



Bioventus Global Policy Vendor Management

All Bioventus employees, who engage in any activities covered by this Policy are responsible for ensuring that such activities comply with all related procedural requirements, as well as with country, local laws and regulations.

Any employee violating this Policy will be subject to disciplinary action, up to and including termination of employment.

If this Policy does not address a particular question you have about a proposed business interaction or activity, do not assume that the interaction or activity is permitted. You must consult with your manager or Compliance if you are unsure about whether a proposed course of action will comply with any of Bioventus' standards or applicable laws and regulations.

I. Purpose

This Vendor Management Policy supports the Company Code of Conduct and Business Principles. It provides requirements to assess and manage Vendors (companies or individuals) which provide products or services to the Company, including Vendors, which sell Bioventus products. This policy should be considered in conjunction with other Company business requirements to ensure that all risks associated with a Vendor are adequately addressed

II. Scope

This policy applies to all employees managing Vendors. Company management is responsible for implementing this policy for their employees and, as needed, contract/temporary labor within their business.

This policy represents the minimum standard. A local business within a country or region may have additional requirements. Where local law is stricter or conflicts with these policies, local law takes priority.

III. Guiding Principles

Bioventus employees, and those who work on our behalf, are expected to conduct business in a manner consistent with the following principles:

- **We conduct** business the right way.
- **We protect and enhance** Bioventus' reputation in everything we do.
- **We strive** for transparency in all relationships, financial or otherwise and work to ensure compliance with laws, regulations or industry codes.
- **We earn** the trust of stakeholders through transparency.
- **We speak up** and report any actual or suspected violations of the law or Bioventus policies.



Requirements

- I. Meals, Gifts, Entertainment
- II. Vendor Classification
- III. Risk Assessment Tool
- IV. Contracting
- V. Screening

Underlined text denotes a defined glossary term. Definitions can be found in the Appendix.

Bioventus is committed to ensuring Vendor relationships are free from potential conflicts of interest. The requirements outlined apply to all Vendors except where noted.

I. Meals, Gifts & Entertainment

1. Vendor Managers who work with any Vendor must ensure interactions are free from potential conflicts of interest, which could jeopardize their ability to make decisions or take actions in the best interests of the Company. Employees must not accept business hospitality or gifts under circumstances that would induce improper conduct or that could create the appearance of impropriety. Bona fide (good faith) hospitality or gifts may be acceptable when they are modest, nominal value, in line with applicable Company policies, laws and industry codes, and for a legitimate business purpose.
2. Employees may not solicit gifts or hospitality from a Vendor.
3. Employees may accept unsolicited gifts and hospitality from Vendors only when it is occasional, modest, of nominal value and appropriate for a business relationship and held at an appropriate venue.
4. The same principles apply in the case of gifts or hospitality from an employee to a Vendor. Employees should not offer or provide gifts or hospitality to a Vendor in breach of the above standards.

II. Vendor Classification

1. All relevant requirements in this policy must be carried out prior to engaging in any business with a new Vendor.
2. Completion and approval of a new Vendor Setup Form.
3. Includes classification of the Vendor to assess the compliance risks. These risks include, but are not limited to, bribery and corruption. All Vendors with which the Company does business shall be categorized into at least one of the categories described in Table 1 below.

Table 1: Vendor Categories

Type A	Type B	Type C	Type D
- Risk Assessment is required prior to set-up. Located on Bionet/Procurement - Contract required	- Risk Assessment is required prior to set-up. Located on Bionet/Procurement - Contract required	Stop! See Professional Affairs	Any Vendor which is not described in category A, B, or C
Vendor Sellers	HCP Vendors	Organizations whose principals or close relatives thereof are known to be healthcare professionals, government officials or candidates for government office (HCP, HCO)	Vendors that are considered to present a very low compliance risk based on their limited interactions with or relationship to HCPs or government officials.
Wholesalers Specialty Pharmacy Specialty Distributors Distributors Sales Agents	Contract Research Organizations (CROs) Certain Consultants including: Market Research firms; product registration agents; lobbyists; customs agents; travel agents and meeting planners supporting HCP product training and sponsorships	Some consultants, clinical study sites	Ex. Direct or inventory vendors, advertising, airlines, car rental, banks/credit card, catering, consultants, hotels, IT equipment/software/service, telecom, office supplies & services, postal/courier services (incl. air freight), providers of manufacturing equipment (supply & repair), technical experts, utilities

- Healthcare providers (HCPs) and Government Officials who may offer services to us are covered under other separate HCP policies.
- It is the responsibility of the Vendor Manager to (i) ensure that a Vendor is assigned to the most appropriate category, (ii) ensure that any actions required by this procedure are completed, and (iii) review this categorization in light of any change in status of a Vendor and implement any additional risk control actions resulting from the change.
- All factors associated with a particular Vendor must be considered when assigning a category. Always apply the most stringent controls when assigning a category.
- Procurement or the Compliance Department may change the classification of a Vendor if new information is obtained, or if significant questions are raised about the activities of that Vendor.

III. Risk Assessment Tool

- The Vendor Manager engaging the Category A or B Vendor must complete a risk assessment using the Risk Assessment Tool located on Bionet. The Vendor Manager is responsible for completing and verifying the accuracy of the risk assessment and all required signatures.
 - Low (Green) Score: No additional diligence effort is required if the Vendor receives a Low (green) score. The Vendor Manager can move to the Contracting/Purchase Order step (see Section IV below).
 - Medium (Yellow) Score: Vendors who receive a Medium (yellow) score must see Compliance for further assessment. If Compliance determines if an extensive due diligence is not required, the Vendor Manager can move to the Contracting/Purchase Order step (see Section IV below).
 - High (Red) Score: Vendors who receive a High (red) score must see Compliance for due diligence. Compliance will determine the type of due diligence required. The Vendor may provide no services until due diligence has been completed and is deemed acceptable by Compliance (in collaboration

with the Legal Department and the Company management as appropriate), and appropriate contracts have been executed in accordance with Section IV.

IV. Contracting

These requirements apply to Category A and B Vendors.

1. All Category A and B Vendors must be party to a written contract with the Company.
2. Contracts signed with Vendors must include legally approved clauses which ensure the Vendor has agreed to be bound to essential compliance obligations, which include, but are not limited to;
 - A commitment to the Company's anti-bribery and anti-corruption policies.
 - A commitment to the Company's training standards including Code of Conduct and Business Principles.
3. Where the Vendor employs sub-contractors to carry out services for our Company, contracts must include language requiring the Vendor to ensure appropriate risk based compliance controls of their sub-contractors. At a minimum these must include a requirement for sub-contractors to comply with applicable law and prohibitions on improper payments.

V. Screening Vendors

These requirements apply to Category A, B, C and D Vendors.

1. If based in the USA, Vendors must be screened against government exclusion lists consistent with the Bioventus Exclusions Policy. Bioventus will not engage or continue to engage with any Vendor included on these excluded lists.
2. As part of new Vendor creation, all new Vendor requests will take into account data privacy (Privacy by design). The screening includes questions about how a potential vendor may capture, be exposed to, or use personal information of employees, patients or customers. The questions prompt the Vendor Manager to critically consider if the planned engagement with the Vendor includes the access to, transfer, storage, collection or providing of personal information (e.g. software platform that will collect physician email addresses).



Glossary

Vendor Seller: Any Vendor that is engaged or used by Bioventus to market, sell, distribute, deliver or otherwise promote the Company's products or services to end-users. The term does not include common delivery services (freight forwarders, couriers, etc.).

Vendor: Any individual, corporation, partnership or organization that is not part of Bioventus, which Bioventus engages to provide a product or service to the Company.

HCP Vendors: Vendors that interact with HCP's or Government Officials in order to fulfil their contractual obligations to Bioventus (excludes Vendor Sellers).

Vendor Manager: The Bioventus employee with responsibility for procuring and managing the services of a particular Vendor.

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