

TFS Supplier Code of Conduct

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Purpose and Scope

The purpose of this Code is to outline the standards expected of all TFS service providers (as defined on [page 4](#)), including their affiliates, subsidiaries, and authorized subcontractors (hereinafter vendors and suppliers). As their activities can impact TFS's reputation and relationship of trust with clients, clinical trial participants, patients and employees, we expect our vendors/suppliers to conduct their business ethically, responsibly and in alignment with TFS's values and internationally recognized principles, including the Ten Principles of the United Nations Global Compact (UNGC), the UN Guiding Principles on Business and Human Rights (UNGPs), the OECD Guidelines for Multinational Enterprises, and relevant International Labour Organization (ILO) Conventions. Compliance with this Code is a condition of doing business with TFS and may be incorporated by reference into contractual agreements.



Policy Statement

TFS upholds the highest ethical, medical and scientific standards. We are committed to ethical and lawful behavior, maintaining high standards of integrity and complying with all applicable laws and regulations globally. We expect our vendors/suppliers to do the same and align with the principles outlined in this Code. Vendor/suppliers must also have their own Code of Conduct and have procedures in place to detect, prevent and report misconduct or fraud.

Definitions

Vendors

An external service or goods provider with whom TFS **has a formal contract** before services are issued and is subject to the vendor qualification process. Does not include clinical sites, study investigators or regulatory authorities.

Suppliers

A provider of goods or services with whom TFS **has no formal contract** or ongoing commitment, operating on a pay-as-you-go basis, invoicing or direct payment.



Ethical Business Practices and Governance

Business integrity and accountability

Vendors/suppliers must conduct their operations with honesty and integrity, complying with applicable laws, regulations and contractual obligations. Misconduct, including non-compliance with this Code, may result in corrective actions, termination of the contractual relationship, exclusion from future business opportunities and/or legal action. TFS reserves the right to take appropriate measures in accordance with applicable laws and contractual obligations.

Anti-Corruption and Bribery

TFS has zero tolerance for corruption. Vendors/suppliers must comply with TFS's Anti-Bribery and Anti-Corruption (ABAC) requirements, as set out in TFS's policy (a copy of which shall be provided to each vendor/supplier as part of the contract or via a link). Vendors/suppliers may not:

- Offer, promise or give anything of value to TFS employees, clients, or any third party to gain an improper advantage.
- Accept or request anything of value which they know or suspect is being offered to obtain an improper advantage.
- Participate in any illegal inducements in business or government relationships.

Conflict of interest

Vendors/suppliers shall avoid situations where personal, financial or other interests could improperly influence or appear to influence business decisions or relationships with TFS.

Vendors/suppliers must promptly disclose any actual or potential conflicts of interest that may arise in connection with their engagement with TFS, including situations involving employees, management, or close personal or business relationships. Where a conflict of interest cannot be avoided, appropriate measures must be taken to mitigate or manage the conflict in a transparent manner and information must be provided to TFS upon request (as applicable).

Fair competition

Vendors/suppliers must comply with antitrust and competition laws, and conduct marketing/sales/business activities truthfully and transparently.

Vendors/suppliers must not engage in price-fixing, bid-rigging, market allocation or any other anti-competitive practices, nor exchange commercially sensitive information with competitors in violation of applicable laws.

Conflict areas and export control

Vendors/suppliers must comply with all applicable international sanctions and export control regulations and must ensure that their activities do not directly or indirectly contribute to armed conflict, extremism, money laundering, illegal trafficking, or other prohibited activities (including facilitation payments and improper gifts or hospitality).

Data protection and confidentiality

Vendors/suppliers must abide by all signed Confidentiality Disclosure Agreements during and after the term of their engagement, which protect the proprietary information of TFS and our clients.

Vendors/suppliers shall safeguard and make only proper use of confidential information to ensure that the confidentiality and privacy of TFS, its workforce, clients and patients/clinical trial participants are protected.

Where vendors/suppliers process personal data on behalf of TFS or our clients (as a data processor or service provider, as applicable), then they must contractually commit to apply privacy and information security safeguards—ensuring compliance with data protection laws such as the General Data Protection Regulation (GDPR) in Europe, the Health Insurance Portability and Accountability Act (HIPAA) in the United States or other applicable data protection laws and sign an appropriate Data Processing Agreement.

Vendors/suppliers must promptly notify TFS of any actual or suspected personal data breach in accordance with applicable law and contractual requirements (as applicable).

Whistleblowing and grievance mechanisms

Vendors/suppliers must:

- Establish internal reporting mechanisms that enable employees and relevant external stakeholders to raise concerns in good faith regarding misconduct or violations confidentially and, where possible, anonymously, without fear of retaliation.
- Ensure that concerns are assessed, investigated where appropriate, and addressed in a timely and proportionate manner.
- Take appropriate corrective actions where violations are identified.

Any suspected violation involving TFS must be reported to: <https://report.whistleb.com/en/tfs> or, if a reporter is unable to access, email tfs.legal@tfscro.com (**Note:** this option is non-anonymous but is treated confidentially).

No retaliation is permitted against any individual who raises a concern in good faith, even if the concern is ultimately not substantiated.

Vendors/suppliers are expected to cooperate fully with any investigation conducted by or on behalf of TFS.



Social Responsibility

Labor rights and fair working conditions

Vendors/suppliers must uphold workers' rights in accordance with local laws and international standards, including the ILO Conventions. This includes fair treatment, non-discrimination, legal wages, appropriate working hours and mandated benefits.

Vendors/suppliers must clearly communicate all aspects of compensation, including overtime pay, to workers in a timely and transparent manner.

Vendors/suppliers are required to pay wages that meet or exceed applicable legal minimums and, where feasible, work toward providing a living wage in line with international standards. Overtime should be voluntary, compensated in accordance with applicable legal requirements, and workers should receive at least one day of rest in every seven-day period, unless otherwise permitted by law.

Human rights and due diligence

Vendors/suppliers must comply with all applicable human rights laws and conduct due diligence to proactively identify, prevent and mitigate human rights risks. This includes acting in accordance with the UN Universal Declaration of Human Rights, the UK Modern Slavery Act, the UNGPs, the UNGC, and the OECD Guidelines.

Vendors/suppliers are expected to take appropriate action to address any adverse impacts they cause, contribute to, or are directly linked to through their operations, products or services and to provide or cooperate in remediation where applicable.

Vendors/suppliers shall respect land rights and ensure that their operations do not cause unlawful land-use impacts, forced displacement, or violations of the rights of local or indigenous communities, including those affected by transitions in energy, infrastructure or resource use, in accordance with applicable law.



Fair treatment and non-discrimination

Vendors/suppliers must ensure a workplace free from discrimination, harassment, abuse or harsh or inhumane treatment. All workers shall be treated with dignity and respect. Vendors/suppliers must ensure that disciplinary practices are fair, proportionate and never involve any form of physical, psychological, or financial coercion and wage deductions may not be used as a disciplinary measure and should be clearly communicated in advance, in accordance with applicable law.

Child labor and forced labor

TFS maintains a zero-tolerance policy toward child labor, slavery, forced labor, and human trafficking. Vendors/suppliers must not engage in or support any form of forced, bonded, or involuntary labor and shall not employ individuals under the age of 15 or below the legal minimum working age (whichever is higher), in accordance with applicable child labor and employment laws.

Freedom of association

Vendors/suppliers must respect workers' right to freely associate, form or join trade unions, engage in collective bargaining and participate in worker councils without fear of reprisal or intimidation, in accordance with applicable law.

Health and safety

Vendors/suppliers must provide a safe and healthy work environment, proactively identifying and mitigating chemical, biological and physical hazards. They must have systems in place for emergency response, monitor safety risks in the workplace, and ensure the protection of both employees and on-site visitors.

Inclusive sourcing and supplier diversity

Vendors/suppliers are encouraged to engage socially and economically diverse businesses through inclusive sourcing practices that promote equal opportunity and access across their supply chains.

Animal welfare

Where applicable, vendors/suppliers must treat animals humanely, minimizing stress and pain. Using scientifically valid alternatives in compliance with local and international standards where permitted (e.g., EU Directive 2010/63/EU, Three Rs principle: Replacement, Reduction, Refinement).



Environmental Responsibility

Vendors/suppliers must comply with all applicable environmental regulations and operate in an environmentally responsible and resource-efficient manner.



Resource efficiency and waste management

Vendors/suppliers shall minimize their environmental footprint by conserving natural resources and ensuring efficient use of energy, waste and materials. They shall avoid the use of hazardous materials where possible and implement systems for the safe handling, storage and disposal of waste, air emissions, and wastewater in accordance with applicable laws. They shall prioritize reducing, reusing and recycling. Where applicable, vendors/suppliers must ensure responsible management of chemicals and hazardous materials, including maintaining safety data sheets and complying with applicable regulations such as REACH, and must implement procedures for the safe handling, storage, and disposal of hazardous waste.



Energy and emissions

Vendors/suppliers are encouraged to reduce greenhouse gas (GHG) emissions, adopt energy-efficient technologies and transition to renewable energy sources in alignment with international climate agreements such as the Paris Agreement. Where relevant and proportionate to vendor's/suppliers' size and impact, they are also expected to measure and disclose their Scope 1–3 GHG emissions and progress toward reduction targets aligned with a 1.5°C pathway.



Sustainable materials

Vendors/suppliers shall prioritize the use of environmentally friendly and responsibly sourced materials to reduce lifecycle environmental impacts. Where applicable, particularly in supply chains involving electronics, equipment or laboratory materials, vendors/suppliers are expected to conduct due diligence on minerals (including tin, tantalum, tungsten, gold and cobalt) in alignment with the OECD Due Diligence Guidance.

Supply Chain Due Diligence

Risk-based due diligence

TFS applies a risk-based approach to supply chain due diligence. Vendors/suppliers may be prioritized for enhanced engagement, assessment, or follow-up based on factors such as the nature of the services or products provided, geographic location, and potential environmental, social or ethical risks. Vendors/suppliers are expected to cooperate with proportionate due diligence measures and provide relevant information to support risk assessments and continuous improvement across the supply chain.

Sustainable sourcing and traceability

Vendors/suppliers shall:

- Ensure their own affiliates, subsidiaries, suppliers and authorized subcontractors adhere to high environmental, labor and ethical standards.
- Avoid sourcing from suppliers involved in deforestation, conflict minerals, or human rights violations.
- Maintain transparency in sourcing practices and traceability of key materials and inputs.



Monitoring and Improvement

Management systems

Vendors/suppliers shall adopt appropriate management systems to ensure continuous improvement and compliance with the principles of this Code. It is, therefore, essential that vendors/suppliers shall:

- Identify and comply with applicable laws, regulations, standards and relevant client requirements.
- Implement mechanisms to determine and manage risks across all areas addressed in this Code.
- Keep documentation that demonstrates conformity with this Code and applicable laws and regulations.
- Train employees on this Code and their internal policies to ensure awareness of all relevant principles, standards and regulations.
- Allocate appropriate resources to ensure compliance with this Code and their own internal policies.

Compliance monitoring and verification

Vendors are aligned with this Code as part of TFS's vendor qualification process and, where applicable, as a contractual requirement. Vendors are responsible for flow-down to sub-suppliers and for having appropriate procedures in place to support compliance. TFS reserves the right, where feasible and appropriate, to conduct follow-up activities such as document reviews or discussions, with reasonable notice.

Corrective actions and continuous improvement

Where deficiencies or non-compliance are identified, TFS may request that the vendor develop and implement corrective action plans within a mutually agreed timeframe. TFS may monitor progress and verify implementation through follow-up assessments or other appropriate measures.

Collaboration and data transparency

TFS encourages vendors/suppliers to:

- Track and report sustainability data aligned with internationally recognized standards (e.g., GHG emissions [Scopes 1-3, where applicable], energy use, labor data [health, safety, and diversity, workforce composition, equity and inclusion metrics]).
- Collaborate with TFS on innovative solutions to reduce social and environmental impacts and advance shared sustainability goals (learn more about TFS's sustainability efforts: <https://tfscro.com/social-responsibility-and-sustainability/>).

Note: Any data shared with TFS must be handled in accordance with applicable data protection and confidentiality requirements.

Resources

The following resources provide further context on the international standards and regulations referenced in this Code (click below to learn more):

- [The United Nations Global Compact \(10 Principles\)](#)
- [The UN Guiding Principles on Business and Human Rights \(UNGPs\)](#)
- [OECD Guidelines for Multinational Enterprises](#)
- [UN Universal Declaration of Human rights](#)
- [UK Modern Slavery Act](#)
- [International Labour Organization \(ILO\) Conventions](#)
- [EU Corporate Sustainability Reporting Directive \(CSRD\) and relevant European Sustainability Reporting Standards \(ESRS\)](#)
- [Global Reporting Initiative \(GRI\) Standards 2021](#)
- [General Data Protection Regulation \(GDPR\)](#)
- [Health Insurance Portability and Accountability Act of 1996 \(HIPAA\)](#)
- [Paris Agreement 2015](#)
- [REACH Regulation](#)



For more information, please visit tfscro.com or contact us at info@tfscro.com.