



Supplier Code of Conduct SkyCell AG

1. Introduction

SkyCell revolutionizes pharmaceutical supply chains with temperature-controlled hybrid containers, advanced software solutions, and IoT services that protect vital medicines while minimizing environmental impact. Our Swiss-engineered logistics solutions exceed international medical industry standards, ensuring the safe delivery of life-saving medicines worldwide. Headquartered in Switzerland, SkyCell is committed to sustainability, focusing on three pillars: climate, circularity, and cooperation.

Both the success and the good reputation of our company are based on the trust placed in SkyCell by the people involved in it, such as shareholders and employees, and those in business relations with it, such as customers and suppliers. We want to live up to this trust in every respect. This Supplier Code of Conduct is intended to preserve and further strengthen this trust.

Although this Supplier Code of Conduct cannot predict every situation individually, it is intended to provide guidance for conduct in accordance with SkyCell's values and principles. It is the personal responsibility of the respective responsible management as well as all suppliers to know, comply with and implement the following principles and values.

Vision

Lead the pharmaceutical supply chain by assisting pharma companies to achieve zero medicine loss and zero CO2 emissions.

To achieve this, SkyCell develops, produces, and maintains its hardware with a focus on reliability, top-tier protection against external factors, and highly automated processes. SkyCell also develops and maintains software tools to streamline operations, ensure global quality standards, and assess the industry's carbon footprint. Our services are crafted for simplicity, aiding customers in managing their global supply chains and advancing their carbon reduction efforts.

2. GENERAL

Suppliers comply with all applicable domestic and international laws, regulations, and industry standards, whichever requirements impose the highest standards. The acceptance and the granting of undue advantages is prohibited, as are unfair business practices or those frowned upon under competition law. Furthermore, conflicts of interest must be avoided. Confidential information must be treated as such and kept secret.

3. RULES OF CONDUCT

Integrity and legality

The following instructions for conduct cannot and should not be conclusive. They are intended as an orientation guide. In general, this code of conduct does not represent an overview of certain legal regulations and other standards that are of importance for the activities of the supplier. It is the supplier's task to inform themselves about the regulations and requirements applicable to their activities and to get to know them.

- Commercial practices that are frowned upon or unfair under competition law are prohibited. Market, price, or other agreements frowned upon by the applicable laws are prohibited, as are unfair competition practices.
- Then, in particular, both the giving and the acceptance of corrupt payments, or the granting or acceptance of other advantages which have the effect of influencing the recipient's decision-making or can be regarded as such, to existing or potential customers and/or decision-makers is prohibited.
- Suppliers respect the intellectual property of SkyCell. Suppliers take appropriate steps to safeguard, protect, and maintain confidential and proprietary information or trade secrets of agreements.
- Suppliers disclose to SkyCell any circumstance that appears to be a conflict of interest and disclose to SkyCell if any employee from SkyCell or one of their known relatives or friends may have an interest in the supplier's business.

Ethical behavior and harassment

The supplier commits to a working atmosphere free of discrimination, disparagement, and conflict, which is characterized by equal opportunities and mutual respect and corresponds to the values and principles of this Code of Conduct.

Suppliers endeavor to reduce prejudices of all kinds and to create a work environment where the skills and knowledge of employees are in the foreground. Employees are hired, developed and promoted based on their skills, achievements and potential and regardless of their gender, age, nationality, race, ethnicity, disabilities, marital status or sexual orientation.

Harassment

Suppliers provide a professional work environment, which is free of any discrimination or harassment. Suppliers condemn any form of harassment in the workplace. Harassment can occur because of a single incident or various acts or expressions whose purpose is to create a hostile, hurtful or intimidating work environment. Harassment can take many forms:

- Physical or verbal abuse
- Racist, ethnic, or sexual comments
- Unwanted sexual comments, advances, or harassment
- Sexual coercion as a condition of employment, promotion, or compensation decisions
- Working Conditions and Human Rights

Suppliers respect all human rights as recognized by the international community. They do not tolerate any of their violations within their companies, subsidiaries, suppliers or partners.

Child Labor

Child labor is not acceptable and SkyCell will not work with suppliers who use child labor in any of their operations. Suppliers must take responsibility to ensure that their subcontractors are not engaging in child labor and that young workers do not perform dangerous work or work under hazardous conditions. To ensure compliance, we expect all suppliers to provide, upon request, documentation outlining their strategies, policies or measures taken to prevent and identify the risk of child labor in their supply chains.

Forced Labor and Human Trafficking

SkyCell AG does not tolerate forced labor, including bonded labor, human trafficking, or any other forms of forced labor and will not work with suppliers, who use forced labor in any of their operations. Suppliers strive to take responsibility to ensure that subcontractors comply with this requirement.

Working Conditions

Suppliers provide adequate working facilities to their employees. The supplier ensures the health & safety of its workforce in compliance with all applicable laws, regulations and industry standards and provides personal protective equipment where necessary. Suppliers comply with all applicable laws, regulations and industry standards concerning benefits, wages, working conditions, compensation and working hours.

Environment

Suppliers acknowledge that environmental stewardship is an integral part of today's business activities. They thus strive to continuously enhance their environmental performance and apply the precautionary principle to avoid stress and harm to the environment.

Environmental Standards

Suppliers comply with all applicable environmental laws, regulations and industry standards. They implement policies and actions to identify, prevent and reduce the relevant environmental impacts of their activities.

Greenhouse Gases

Suppliers mitigate climate change by striving to reduce their greenhouse gas emissions.

Waste

Suppliers optimize the disposal of solid waste and wastewater and recycle as many waste products as possible.

Resources

Suppliers optimize their resource consumption, including raw materials, water and energy.

Conflict Minerals

Our commitment extends to responsible sourcing practices. We pledge not to procure goods for our products that incorporate materials like tin, tantalum, tungsten, or gold originating from conflict areas. To ensure compliance, we expect all suppliers in the related industry to provide, upon request, documentation outlining their strategies, policies or measures taken to prevent the use of conflict minerals in their supply chains.

IT and Data Protection

Third-party confidential information must be securely stored, protected, and deleted when no longer needed for Sky Cell's operations. Third-party confidential information includes, but is not limited to personal identification, information of employees, clients, and customers, as well as third party intellectual properties and suppliers trade secrets.

4. SENSE OF RESPONSIBILITY

Suppliers always act in accordance with this Code of Conduct. This requires that their employees be familiar with the Code of Conduct and that they continuously orient themselves to it.

5. REPORTING VIOLATIONS

The respective management of the supplier must report violations of this Code of Conduct and provide a CAPA plan to SkyCell's point of contact. Employees of suppliers who have witnessed violations of the Code of Conduct, are affected by violations, were made aware of such violations, or have concerns that this Code of Conduct might be violated, must report as soon as possible to SkyCell's point of contact or Compliance Officer (CO). They can either use their usual communication channels or contact the CO by email (compliance@skycell.ch), or use SkyCell's Speak-Up Hotline (skycell.integrityline.com) where an anonymous report is possible. Employees who report violations of this Code of Conduct in good faith shall not face any retaliation for reporting violations and their identity shall stay anonymous. However, it may be essential for the successful handling of the report to identify oneself and those involved.

6. CORRECTIVE MEASURES

Reports of possible and actual infringements are investigated promptly and thoroughly by SkyCell. The suppliers are requested to support the investigations to the best of their knowledge and belief. If the investigations reveal that a violation of the Code of Conduct has indeed occurred, appropriate measures will be reviewed and imposed on the supplier. These may range from letters of reprimand to termination of the business relationship. If necessary, legal action will be taken against the offender.

7. ENFORCEMENT

The respective management of the supplier is responsible for communicating and monitoring compliance with the Code of Conduct. It knows it in detail and ensures that the Code of

Conduct is known to all employees, that they are informed of any changes and that the Code of Conduct is observed.

8. REPORTING AND KEY PERFORMANCE INDICATORS

The goal of SkyCell is to have zero violations of this Supplier Code of Conduct throughout its entire supply chain and all its suppliers. The Compliance Officer (CO) will report once a year the number of violations and the actions taken.

Any violation will result in appropriate measures to be taken by the Compliance Officer in collaboration with the Supplier Manager.

9. CONCLUDING REMARKS

Suppliers and their employees may not suffer any disadvantages from compliance with this Code of Conduct, especially since compliance with the Code of Conduct is mandatory for suppliers. SkyCell is committed to ensuring that no retaliatory measures are taken against suppliers and their employees who comply with this Code of Conduct.

In the event of any confusion, uncertainty, or questions in connection with the Code of Conduct, SkyCell's point of contact, or the Compliance Officer will offer assistance and further information to ensure that the suppliers concerned are able to comply with this Code of Conduct.

Suppliers ensure that their employees, subcontractors, suppliers, and sub-suppliers with whom they work in delivering goods and services to SkyCell are aware of and comply with the regulations outlined in this Code of Conduct.

SkyCell or a third party appointed by SkyCell may conduct periodic audits on suppliers' facilities to assess compliance with this Code of Conduct.

Changes in legal regulations and guidelines as well as changes in the business environment are frequent. SkyCell AG, therefore, reserves the right to adopt this Code of Conduct at any time.