenmark U.S. All Colleagues are subject to the laws and regulations of the country in which they work. Because Glenmark U.S. is a U.S. company, U.S. law may also apply to conduct outside of the United States.

You are responsible for reviewing the Handbook on an annual basis. If you have questions or concerns after reviewing this document, speak with your supervisor, Senior Management, Human Resources, Legal Affairs or Compliance Officer.

Glenmark U.S. Vision and Values

Our **Vision** is to support our parent company so that it emerges as a leading integrated, research-led global pharmaceutical company. In order to accomplish this goal, we have adopted the following **Values**:

Achievement: We value achievement of objectives and consistently strive toward our Vision with perseverance.

Knowledge: We value knowledge such that it empowers our people to find innovative solutions to manage change.

Respect: We respect all of our stakeholders.

Applicability

This Handbook is applicable to all Glenmark U.S. employees (whether permanent, temporary or consultants) and members of the Glenmark's U.S. Board of Directors ("Colleagues", "you".) Glenmark U.S. also expects that its business partners including, but not limited to, suppliers, service providers, agents, channel partners (dealers, distributors, etc.) adhere to the principles of this Handbook. Each of us is responsible for compliance with the standards and values articulated in this Handbook. To further guide our day to day behavior and conduct, a Glenmark global Code ("Code") containing general policies articulating Glenmark's core ethical standards applicable to all of its activities.

Our Standards

We are committed to more than simply complying with the relevant applicable laws, rules, regulations, industry standards and association codes ("Applicable Law"). We strive to conduct our business with high ethical standards and expect our supervisors to develop those standards in other Colleagues with a sense of commitment to the spirit, as well as the letter, of this Handbook. This Handbook reflects the business practices and principles of behavior that support this commitment. We expect all Colleagues to read and understand this Handbook and abide by it in performance of his or her business responsibilities. You are also expected to ensure that all third parties with whom they conduct business comply with the standards of this Handbook when working for, or on behalf of, Glenmark U.S.

This Handbook addresses conduct that is particularly important to proper dealings with the people and companies with whom we interact, but reflects only a part of our commitment. From time to time we may adopt additional policies and procedures with which you are expected to comply, if applicable to you. The Handbook is just one part of Glenmark U.S.' overall compliance program with the goal to ensure that you have all of the tools available to you in order to follow the appropriate standards and comply with Applicable Law related to Glenmark U.S.' business. Although this Handbook covers a wide range of business practices and procedures, it does not, nor is it intended to, cover every issue that may arise. If you are in doubt about how to apply this Handbook, Applicable Law or other Glenmark U.S. policies or procedures to particular situations, or are confronted with situations not covered by this Handbook or other Glenmark U.S. policies or procedures, you should seek guidance from our Compliance Office.

However, it is the responsibility of each of you to apply common sense, together with your own highest personal ethical standards, in making business decisions where there is no stated guideline in this Handbook.

You should not hesitate to ask questions about whether any conduct may violate this Handbook, voice concerns or seek to clarify any perceived gray areas. We outline in this Handbook the compliance resources available to you, including access to our Compliance Officer. In addition, you should be mindful of possible or suspected violations of this Handbook by others and report them, without fear of any form of retaliation.

Violations of this Handbook will not be tolerated. Any Colleague who violates this Handbook may be subject to disciplinary action, up to and including termination.

Legal Compliance

Obedying the law, both in letter and in spirit, is the foundation of this Handbook. Our success depends upon each Colleague operating within legal guidelines and cooperating with local, national and international authorities. We expect you to understand the legal and regulatory requirements applicable to their functional area and areas of responsibility.

Disregard of the law will not be tolerated. Violation of Applicable Law (domestic or foreign) may subject you, as well as Glenmark U.S., to civil and/or criminal penalties. You should be aware that your conduct and records, including but not limited to emails, texts, instant messages, etc., are subject to internal and external audits and to discovery by third parties in the event of a government investigation or civil litigation. It is in everyone's best interest to know and comply with Glenmark U.S.' legal obligations.

CONDUCT IN THE WORKPLACE

All Colleagues are expected to read and understand all policies governing our work place environment.

Equal Opportunity; Respecting Others

Glenmark U.S. values the diversity of backgrounds, skills and abilities that a global workforce brings to its business. We are committed to supporting diversity in our workforce and leadership, and to developing all the talent within our organization. As such, all employment-related decisions must be based on an individual's qualifications and strengths and not on their characteristics.

Glenmark U.S. is committed to providing a work environment that is free from all forms of discrimination as well as conduct that can be considered harassing, coercive, or disruptive. Remember that different opinions and experiences make Glenmark U.S. a stronger company. Glenmark U.S. will not tolerate any form of discrimination or harassment, including disparaging comments or criticisms based on a person's sex, gender, gender identity, sexual orientation, marital status, race, color, national origin, age, religion, disability, pregnancy, genetic information, medical condition, military or veteran status or any other classification protected by Applicable Law.

Be aware that everyone looks at the same thing differently - what seems funny or harmless to one person may be perceived very differently to others. Therefore, if you have to think twice about a topic of discussion or behavior, avoid it. Keep in mind that harassment includes not only words, but any unwelcome behavior that makes an individual feel uncomfortable or disrespected. Impermissible behavior can be sexual in nature, but it does not have to be. When harassment occurs at work, it creates a toxic work environment, which affects productivity. Glenmark U.S. provides ongoing harassment training to ensure that your work environment is free of all forms of harassment.

We encourage you to immediately report offensive behavior, whether verbal or physical, in accordance with the "*Reporting and Investigating*" section of this Handbook. If you believe that you or someone else has been subjected to workplace harassment or discrimination, you must promptly report the incident.

**Find out more: Non-Discrimination And Non-Harassment Policy
Equal Employment, Anti-discrimination and Anti-Harassment Policy of the Global Policy**

Safety in the Workplace

You are entitled to work in a safe and healthy environment. We are all responsible for preventing accidents, following safety rules and procedures, participating in safety training, and complying with Applicable Law. In addition, we must all be familiar with and follow all Glenmark U.S. and facility-specific health, safety, and security policies and requirements applicable to our jobs. If you or someone you know has an accident, receives an injury or if you see non-compliance or any other situation posing a threat to the safety or health of anyone while at during work hours, you are responsible for reporting. Glenmark U.S. will promptly correct any unsafe condition that may exist.

Scenario

My manager often loses his temper and shouts at his team members when a deadline is missed. Is that harassment?

It depends, but regardless, the situation creates a negative work environment. This behavior is something that Glenmark U.S. will address because it violates the commitment we've made to a respectful workplace. Share your concerns with HR, the Law Department or the Ethics Hotline.

One of our consultants emailed an inappropriate joke to me and my team. I find it offensive, but I don't know if I should discuss the issue with the consultant. What should I do?

We do not tolerate offensive behavior of any kind, even from non-employees. If you feel uncomfortable speaking directly, with the consultant, contact your manager, HR or report it in accordance with the "*Reporting and Investigating*" section of this Handbook.

Joan, tells you that a friend of hers in another department has been sexually harassed, but that the friend "doesn't want to do anything about it". What do I do?

Joan needs to report the matter, unless it has already been reported. If Joan does not report it, you should contact HR or report it through in accordance with the "*Reporting and Investigating*" section of this Handbook. You may tell Joan that you are going to tell someone about this, but you don't have to tell her if you are not comfortable doing so.

Workplace Violence

Workplace violence of any type, including acts or threats of violence to another person, intentionally damaging Glenmark U.S.' or a Colleague's property, or behavior that reasonably causes others to feel unsafe is prohibited and will not be tolerated. We do not allow any individual to possess, transfer, or use weapons or any other dangerous materials at any work location, including any of Glenmark U.S.' parking lots or vehicles, without express permission to do so. We encourage the immediate reporting of threatening or violent behavior, whether verbal or physical.

A weapon includes, without limitation, any implement or object intended to or that may be used in a manner to inflict injury on a person or damage to property, including but not limited to firearms, knives, clubs, incendiary devices, ammunition, and explosives, regardless of whether the person is licensed to carry the weapon.

Scenario

I tripped on the rug in the lunch room and twisted my ankle. Do I have to report this injury?

Yes. All injuries must be reported to your supervisor, and to HR, regardless of how minor they may appear to be. Reporting even minor injuries helps Glenmark U.S. identify possible safety hazards and opportunities to improve our safety rules, procedures, and training. It also ensures that employees receive the help needed to deal with injuries.

A colleague of mine has grown increasingly angry over the last few weeks. During a meeting today, he was disrespectful and argumentative. When he got back to his desk, he kicked a trash can and is now sitting in the break room talking to himself. What should I do?

It can be very difficult to know when a person is going to be violent. Workplace violence can start as small incidents involving negative remarks and inappropriate behavior. It is much easier to prevent violence by stopping small incidents than trying to deal with the aftermath of a major crisis. If you have a concern over the behavior of a co-worker or anyone else on a Glenmark U.S. site, contact security, HR or Legal Affairs.

**Find out more: Violence in the Workplace Section of the Glenmark US Employee Handbook
Weapons Policy of the Glenmark US Employee Handbook
Drug, Alcohol, and Weapon Abuse Policy in the Global Policy Handbook**

Drugs, Substances and Alcohol Abuse

Glenmark U.S. is committed to maintaining a drug and alcohol-free, healthy, and safe workplace. You are required to come to work in a mental and physical condition that will allow you to perform your job in a satisfactory and safe manner. To foster a drug-free environment, Glenmark U.S. tests individuals for use of alcohol, illegal drugs and controlled substances prior to your first day on the job. You may also be tested whenever there is reasonable suspicion that an you may have used drugs or alcohol in violation of Glenmark U.S. policies.

You may not use alcohol or us, manufacture, possesses, distribute, sell, or transfer any illegal drugs or legal drugs for illegal purposes or be under the influence of any substances while on Glenmark U.S. premises or while conducting any business-related activity away from a Glenmark U.S. premises. You may use legally prescribed drugs on the job only if they do not impair your ability to effectively and safely perform the essential functions of your job and without endangering yourself or others. Prior to and during operation of a Glenmark U.S. vehicle, you may not ingest alcohol or any drug in a manner or amount that may impair your ability to operate the vehicle in a safe and lawful manner.

Speak with Human Resources ("HR") if you have been legally prescribed medication for a legitimate medical purpose, which may impact your ability to safely perform your business functions.

You must disclose to Glenmark U.S. all criminal convictions, appeals or fines relating to illegal drugs/illegal use of legal drugs, and/or operating a vehicle while impaired or under the influence

Scenario

When I pulled into the parking lot, I parked next to a co-worker who was smoking marijuana outside of her car. What should I do?

Always share your concerns with your manager or HR when it comes to the safety of a Glenmark U.S. employee. This helps to ensure that Glenmark U.S. maintains a drug and alcohol free work environment.

If you or a colleague has a substance abuse problem, Glenmark U.S. encourages you to seek help by contacting counseling professionals available through our assistance and support programs.

**Find out more: Substance Abuse Policy of the Glenmark US Employee Handbook
Drug, Alcohol, and Weapon Abuse Policy in the Global Policy Handbook**

Proper Use and Security of Glenmark U.S. Systems and Property

All Colleagues must use Glenmark U.S. systems and equipment lawfully, securely and in accordance with our policies. Glenmark U.S. provides employees with equipment (i.e., computers, laptops, cell phones, etc.) and access to electronic systems (i.e., email, voice mail, internet access, etc.), corporate credit cards, and other company assets for the purpose of conducting business, and, therefore, expects that these systems and equipment are responsibly used by authorized Colleagues or their designees and only for legitimate business purposes. This means, for example, that Colleagues may not transmit, access or receive any illegal, inappropriate or offensive material, including pornographic or obscene materials on Glenmark U.S. systems or equipment.

Furthermore, Glenmark U.S. expects you to use, transport and retain its property with care and caution since theft, loss or damage to Glenmark U.S. property can be detrimental. Theft, whether directly (for example, the permanent and intentional removal of Glenmark U.S. equipment) or indirectly (for example, seeking reimbursement for expenses not related to Glenmark U.S. business), will result in disciplinary action up to and including termination and may be considered a criminal act.

Because these are systems and equipment that are owned by Glenmark U.S., Glenmark U.S. has the right to monitor, access, review, disclose or audit the systems and any content contained on them at any time and without your knowledge or consent, in order to protect Glenmark U.S. interests, as well as to ensure the integrity of the systems. Such access by Glenmark U.S. will be in accordance with its policies and procedures. So use common sense when using Glenmark U.S.- equipment and/or when accessing our systems for personal reasons since Glenmark U.S. may access personal messages, files, or documents that might be on its equipment or systems even if the content is sent and/or retrieved from third-party, password-protected sites.

It is extremely important that no Glenmark U.S. business be sent to or conducted over your personal e-mail accounts; this includes sending any business-related items as well as any Glenmark U.S. confidential or sensitive information. Confidential or sensitive information includes but is not limited to, Glenmark U.S. private information, financial information, corporate strategies, competitor-sensitive information, trade secrets, specifications, customer lists, research data, network architectures, or anything covered by a nondisclosure agreement.

Scenario

John works from home one day per week and doesn't like to bring home his laptop. Before he leaves the office, John forwards work-related materials to his home computer and has created an inbox rule so any emails coming in to his Glenmark U.S. account are automatically forwarded to his personal account. Should John be forwarding his work and work-related emails to his personal email account?

No. It is inappropriate to use our equipment or systems to forward confidential information outside of that system to a personal email account, where security protections do not exist and where the information could be disclosed to or viewed by someone other than John. Forwarding to John's personal account violates this Handbook and could give rise to data privacy and third parties contract issues

I left my laptop at the airport. What do I do?

Your laptop more than likely contained Glenmark U.S. confidential and proprietary information, and may have contained personal identifiable information of individuals, which may be considered a data security breach. As such, you must immediately disclose the loss to IT and Legal Affairs since disclosure notifications and, possibly, remediation action may be necessary. Even if you did not actually store the information on your laptop, it may have been attached to emails that reside on your laptop.

Keep in mind that, while Glenmark U.S. allows reasonable, limited personal use of internet, e-mail, computer systems, and equipment for personal reasons in accordance with its policies, you should have no expectation of privacy when doing so.

Any loss, misuse, fraud or theft must be immediately reported in accordance with the “*Reporting and Investigating*” section of this Handbook.

**Find out more: IT Acceptable Usage Policy in the Glenmark US Employee Handbook
Policy Against Theft, Responsibility For Personal Property, Care And Maintenance of
Glenmark Equipment And Property Sections of the Glenmark US Employee Handbook
Global Intellectual Property Policy in the Global Policy Handbook
Confidential Information Policy in the Global Policy Handbook**

Privacy of Personal Information

During normal business activities, Glenmark U.S. may collect personal information about various individuals, including its employees, patients, customers and other persons or entities with whom we do business. Personal information is considered the information that we use to identify or contact individuals, such as names, personal identification numbers (e.g., Social Security number), driver’s license numbers, telephone numbers, addresses or any other names or Handbooks that are unique to them. We are committed to the protection of individuals’ privacy and are committed to collecting, keeping and disclosing only the personal information that it legally necessary to carry out our business, and to maintaining such information in a confidential and secure manner.

Glenmark U.S. allows only HR, Legal Affairs, and Finance/Accounting, as applicable and in accordance our policies, to release or authorize the release of personal information about its employees. You are prohibited from revealing or disclosing personal information to another individual if such individual does not have the business need to know such information or is not required to do so in response to a legal requirement (i.e. subpoena.). Prohibited disclosures include, but are not limited to, unauthorized disclosure of salary information of your Colleagues, as well as references for current or former Colleagues.

In addition, no audio or visual recordings of any Glenmark U.S. business meetings or personal conversations are permitted without approval of management after consulting with Legal Affairs, and as appropriate, and without the prior approval of your management and all participants in the conversation or meeting.

We should help protect the privacy of personal information by reviewing our policies and procedures and following these principles:

- Collect and share personal information for only legitimate business purposes and keep it only as long as necessary and in accordance with Applicable Law and Glenmark U.S. policies
- Take adequate precautions to safeguard personal information
- Share personal information for only legitimate business needs
- Inform and obtain consent from individuals regarding the collecting, processing, accessing and disclosing their personal information
- Be sure that third parties storing personal data do so in accordance with Glenmark U.S. policies and Applicable Law
- Properly dispose of records containing personal information

If anyone has a question or concern regarding how to deal with personal information, either within Glenmark U.S. or in a relationship with a third party, contact Legal Affairs for advice before proceeding.

**Find out more: SOP-GM-12 Privacy and Protection of Personally Identifiable Information (PII)
Privacy of Personal Information Policy in the Global Policy Handbook**

Scenario

You receive a call from Tania, a former employee, who is looking for Jesse’s (a current employee) personal email, which she misplaced. Should I provide her with this information?

No. E-mail addresses are personal information and should not be provided to anyone without the consent of the owner of the e-mail, even if the individuals know each other or are friends. Contact HR, who can provide Tania’s contact information (if acceptable to Tania) to Jesse so that Jesse can reach out to her directly.

Debarment

Glenmark U.S. does not employ or do business with, and will remove from employment or as a service provider, individuals or companies who are debarred, excluded, or otherwise ruled ineligible to participate in a state or federal healthcare program. As such, you must complete a certification of non-debarment and must disclose immediately to HR and the Compliance Officer if you have been excluded, debarred or suspended, or have become otherwise ineligible to participate in US federal healthcare, procurement or non-procurement programs. You also must disclose whether you are under investigation for, appealing, or awaiting sentencing on, certain criminal offenses for which you may become excluded, debarred or suspended

Conflicts Of Interest

General Principles

A conflict of interest, or even the appearance of a conflict of interest, may cause distrust by partners, patients, Colleagues, vendors, may run afoul of Applicable Law and may cause other to question whether Glenmark U.S. was inappropriately influenced in making a business decision.

A conflict of interest exists when your private interest interferes, or gives the appearance of interfering, with your ability to work honestly, objectively, effectively and in Glenmark U.S.' best interests. You must avoid putting yourself in situations or relationships, either on the job or outside of it, that may influence or appear to influence your judgement and compromise your ability to make an objective decision in performing business related duties.

Keep in mind that a conflict can arise from personal, social, financial or political interests and can also include the interests of relatives and friends. Since it may be unclear whether or not you are involved in a situation that is or has the potential for a conflict of interest, discuss the situation with our Compliance Officer.

Although no list can include every possible situation in which a conflict of interest could arise, the following are examples of situations that may, depending on the facts and circumstances, involve a conflict of interest:

- Employment with or serving on the Board or Directors of a competitor, collaborator supplier or other Glenmark U.S. service provider by you or an officer or director
- You, your family members, co-habitant or one with whom you have a close relationship and who has a significant financial interest in any entity that does business or competes with Glenmark U.S.
- Soliciting or accepting gifts, favors, loans or preferential treatment from any person or entity that does business or seeks to do business with Glenmark U.S.
- Taking personal advantage of corporate opportunities (i.e., insider trading.)
- Outside employment or consulting with a supplier, competitor or customer of Glenmark U.S. at the same time as you are employed by Glenmark U.S.
- Running for an elected office (must be conducted on your own time and using your own resources)
- Exercising supervisory or other authority over a co-worker who is also a family member, co-habitant or with whom you have a close relationship as it can cause conflicts, a perception of favoritism and demotivate other Colleagues
- Transactions between Glenmark U.S. and an entity or person affiliated with you or members of the Glenmark U.S. Board of Directors

Conflicts of interest are prohibited unless specifically and properly authorized by the Compliance Officer. While we understand that consultants and non-employee members of the Glenmark U.S. Board of Directors may have various business, financial, scientific or other relationships with existing or potential collaborators, license strategic partners, suppliers or competitors which may be appropriate, those relationships should be disclosed to the Compliance Officer and, if appropriate, to the other members of the Glenmark U.S. Board of Directors. If the Glenmark U.S. Board of Directors affirmatively determines that any such relationship is inconsistent with the director's responsibilities, the director will be required to terminate the conflicting relationship as promptly as possible or resign from the Glenmark U.S. Board of Directors.

You must report to HR any actual or perceived conflicts of interest when joining Glenmark U.S. and any time when a potential conflict of interest arises in accordance with Glenmark U.S. policies.

**Find out more: Conflicts of Interest Section of the Glenmark US Employee Handbook
Global Conflicts of Interest Policy**

Gifts

Although there may be times when gifts and business courtesies may be appropriate to build and foster relationships, Glenmark U.S. must exercise good judgment at all times and comply with Applicable Law since gifts have the potential to inappropriately influence behavior or may give the appearance of inappropriate influence.

In addition, there are strict laws, rules, regulations and guidelines that apply to the exchange of gifts to and from government employees and Healthcare Providers (“HCPs”) since gifts may create the appearance of a conflict of interest or a kickback. You must not:

- give gifts of any kind to government employees
- give gifts to HCPs and suppliers except in accordance with Glenmark U.S. policies
- accept any gift (cash or non-cash) or service from any vendor, HCP, and/or customer
- give personal gifts to government officials, HCPs or any outside third party, including customers, regardless of whether Glenmark U.S. or personal funds are used

Accepting gifts or entertainment from vendors, suppliers, or consultants who are not customers or HCPs is acceptable in very limited circumstances that do not create the appearance of a conflict of interest and only to the extent they are permitted under Applicable Law. Such gifts must be of nominal value and may not influence or appear to influence business decisions. In addition, goods or services from third parties that are allowed, but are for less than market value are impermissible.

Items designed primarily for the education of patients or HCPs, as well as items designed for use by patients to assist in the administration or management of their condition, may be provided if (i) approved in accordance with Glenmark U.S. policies; (ii) the item is of nominal value (\$100 or less); (iii) the items do not have value to HCPs outside of his or her professional responsibilities, or (iii) they are consistent with Applicable Law and Glenmark U.S. policies. Other items of value, not in compliance with these requirements, may not be provided to HCPs.

Customers are defined as entities that purchase or prescribe Glenmark U.S. products, including, but not limited to, purchasing groups, hospitals, medical schools, nursing homes, pharmacies, risk and non-risk bearing payers (e.g., PBMs, HMOs, PPOs, ACOs, etc.), physician/veterinarian/dental groups, integrated health systems, drug wholesalers and distributors (primary or secondary), and federal and state government entities (e.g., CMS, VA, DoD, Federal Health Exchanges, etc.). “Customers” also includes any employees or staff of such entities involved in decisions related to purchasing, prescribing or review of Glenmark U.S. products.

Remember -Always follow Glenmark U.S. policies prior to accepting or giving any gift.

Scenario

I have a relative I'd like to hire to do some work at Glenmark U.S. Since there is a legitimate project that needs to be completed and my relative is trained to do this type of work, is it okay if I hire her?

Although the work is legitimate, this situation creates the appearance of a conflict of interest. The circumstances of this situation should be raised with the Compliance Officer so that an independent review can be done prior to hiring this person. This will not only help to protect you, but also protect your relative and Glenmark U.S. if the relationship ever comes into question.

My brother owns a vendor that Glenmark U.S. is considering using for a project. Should I tell someone about the relationship??

Yes. Any potential conflict, or even the appearance of a conflict, might damage Glenmark U.S.' and your reputation regardless of whether you identified your brother's company as a potential vendor or whether or not you are responsible for making the decision as to whether or not to choose this vendor. Therefore, you must disclose this information to your manager and the Compliance Officer to help determine the best solution.

One of our suppliers invited me to a concert. Can I accept this invitation?

Because such an offer may compromise your objectivity in decision-making when dealing with this supplier in the future, Glenmark U.S. prohibits employees from accepting, soliciting or requesting gifts from vendors unless they are of nominal value. You should consult with your manager and the Compliance Officer before accepting any invitation or gifts from a third party.

**Find out more: Conflicts of Interest Section of the Glenmark US Employee Handbook
Global Corporate Gift Policy
Global Conflicts of Interest Policy**

CONDUCT IN THE MARKET PLACE

Promotional Practices and Scientific Exchanges

The health and safety of patients depends on our commitment to discuss our products honestly, truthfully, fair balanced and in a scientifically accurate way for all of our scientific and promotional activities. These activities may include clinical trials, enhancing medical knowledge, product promotion and collecting feedback about our products and research programs. Glenmark U.S. takes very seriously the Applicable Laws governing how we promote and market our products and we comply with them regardless of the way we deliver the message.

All promotional materials for Glenmark U.S. products must be approved through the Medical Legal Regulatory Committee (“MLR”) (for promotional material) or the Scientific Review Committee (for scientific materials). In addition, you may not change, alter, modify, or create your own promotional materials or use them outside of the purpose for which they were approved.

What you need to know:

- When promoting Glenmark U.S. products, you must provide a fair balance of safety (including side effects and contraindications) and effectiveness information
- Never give the impression that a product can be used for something other than its approved label (called off-label promotion) or promote a product or indication that has not yet been approved by the FDA (called pre-approval promotion)
- Off-label information may be provided only by authorized personnel, consistent with Applicable Law, and in accordance with Glenmark U.S. policies
- Glenmark U.S. does not communicate publicly with the intent of promoting products for use before the product is approved by the FDA. We may, however, participate in a proper exchange of scientific information that is non-promotional in nature and intent
- Glenmark U.S. does not disparage or make false statements about competitor products
- All scientific exchanges will be complete, accurate and non-misleading
- All Glenmark U.S. presentation materials must be approved by Glenmark U.S.’ MLR or Scientific Review Committees depending on the content and audience of the presentation
- HCP’s must never be promised or provided with anything of value for the purpose of encouraging or inducing them to purchase, prescribe or recommend Glenmark U.S. products
- Glenmark U.S. does not pay customers or incentivize them to order, purchase, or recommend any product, or as a reward for having done so

**Find out more: Review and Approval of Scientific Materials in the United States SOP
Review and Approval of Advertising and Promotional Materials and Activities for Use in the United States SOP**

Interactions with Healthcare Practitioners; Transparency Reporting

Interactions with HCPs should be focused on informing them about products, providing scientific and educational information, supporting research and education, and ensuring that financial support to them, as well as other patient facing groups are not inappropriately influenced. There are many laws and regulations that prohibit or restrict the exchange of gifts and entertainment between Glenmark U.S. and HCPs and Glenmark U.S. takes seriously its obligation to comply with Applicable Laws. Glenmark U.S. does not influence HCPs in their decisions regarding the use of our products based on improper communications, marketing materials, financial incentives or other transfers of value.

Scenario

Glenmark U.S. intends to send out a press release on a newly approved product. Are there any steps that we should follow prior to publishing the release?

Yes. Press releases are considered promotional and should be reviewed by the MLR Committee.

Dilip is going to be hosting a commercial booth at a medical conference. A doctor who uses one of Glenmark U.S. products with an FDA approved indication for seasonal allergies tells Dilip that he uses the same product for patients with asthma. Should Dilip continue the discussion with the doctor?

No. All product discussions must be on-label. Regardless of who initiates a discussion about off-label uses of the product, Dilip should apologize to the doctor and tell the doctor that he cannot discuss off-label uses for Glenmark U.S. products. If he has any questions about the product that do not center around the approved indication, the doctor should contact the medical information call center for more information.

You are prohibited from, nor does Glenmark U.S. pay for, providing or promising any transfer of value to any HCP for the purpose of influencing the use, purchase, prescribing or recommending of our products. Hospitality, gifts, and research and educational grants may be provided in accordance with Applicable Law and Glenmark U.S. policies.

All HCPs that are engaged by Glenmark U.S. to provide services must only be engaged after there is a written contract in place, there is a legitimate business need and the HCP must be compensated at fair market value (“FMV”). FMV includes both monetary compensation that is provided by check, as well as compensation in kind (for example, textbooks, electronic medical information subscription).

HCPs include physicians, medical students, nurses, nurse practitioners, physician assistants, pharmacists, medical technicians, and other employees or staff involved in purchasing or prescribing decisions including, but not limited to, formulary and Pharmacy & Therapeutics committee members. Note that this definition may vary depending on the state in which the interaction occurs.

Glenmark U.S. is also required under Federal (the Physician Payments Sunshine Act) and various State transparency laws to accurately disclose payments, gifts, meals, travel and other transfers of value provided to HCPs and teaching institutions, to the extent required under Applicable Law. As a result, you must include reportable transfers of value on expense reports, (i.e., meals with HCPs and teaching institutions), in accordance with Applicable Law and Glenmark U.S. policies.

Examples of reportable events:

- Payments and other transfers of value (meals, travel, etc.) to clinical investigators or clinical trial sites (even through third parties)
- Payments and other transfers of value (meals, travel, etc.) to consultants and speakers in conjunction with promotional programs, fee-for service arrangements (i.e., Consultant Agreements), or other engagements permitted by Applicable Law and Glenmark U.S. policies
- Payments and other transfers of value (meals, travel, etc.) made pursuant to a consulting arrangement
- The value of a meal provided to an HCP in conjunction with an educational event

You must understand Glenmark U.S. policies regarding reporting transfers of value at all times. Please see the Gifts section of this Handbook for additional information.

**Find out more: Global Interactions with Members of Healthcare Community Policy
Sunshine Act Policy**

Scenario

Glenmark U.S. is holding a consultant meeting with HCPs to get feedback on a potential business development project. Most attendees are flying in from out of town. We would like to provide all attendees with a leather travel kit as a gift to thank them for coming such a long way. Is this permitted?

No. Glenmark U.S. is committed to providing HCPs with information about its products as well as research and educational information. A leather travel kit may give the appearance that Glenmark U.S. is trying to influence the HCPs’ opinion about the product that it is looking into acquiring and may look like a kickback. In addition, the value of anything (food, travel, lodging, etc.) that Glenmark U.S. provides HCPs must be reported to the Federal and various State governments and therefore, must be tracked in order to enable reporting. Remember, any HCP that is providing Glenmark with consulting services must have a written agreement in place prior to performing services.

Scenario

I have been tasked by the Quality team to update Glenmark U.S. SOPs prior to an FDA inspection. Time is at a premium, so I plan on just reusing the SOPs that I drafted at my previous employer. Is that OK?

No. Those SOPs are proprietary to your former employer, therefore, they should not be shared with Glenmark U.S.

Protecting the Proprietary Information of Third Parties

During your day to day work at Glenmark U.S., you may receive sensitive, confidential information and intellectual property such as trademarks and copyrighted materials (together “proprietary information”) belonging to third parties. When you receive this proprietary information, you have the duty to protect it in the same way that you would protect Glenmark U.S. proprietary information. As such, third party proprietary information must not be shared with anyone who does not have a need to know it in order to perform their responsibilities. In addition, if you inadvertently become aware of third party proprietary information, you must not utilize it without prior approval from Legal Affairs. These obligations will continue even after your employment with Glenmark U.S. ends.

It is also important to remember that you may not use or reveal to Glenmark U.S. proprietary information from a former employer nor should you encourage Colleagues to reveal information from their former employers.

While conducting Glenmark U.S. business, if you become aware that proprietary information of a third party has been inadvertently disclosed, seek guidance from Legal Affairs before using or acting on the information. We must not seek to benefit from information that we have not obtained ethically.

Find out more: Conducting Business Policy in the Global Policy Handbook

Antitrust and Unfair Competition

Antitrust laws are in place to ensure that there is fair competition among companies and fall into several categories:

Agreements Among Competitors

Antitrust laws prohibit any agreement among competitors which would restrict the freedom of a competitor on issues of pricing, customer selection or terms or conditions of sale. The following are specifically prohibited:

- Agreeing with a competitor to fix the prices or other terms of sale of products sold to our customers.
- Agreeing with a competitor not to solicit business from the other's customers or to sell only in certain states or territories.
- Agreeing with a competitor to sell only certain types of products in exchange for a promise that the competitor will sell only in certain states or territories.
- Agreeing with a competitor to sell only certain types of products in exchange for a promise that the competitor will sell only other types of products.
- Agreeing with a competitor not to sell products to a customer (group boycott).
- Agreeing with a competitor or potential competitor not to sell a particular product.

Trade Associations and Seminars

Trade associations and professional seminars provide the opportunity to interact with peers across the industry. Because many of them are competitors, these conversations could be interpreted as violating the antitrust laws. During trade association meetings or seminars, be mindful to never get involved in discussions with competitors about pricing, terms and conditions of sale or other competitively-sensitive information. If you have any questions regarding the meeting or seminar, discuss with Legal Affairs before attending.

Agreements with Distributors

It is unlawful to agree on the minimum resale price a distributor will charge for products we sell to such distributors. Agreements with distributors on territory, customer selection or other distribution practices may be lawful or unlawful depending on the facts and circumstances. Therefore, always seek legal advice in the early stages of negotiation with distributors.

Monopolization

It is unlawful to monopolize, or attempt to monopolize, any line of commerce in the United States. Glenmark, may, however, engage in normal competitive activity.

Price Discrimination

Discrimination in the prices charged for similar goods of like grade and quality can be unlawful if the discrimination substantially injures competition. The price discrimination rules often involve complex legal interpretations.

Acquisitions

The antitrust laws also prohibit acquisitions which could injure competition. The government must be notified before the acquisition of businesses which have sales or assets exceeding certain amount of money. Anyone who works on a proposed acquisition should involve Legal Affairs at the very beginning of such discussions.

Glenmark U.S. abides by the antitrust laws by (i) prohibiting formal or informal agreements (including the termination of agreements) and practices that restrict competition with competitors, suppliers or customers based on, among other things, fixing prices, adjusting volume, exclusive arrangements, market allocation, boycotting suppliers or customers, preferential treatment, or restriction of resale price; (ii) prohibiting anti-competitive discussions with competitors in areas such as pricing, pricing trends, discounts, customers, market share, and promotions; (iii) prohibiting the collection of competitive information directly from competitors, and instead obtaining such information only from publically available sources (i.e., their websites, published articles, price bulletins,

advertisements, brochures, public presentations and non-confidential customer conversations) or from third party vendors, who must also collect the data ethically and in accordance with Applicable Law; and (iv) never making false, deceptive or disparaging statements about competitors or their products or services.

Antitrust and competition laws are complex in nature and usually vary from country to country. A violation of the antitrust laws can carry severe penalties for employees and Glenmark U.S. Such violations, for example, can subject Glenmark U.S. to hundreds of millions of dollars in fines and damages up to three times the actual economic injury caused by the violation. Employees who violate the antitrust laws also face substantial fines and prison time. As a result, it is important that you contact Legal Affairs before you explore business arrangements with a competitor or potential competitor or to determine whether or not an activity in which you are participating, or contract you are thinking about entering into, might violate antitrust laws.

Scenario

A salesperson for a competitor and I are friends. We sometimes talk about marketing plans. Should I be concerned?

Yes. You are revealing proprietary information that Glenmark U.S. has invested time and money to develop. You also may be violating competition laws that prohibit discussions centered around marketing and pricing.

A sales director from a competing company reached out to me to discuss the price of our respective products. What should I do?

A: You should never enter into a discussion with competitors about the price of our products or other proprietary information. The perception that you are involved in price fixing or collusion can happen whenever you are with competitors discussing pricing. If you find yourself in a situation where competitors are discussing pricing, make it clear that you will not discuss the price of Glenmark U.S. products, nor will you be present for such a conversation and politely end or leave the conversation. You should report the incident in accordance with the “*Reporting and Investigating*” section of this Handbook.

Find out more: Global Antitrust and Competition Policy

Anti-Bribery and Anti-Corruption

Glenmark U.S. is committed to complying with Applicable Laws regarding anti-bribery and anti-corruption. Certain laws, such as the United States Foreign Corrupt Practices Act (FCPA) and the UK Bribery Act, as well as many other local laws prohibit Glenmark U.S., you, and anyone working on Glenmark U.S.’ behalf from:

- offering, promising, paying or accepting (directly or indirectly) a bribe, kickback, facilitation payments or anything of value, or providing anything of value to government officials, employees of government controlled businesses, commercial entities, or political parties or candidates for political office in order to improperly influence a decision or to obtain a business advantage;
- offering or providing any form of gift or payment to HCPs or customers to induce them to prescribe, recommend, or place in a favorable formulary position any Glenmark U.S. products;
- requesting or accepting (directly or indirectly) a kickback, bribe or anything else of value.

It is important to keep in mind an HCPs who works for on behalf of a government or state-owned hospital or other facility is considered a government official.

A bribe or kickback is anything of value that is used to improperly influence a decision or to get or to keep business. The main difference between the two terms is that bribes are usually provided up front (before the unethical activity) whereas kickbacks usually refers to something that is given in return as a reward (after the unethical activity). When we use the term “anything of value” we mean more than just cash. For instance, bribes and kickbacks can take the form of contracts, consultancies, services, charitable donations, employment/internships, free product, political contributions, travel and/or entertainment expenses, gifts, meals, commissions, and rebates, just to name a few. Remember that bribes and kickbacks, whether made directly or indirectly, are strictly prohibited.

If you are ever in a situation where you believe you are being asked to violate this section of the Handbook, you must notify the Compliance Officer, Legal Affairs or contact the Hotline.

Find out more: Global Anti-Corruption Policy

Scenario

I was told by a customer that that a distributor who sells Glenmark U.S. products has invited its President to be its guest for a fishing weekend. The customer asked me whether the invitation is appropriate because it came from Glenmark U.S.' distributor, not directly from Glenmark U.S.

Distributors, sales agents and other third parties that act on Glenmark U.S.' behalf may not engage in activities that would be prohibited if they were performed directly by a Glenmark U.S. employee. You should immediately inform your manager, Legal Affairs or the Compliance Officer about what you have learned concerning the distributor's conduct.

May Glenmark U.S. pay a non-US government official to expedite a visa for a prospective employee?

This is a facilitating payment, which can be difficult to differentiate from a bribe. Generally, if the payment is to expedite or secure the performance of a routine government action (obtaining permits, licenses, processing governmental papers, such as visas, providing police mail service, phone, power or water services, etc.) the payment is considered a facilitation payment and will usually be permitted. However, if the payment is made simply to encourage the decision maker to decide in a company's favor is a bribe, which is not permitted. Always consult with Legal Affairs prior to making such a payment.

A government employee told me that if I can help his daughter get an internship with Glenmark U.S., he would "make it worth my while."

Don't do it! The term, "Worth your while" suggests that the government official may be planning to do something improper in exchange for the favor. Simply provide this person with information on Glenmark U.S.' internship program so that he can follow the proper channels and do not have anything to do with her application should it be sent to you. Direct involvement may be perceived as a bribe. Report this interaction in accordance with the "Reporting and Investigating" section of this Handbook.

**Find out more: Global Anti-Corruption Policy
Global Political Contributions Policy**

International Trade

As a global company, Glenmark U.S.' success depends on thriving international trade. However, we must follow applicable international trade laws regarding imports, exports, re-exports and diversion of its products, goods, services and technical data. These laws include:

- import/export/customs laws, which restrict the re-exportation, exports and the use of products, services or technology outside of the US that was created in the U.S. These restrictions apply to activities done via electronic means, such as e-mail;
- economics sanctions and embargo laws, which restrict Glenmark U.S.' ability to conduct business with certain countries, people or entities;
- anti-boycott laws (such as The Arab League boycott of Israel,) which prohibits Glenmark U.S. from participating in illegal boycotts (i.e., when a country refuses to do business, or prohibits others from doing business, with one or more other countries.)

You must:

- Always check the list of sanctioned countries and follow the relevant international trade control regulations of all countries in which Glenmark U.S. operates as they relate to importing and exportation of goods, technology, software, services and financial transactions.
- Never import from or export to countries against which there is a U.S. embargo, or to individuals or organizations where contact is prohibited by the U.S. government. Please see Legal Affairs for additional information regarding restricted parties and anti-boycott requirements, as well as a list of Restricted Markets.
- Never cooperate with any restrictive trade practice or boycott that is prohibited or penalized under Applicable Law.
- Never enter into a letter of credit, or any other transaction, that contains prohibited boycott terms or conditions.
- Never do business with any individuals or companies owned or controlled by, or acting for or on behalf of, countries identified by the Office of Foreign Assets Control, which are called "Specially Designated

Scenario

If I send laboratory equipment outside the US to a Glenmark U.S. facility in China, is that an export?

Yes. It is an export and subject to U.S. export control laws. Contact Legal Affairs before doing anything.

Nationals". Specially Designated Nationals' assets are blocked, and U.S. companies are generally prohibited from, engaging with them.

You must be familiar with and follow the applicable trade control laws if you conduct business in these regions or are involved with international trade activities, such as those described above (including providing such activities to different Glenmark U.S. sites). Violations of trade laws may subject you and Glenmark U.S. to significant fines and penalties. You should contact Legal Affairs if you have any questions or concerns and **MUST** seek input from Legal Affairs prior to taking part in any activity in the sanctioned regions.

Find out more: Global Trade Compliance Policy

Patient Safety and Adverse Event Reporting

Patient safety is vital to Glenmark U.S. and we are committed to ensuring that our products are of high quality and are safe for patients and those who take part in Glenmark U.S.-sponsored clinical trials. We do this by committing to comply with all applicable regulatory requirements including Good Laboratory Practices, Good Clinical Practices, Good Manufacturing Practices, Good Pharmacovigilance Practices and Good Distribution Practices regarding research, development, procurement, manufacturing, warehousing, packaging, testing, supplying, and maintenance activities.

Product quality concerns may include, but not be limited to, suspected tampering or counterfeiting, packaging issues, open or improperly sealed vials, product appearance different than expected, damaged label, and a device that does not work correctly.

In addition, Glenmark U.S. is responsible for reporting adverse events for approved products regardless of where, when, or how the information was brought to Glenmark U.S.' attention. Adverse events can be brought to your attention many different ways including, but not limited to, during a social conversation, from an HCP or competitor, while at a meeting or attending a scientific meeting. Adverse events regarding Glenmark U.S.' marketed product must be reported to the Pharmacovigilance Department for evaluation and reporting and our clinical trial protocols provide for the appropriate reporting requirements for products affected by that particular clinical trial.

Adverse Events are not always a negative side effect and may include any type of reaction to a product that is not intended, even if it's a benefit.

It is important for all you and our agents to know the procedures to report adverse events; therefore, every employee and contractor is responsible for completing training on "Adverse Event Reporting and Product Quality Complaints." All adverse events and product quality complaints must be reported within 24 hours of receipt of an adverse event (potential pregnancy exposure to a Glenmark U.S. product must be reported immediately) to globalcustomerservice@glenmarkpharma.com or by calling 1-888-721-7115.

**Find out more: SOP-GPV-08 Handling of Product Related Complaints
Global Product Quality and Safety Policy**

Conduct of Clinical Trials

Because the safety of the participants in Glenmark U.S.' clinical program is our priority, Glenmark U.S. complies with Applicable Law when we conduct clinical trials. As a result, Glenmark U.S. has put in place policies and procedures to ensure the safety of the participants is not compromised.

All of our trials are approved by an Institutional Review Board or the applicable ethics committee responsible for the conduct of clinical trials. The clinical trial participants are fully informed, through informed consent forms, that their participation is voluntary and they are made aware of the purpose of the clinical trial, the risks and their rights as participants.

Scenario

While at a family wedding, my cousin told me that she got a severe rash after using a Glenmark U.S. product. Who should report this?

As an employee of Glenmark U.S., you should report this adverse event to the Pharmacovigilance Department within 24 hours from the time that you received the information. It is Glenmark U.S. policy that all adverse events should be reported regardless of how an employee learns of the adverse event, the severity or whether the employee thinks it was a side effect of a Glenmark U.S. product.

In addition, clinical investigators may only be chosen based on their experience and never because of a bias or perceived bias.

When conducting a clinical trial the following must be in place prior to the initiation of the clinical trial:

- Informed consents must be secured from study participants at all times
- All approvals (i.e. IRB, IND) necessary to conduct the study must be received prior to the commencement of the study
- Training on the study procedures and protocol for all responsible for the conduct of the study must take place prior to initiation of the trial
- Safety monitoring procedures are in place
- Proper procedures regarding maintaining the study data and the confidentiality of the participants' sensitive and private information must be in place in accordance with Applicable Law

**Find out more: SOP-GPV-08 Handling of Product Related Complaints
Global Product Quality and Safety Policy**

Transparency of Clinical Data

Glenmark U.S. is committed to being transparent and to accurately reporting and analyzing the data resulting from our clinical trial programs and does so in accordance with Applicable Law. Glenmark U.S.' clinical trials are registered, and required study data to be reported, on clinicaltrials.gov so that its trial results are available to the public and HPCs. We also publish accurate and objective data resulting from our clinical trials in peer reviewed scientific publications and in accordance with the publication's disclosure requirements. You must:

- Ensure that results and data from clinical trials are reported in a timely and accurate manner, in accordance with Applicable Law and Glenmark U.S. policies
- Verify accuracy and integrity of all study site data
- Register all trials and disclose all study results on www.clinicaltrials.gov
- Never use fraudulent data or inappropriate clinical site practices.

Privacy of Patient Information in Clinical Trials

Glenmark U.S. respects the privacy of participants in our clinical trials and, while there may be a reason that requires us to review or collect sensitive and personal information of those participating in our clinical trials, we ensure that all information is recorded, handled and stored in compliance with Applicable Law and is used in accordance with an informed consent.

Scenario

I received an email from a vendor that contained confidential patient information. Can I simply delete the email from my computer?

No. It is more complicated than that since global privacy rules vary from country to country and even within different states of the same the same country. Since the requirements as to how to handle the release of confidential or sensitive information are complicated, discuss with your manager, and Legal Affairs so that appropriate steps can be taken to address the privacy breach.

Glenmark U.S. requires third parties with whom we work to protect the personal and sensitive information of clinical trial participants in the same way in which Glenmark U.S. protects such information. As such, Glenmark U.S. trains third parties such as investigators, study sites and clinical research organizations on the importance of keeping private such information and to not release study participant information to Glenmark U.S.

In addition, Glenmark U.S. requires that all Informed Consent Forms for its research programs contain appropriate language required under the Health Information Privacy and Accountability Act and European Data Protection legislation, and other country-specific laws and regulations informing subjects of their rights and what will happen to their data.

**Find out more: SOP-GM-12 Privacy and Protection of Personally Identifiable Information (PII)
Privacy of Personal Information Policy of the Global Policy Handbook**

CONDUCT IN OUR BUSINESS

Protection of Glenmark U.S. Confidential and Proprietary Information

Scenario

I have a long commute on the train and like to get an early start on my day by participating in conference calls and returning calls during my train ride to work. Is this a problem?

It can be. You must be careful not to discuss Glenmark U.S.' non-public information in public places where others may overhear you, such as taxis, elevators or at conferences and trade shows. In addition, others may be able to see the screen on the equipment that you are using. When it is necessary to conduct a telephone call in a public place, be mindful of your surroundings and let the other participants know that you are in a public place so they understand why you cannot share some information.

I was in a ladies room located outside of our office and heard a co-worker talking about an FDA inspection that was about to take place. Should I have said anything to the person having this discussion?

If you are comfortable taking to your co-worker, take her to the side and suggest that she discuss this information back in the office since it is confidential information and she does not know who else is in the ladies room. When you return to the office, contact the Compliance Office and Legal Affairs so that the matter is addressed in a timely manner.

Confidential information is information that is only known internally and not outside of Glenmark U.S. while proprietary information is information that Glenmark U.S. owns or is the only entity permitted to use it. Confidential and proprietary information can be both tangible (physical) and intangible assets and includes but is not limited to, patents, inventions (whether patentable or not), discoveries, copyrights, trademarks and trade secrets, data, engineering and manufacturing techniques, designs, databases, business records, business plans, salary information, any unpublished financial data and reports, and any confidential information received from Glenmark U.S.' business partners or customers. Together, we will call confidential information and proprietary information, "intellectual property".

Most of what Glenmark U.S. does in its day to day business is confidential and proprietary in nature and our intellectual property is a valuable corporate asset that must be protected by all of us. Failure to safeguard our intellectual property may be damaging to Glenmark U.S. could give competitors an unfair advantage; erode its value, or otherwise cause damage to Glenmark U.S. or its business partners. Unauthorized disclosure of Glenmark U.S.' intellectual property will not be tolerated. Your obligations to protect our intellectual property will last even after you leave Glenmark U.S.

Ways you help to protect Glenmark U.S.' intellectual property:

- You are required to sign a non-disclosure/confidentiality agreement agreeing to protect Glenmark U.S.' confidential information that you receive while employed by Glenmark U.S.
- Only share our intellectual property with Colleagues who need to know it in order to conduct business
- Never use or reveal Glenmark U.S. intellectual property to a new employer
- Always enter into a Confidential Disclosure Agreement with third parties **prior to** disclosing intellectual property
- Always be aware of your surroundings when you communicate outside of Glenmark U.S., especially in a public setting. Do not discuss confidential business in any public location (i.e., airports, train stations, hotel lobbies, hall ways, rest rooms, elevators, etc.)
- Never share intellectual property with people you don't know or even with family members or friends and never use it for your, or someone with whom you have a personal relationship, personal gain
- Never make copies of, resell or transfer (externally or internally) copyrighted material (i.e., software, manuals, articles, books, and databases being used by Glenmark U.S. but were created by someone else) without approval
- You must report to Legal Affairs any concerns you might have about intellectual property being at risk
- If you have questions regarding what may or may not be considered intellectual property or what materials may be owned by another entity, contact Legal Affairs for guidance

**Find out more: Protection Of Confidential Information Section of the Glenmark US Employee Handbook
Confidential Information Policy of the Global Policy Handbook
Intellectual Property Policy of Global Policy Handbook**

Media Inquiries and External Communications

Glenmark U.S. is committed to providing timely and credible information to the public including, but not limited to, the media, financial analysts, and investors. All public disclosures (i.e., forecasts, press releases, speeches and other communications) must:

- be accurate, truthful and reliable
- utilize materials that have approved by the Glenmark U.S. MLR Committee
- utilize appropriate Glenmark US formats in accordance with its policies and procedures.
- be made only by authorized Glenmark U.S. Colleagues

How you help:

- Do not share information about Glenmark U.S. or our products, either verbally or in writing, with the public (including the media or investors) unless you have permission from Glenmark U.S. to do so
- Request for such information should immediately be forwarded to Corporate Communications
- Never participate in interviews or speak at an event where the media may be present

Find out more: Government Inquiry and Investigation Policy of the Global Policy Handbook

Social Media

Posting to social media platforms is a common method to share information about Glenmark U.S. We must adhere to Glenmark U.S. policies, however, when engaging in social media activities, including both internal-facing and external-facing platforms.

Understand the potential consequences of social media use and use discretion in engaging in social media activities by adhering to the following guidelines:

- Postings to social media platforms about Glenmark U.S., its products and its clinical programs should only be made by a Glenmark U.S. designated Colleague
- Do not share Glenmark U.S.' or third parties' confidential or proprietary information
- Report adverse events or other concerns about Glenmark U.S. products or practices found on the Internet or in social media in accordance with Glenmark U.S.' policies
- Never use Glenmark U.S.' trademarks or logos
- When utilizing social media for personal reasons, never give the impression that you are representing or communicating on behalf of Glenmark U.S.
- Always be respectful and courteous when using social media, even on your personal time

Scenario

Antonio has been contacted by a journalist who is asking questions about a rumored Glenmark U.S. spin off. Antonio has heard some water cooler talk about how part of Glenmark U.S. may branch off and form its own company and may even go public. Should Antonio speak to the journalist?

No. Nothing that is heard around the office and is not public information should be disclosed, even to family and friends. Antonio is not a corporate spokesperson and may not have complete or accurate information and disclosing this information, or even public information, may be harmful to Glenmark U.S. Antonio should contact Corporate Communications who will provide the requestor with whatever information that Glenmark U.S. is able to provide.

Scenario

Should I correct information about Glenmark U.S. when I see it on social media platforms?

No. Even if you have good intentions, don't post corrections. Only Glenmark U.S.' Communications Department is authorized to comment on or correct information about Glenmark U.S. on Social Media. Let the Communication's Department know that you discovered inaccuracies and they will make the corrections.

May I share news about Glenmark U.S. on my LinkedIn and Facebook accounts?

Glenmark U.S. permits you to follow/subscribe to any Glenmark U.S. Social Media accounts. You may also re-tweet, like, favorite, share, etc. content from one of our social media accounts provided that you do not modify or add any comments to the content, or the content does not contain any off-label uses of Glenmark U.S. products or discuss investigational treatments.

Find out more: SOP-GPV-08 Handling of Product Related Complaints
Guidelines For Acceptable Usage Of Social Media Section of the Glenmark US Employee Handbook
Global Social Media Guidelines
Intellectual Property Policy of the Global Policy Handbook
Confidential Information Policy of the Global Policy Handbook

Securities Laws and Insider Trading

During the course of our day to day work, we learn information that is not known to the general public. Using this information for personal gain such as buying or selling securities (e.g., stocks, bonds, or options) of the company whose information you are using is called “insider trading” and is illegal. The law prohibits those with material, non-public information relating to a company (“insider information”) from using it for personal gain. This law is not limited to buying or selling Glenmark U.S. securities, but also the buying or selling the securities of any Glenmark U.S. business partner. Information is “material” if it is important to an investor when making an investment decision regarding the purchase or sale of securities, and the information could be positive or negative.

Examples of insider information include a company’s financial performance, clinical trial data, proposed strategic alliances, any government action (i.e., regulatory drug approvals, non-approvals or warning letters), change in strategic direction, bankruptcy, litigation or change in management.

The prohibition on insider trading is not limited to you. We are also prohibited from providing such insider information, either directly or indirectly, to anyone else so that they can profit from such trades.

The penalties for violating insider trading laws are serious and can effect both Glenmark U.S. and you personally.

Please contact Legal Affairs if you have any questions or if you are not certain about the rules regarding your purchase, sale or transfer of any securities of Glenmark U.S. or companies with which Glenmark U.S. has a relationship.

Scenario

I learned some information in a meeting with one of our suppliers that could affect some stock trades my brother-in-law is considering. Can I share what I know since it won’t benefit me personally?

No. The law not only prohibits you from buying or selling stock based on material inside information, it also prohibits you from tipping off your brother-in-law (or anyone else) in order for him to trade.

I was visiting my brother this weekend and saw a contract on his desk for an important business deal between his and another company. Can I trade stock in either of those companies since I don’t work for either?

No, doing so is misappropriating material, nonpublic information for personal gain and you risk government investigations, significant fines and potential criminal charges. As an employee with access to nonpublic information, you must take particular care around your friend and family who you know are active traders. What some see as interesting information about Glenmark U.S. could be a tempting source of quick profits for traders. Insider trading cases are filed every year against individuals whose profits (or avoided losses) were minimal and who are not involved in sharing stock tips in their day to day lives.

Find out more: Insider Trading Policy of the Global Policy Handbook

Records Management

Managing, storing, retaining and destroy Glenmark U.S. records is critical to operate our business and ensures that they are available when they are needed. It also assists us with complying with Applicable Law. Therefore, Glenmark U.S.’ documents must be maintained in accordance with our policies and procedures and the Records Retention Schedule developed by Glenmark U.S. Keep in mind that Records do not necessarily have to be written, but can be in any format (i.e., electronic) as long as the document was created while conducting business. Examples of media containing business records include paper documents (including handwritten notes), audio or video recordings, voicemails, texts, instant messages, and computer-based information such as email and computer files.

During litigation, anticipated litigation, regulatory action or a government investigation, Legal Affairs will ask that you hold onto and preserve certain records that may ordinarily be destroyed under the Records Retention Schedule. This is called a “legal hold” and it is extremely important that you comply with these instructions. It is Glenmark U.S.’ policy to preserve any records relevant to any litigation or government investigation involving Glenmark U.S. Never alter or discard any records if you receive a legal hold notice. If you become aware of a subpoena or pending or threatened legal or regulatory action, or if you believe that someone has improperly concealed, altered or destroyed a record, you should immediately report it to Legal Affairs. In addition, if you are not sure whether records under your control should be preserved, contact Legal Affairs for assistance.

Find out more: Company Resources and Record Keeping Policy of the Global Policy Handbook

Integrity of Books and Records

Glenmark U.S. maintains business controls to assist it with fraud prevention and to reduce and detect fraud. All of Glenmark U.S.’ clinical activities, books, records, financial statements and accounts, including but not limited to time records, invoices, expense reports, environmental and safety reports, contracts, payroll and benefits records, performance evaluations and other essential Glenmark U.S. information, must be complete, accurate and not misleading, maintained in detail and be managed in accordance with Applicable Law, Glenmark U.S.’ policies and its system of internal controls.

You must never create, or participate in the creation of, any records that are intended to mislead anyone or conceal any improper act or conduct. Be aware of the following guidelines:

- Be responsible, diligent and accurate when reporting your expenses
- Record all financial and business transactions in the proper account and during the proper accounting period
- Avoid entering into any transaction or arrangement that improperly accelerates, postpones or manipulates the accurate and timely recording of business revenue or expenses
- Cooperate with internal and external auditors at all times
- Never interfere with work being conducted by internal or external auditors
- Immediately report in accordance with the “*Reporting and Investigating*” section of this Handbook. any financial fraud, inaccuracies, concerns or any pressure that you may receive from management to inappropriately report financial results.

Find out more: Accuracy and Integrity of Book, Records and Accounts Policy of the Global Policy Handbook

Scenario

I am not sure of the accuracy of the financial report that I am supposed to sign. Should I still sign it?

Work with your manager to be sure that the report is accurate before you sign it. Do not submit it if you cannot confirm the accuracy of the data.

One of our consultants has requested that Glenmark U.S. pay her through a bank account which is located outside of the country where she resides and where the services are being performed. Can Glenmark U.S. pay her this way?

Probably not. Making payments to such “offshore accounts” could violate local banking regulations and tax laws. Please discuss with the Finance Department.

CONDUCT IN OUR COMMUNITY

Patient Access

Glenmark U.S. is committed to helping patients with access to affordable medicines that may improve their health. To that end, Glenmark.U.S. fairly prices its products so that they are affordable, therefore accessible, to patients.

Environmental Commitment

Glenmark U.S. is dedicated to protecting the environment in all its business activities and strives to continually improve its product development and manufacturing processes to reduce environmental impact. Our Environment Health and Safety (“EHS”) team is responsible for setting our standards and supporting Glenmark U.S. site EHS teams and businesses.

Glenmark U.S. requires that:

- All of our facilities and operations comply with Applicable environmental laws and best practices
- We take necessary remedial steps to address environmental deficiencies
- We educate and train you about working in a safe and environmentally friendly way;
- Support programs that further our commitment to protecting the environment
- We discuss issues, risk, performance goal and progress with EHS

**Find out more: [Global Environment Supplement Policy of the Global Policy Handbook](#)
[Environmental, Health and Safety Policy of the Global Policy Handbook](#)**

Animal Welfare

Glenmark U.S. is committed to protect the welfare of animals by conducting our animal research responsibly, humanely and ethically and consistent with Applicable Law and ethical standards.

We strive to conduct our early stage research without the use of animal testing and comply with Applicable Law when animal testing is required. For those clinical programs that require animal testing, Glenmark U.S. evaluates those animal studies to minimize the use of research animals and looks for alternatives when possible.

COMMITMENT TO ETHICAL BEHAVIOR AND COMPLIANCE

Compliance Program

Glenmark U.S. recognizes its responsibility to maintain a U.S. Compliance Program in order to ensure integrity and to support its Colleagues legal and ethical conduct. The compliance program is overseen by the Compliance Officer who is responsible for ensuring that you adhere to Glenmark U.S.' policies, identifying compliance gaps, training, auditing and monitoring the compliance program and investigating compliance issues.

Reporting and Investigating

Glenmark U.S. encourages you to report any ethical or compliance misconduct, suspected misconduct or concerns that you may have regarding behavior of an Colleague, contractor, consultant or even a vendor so that we can address and correct the concern or violation as soon as possible. With our open door policy, we encourage you to discuss these concerns with Legal Affairs, the Compliance Officer, HR or your supervisor if you are comfortable speaking with those individuals. Anyone who receives a report of a violation, potential violation or concern must immediately inform the Compliance Officer.

If you are not comfortable speaking directly with the individuals identified above and prefer to remain anonymous, you may make a report by phone or on line to our anonymous Ethics and Compliance Hotline ("Hotline"), which is available 24 hours a day, 365 days a year. Glenmark U.S. will make every effort to protect your identity unless Applicable Law does not allow us to do so. The Hotline is operated by a third party that will collect your information and concerns and then forwards the report to the Compliance Officer who will be responsible for investigating and taking appropriate action. While the Hotline is anonymous, it is sometimes helpful in conducting an investigation for you to provide your name. The Hotline will allow you to follow up, add to your original report and stay up to date on the status of the investigation using a reference number that is provided to you.

You must never discuss a compliance investigation in which you are involved with anyone other than those conducting the investigation, unless specifically permitted to do so by the Compliance Officer.

If you come across situations that pose ethical dilemmas while conducting business in other countries, please discuss those situations with the Compliance Officer to determine whether or not there may have been violations.

Find out more: Internal Reporting and Investigation Procedures Policy

No Retaliation

Glenmark U.S. prohibits retaliation of any kind as a result of a Colleague seeking advice or reporting, in good faith, a compliance or ethics concern. Know that Glenmark U.S. takes your concerns very seriously.

Examples of retaliation may include:

- Failure to receive a promotion
- Demotion
- Termination
- Harassment
- Benefits taken away

If you feel that you or a Colleague has been retaliated against regardless of the outcome of the investigation, you should contact the Compliance Officer right away or use the Hotline to make the report. Retaliatory behavior will not be tolerated and will be subject to discipline, up to and including termination of employment.

Scenario

Why must I report observed or suspected violations of the Handbook of Conduct or any other Glenmark U.S. policies?

In order to protect employees, patients, customer and vendors, we must all do our part to conduct business with integrity. Therefore, it is important to report violations or suspected violations so that Glenmark U.S. is made aware of such situations and can then address the issue.

If I report a concern through the Hotline, can I expect a response?

Yes. While confidential, the Hotline will acknowledge your report and allows you to interact with it (and visa versa) during the investigation process and, where possible and appropriate, provide an you with updates. However, because of confidentiality concerns, detailed information about matters will be shared only with those who need to know.

**Find out more: Prohibition Against Retaliation Section of the Glenmark U.S. Employee Handbook
Internal Reporting and Investigation Procedures Policy
Equal Employment, Anti-discrimination and Anti-Harassment Policy of the Global Policy Handbook**

Scenario

One of my co-workers is showing people pornographic pictures that he has on his computer. I want to tell HR, but am afraid that I will be fired since the person showing the material is at a more senior level than I am. What should I do?

Glenmark U.S. does not tolerate retaliatory behavior and you have identified a potential violation of the Handbook, which requires you to speak up. If you feel that you have been retaliated against for reporting the behavior, it is important to raise those concerns so that Glenmark U.S. can take appropriate steps to address the retaliation, including disciplinary actions against the person who engaged in the retaliatory actions. Glenmark U.S. will take action to protect you, including ongoing monitoring of the situation or other measures.

Asking for Help

This Handbook serves as a guide for you to identify unethical and noncompliant behavior, but it cannot address every situation that may arise in your day to day work. If you have questions or need help or clarifications understanding this Handbook or Glenmark U.S.' policies contact the Compliance Officer.

A good rule of thumb before you do anything, or if you are questioning whether some activity violated this Handbook, is to ask yourself the following questions:

- Could my actions reflect poorly on Glenmark U.S.' honesty and integrity?
- Does this feel like the wrong thing to do?
- Will I be violating Glenmark U.S.' policies and Applicable Law?
- Would explaining my actions (or the actions that you know about) make you uncomfortable?

Do not do it, or if the answer to any of these questions is "yes" report it in accordance with the "*Reporting and Investigating*" section of this Handbook or discuss the situation with the Compliance Officer.

Scenario

What should I do if my manager has instructed me to do something that I think is unethical?

If you are told to do something that you believe is unethical, you may express your concerns directly to your manager, or escalate up to his or her manager or any senior executive. You can also report the matter in accordance with the "*Reporting and Investigating*" section of this Handbook. Remember, communicate your concerns openly and honestly. If you are uncomfortable with the other method of reporting you can always anonymously contact the Hotline.

Discipline

Glenmark U.S. takes seriously violations of this Handbook, any Glenmark U.S. policy, procedure, Applicable Law or any retaliation. As a result, violation of the foregoing, in addition to a supervisor ignoring or failing to detect or correct violations, may result in discipline ranging from warnings and reprimand up to and including termination. All disciplinary decisions will be made in accordance with HR practices and policies to ensure consistency among disciplinary actions and in accordance with Applicable Law.

However, if upon investigation it is determined that a complaint was brought in bad faith, Glenmark U.S. will determine appropriate disciplinary action, up to and including termination of employment for that Colleague making a complaint in bad faith.

Find out more: Discipline Section of the Glenmark U.S. Employee Handbook

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Ethics and Compliance Hotline

<http://glenmarkpharma.ethicspoint.com/>

Dial toll-free, within the United States, Guam, Puerto Rico and Canada: (855) 409-0973