

Bayer Norway AS and Bayer AS Transparency Act Report 2025

Introduction

Bayer is committed to respecting fundamental human rights and decent working conditions across its own operations and business relationships. This report describes Bayer's global human rights due diligence framework and how relevant Group-wide standards, policies and management systems are applied by Bayer Norway AS and Bayer AS during the financial year 1 January to 31 December 2025.

The report combines Group-wide information with Norway-specific disclosures. The Group-wide sections describe Bayer's approach to human rights, responsible procurement, governance, policies, risk assessment, grievance mechanisms and stakeholder engagement. The annex forms part of the report and sets out the local application for Bayer Norway AS and Bayer AS, including entity information, supply chain profile, local risk assessment, actions taken and future priorities.

Executive compliance statement

This report has been prepared as the annual account of due diligence for Bayer Norway AS and Bayer AS pursuant to the Norwegian Transparency Act for the reporting period 1 January to 31 December 2025. It describes how the Norwegian entities identify, assess, prevent, mitigate and follow up actual and potential adverse impacts on fundamental human rights and decent working conditions.

The due diligence approach is risk-based and aligned with the OECD Guidelines for Multinational Enterprises. Based on the work performed, available information and scope of the 2025 assessment, no severe actual adverse impacts were identified in Bayer Norway AS's or Bayer AS's own operations in Norway.

Potential significant risks remain primarily linked to upstream value chains, subcontracting, logistics and labour-intensive service categories. Bayer Norway AS and Bayer AS will continue to monitor these areas and strengthen local documentation and follow-up in 2026.

About Bayer

Bayer is a global life science company headquartered in Leverkusen, Germany, with core competencies in healthcare and nutrition. The Group's mission is "Health for all, Hunger for none." Bayer operates through three divisions: Pharmaceuticals, Consumer Health and Crop Science. The Group develops and markets products that help prevent, alleviate and treat diseases, support self-care and contribute to sustainable agriculture and food security.

In 2025, the Bayer Group reported sales of €45.6 billion and employed approximately 88,078 people calculated as full-time equivalents. Sustainability is integrated into Bayer's business strategy and governance, including responsible procurement, respect for human rights and ethical business conduct.

Our supply chain

Bayer's global supply chain is extensive and includes suppliers of direct materials such as active ingredients, raw materials, intermediates, finished products, seeds and packaging, as well as indirect materials and services for research and development, marketing, distribution, administration, technical operations and professional services. In 2025, Bayer worked with more than 91,000 suppliers globally and procured goods and services worth approximately €19.6 billion.

Bayer applies a risk-based approach to supplier management. Suppliers are expected to comply with the Bayer Supplier Code of Conduct, which sets out minimum expectations relating to human rights, labour standards, health and safety, environmental protection, ethics, governance and management systems. Supplier sustainability risk is assessed through screening, contractual requirements, supplier assessments, EcoVadis ratings, audits and corrective action plans where relevant.

The Group-wide supply chain framework is the basis for supplier management across Bayer companies, including Bayer Norway AS and Bayer AS. Local supplier exposure and Norway-specific supply chain characteristics are described separately in the annex to avoid duplicating local details in the global framework section.

Human rights

Bayer is committed to respecting and fostering human rights within its own business activities and business relationships. Bayer's human rights due diligence is based on the UN Guiding Principles on Business and Human Rights, the OECD Guidelines for

Multinational Enterprises, the UN Global Compact and internationally recognized human rights and labour standards.

For the purposes of this report, human rights include fundamental human rights and decent working conditions as defined by the Norwegian Transparency Act, including protection against forced labour, child labour, human trafficking, discrimination, harassment, unsafe working conditions, restrictions on freedom of association and lack of fair and decent working conditions.

Risk areas in Bayer's operations and supply chain

Our operations

Bayer's own operations are governed by Group-wide policies, processes and management systems covering human rights, compliance, occupational health and safety, fair treatment, non-discrimination, privacy, product stewardship and responsible business conduct. Product stewardship is relevant because Bayer's products may affect patients, consumers, farmers, operators, healthcare professionals, workers, communities and the environment throughout the product life cycle. These standards apply to Bayer employees worldwide and are implemented through Group Regulations, training, communication, management oversight, monitoring and internal controls.

The Group-wide framework is designed to identify, prevent, mitigate and, where relevant, remediate adverse impacts on fundamental human rights and decent working conditions across Bayer's own operations. Norway-specific operational risk areas and conclusions are presented in the annex.

External supply chain

Bayer's external supply chain may include higher inherent human rights and decent working condition risks in areas such as raw materials, manufacturing, logistics, temporary labour, cleaning and facility services, agricultural production, seed supply chains, clinical trial services and sourcing from regions with weaker labour protections. Bayer addresses these risks through supplier onboarding requirements, contractual clauses, supplier screening, sustainability ratings, audits, corrective action plans and supplier development measures.

Bayer's global procurement framework uses a risk-based approach. In 2025, Bayer continued to screen and assess suppliers through EcoVadis assessments, supplier sustainability audits and AI-supported screening of publicly available sustainability information. Where shortcomings are identified, Bayer's preferred approach is to work with

the supplier on corrective actions within a defined timeframe, unless the severity of the issue requires stronger action, including suspension or termination of the relationship.

Actions taken to assess and address risks related to human rights and decent working conditions

Governance and risk management

Human rights governance is anchored at Bayer Group level. The Chairman of the Board of Management acts as Chief Sustainability Officer and is supported by the Public Affairs, Sustainability & Safety function. Bayer also has a Human Rights Officer who oversees human rights risk management and informs the Board of Management on relevant developments. The external Sustainability Council provides independent advice on sustainability and human rights matters.

Bayer's due diligence framework follows the OECD due diligence steps: embedding responsible business conduct in policies and management systems; identifying and assessing actual and potential adverse impacts; taking action to cease, prevent or mitigate impacts; tracking effectiveness; communicating how impacts are addressed; and providing or cooperating in remediation where appropriate.

Policies

Bayer's policy framework includes the Code of Conduct, Human Rights Policy, Supplier Code of Conduct, Health, Safety and Environment requirements, Product Stewardship requirements, data privacy rules, compliance procedures and grievance mechanisms. These policies and standards apply globally across Bayer and, where relevant, to suppliers and business partners. They are supported by training, communication, risk management processes, audits and internal controls and provide the common baseline for all Bayer companies, including Bayer Norway AS and Bayer AS.

Code of Conduct

Bayer's Code of Conduct is the common integrity framework for employees worldwide. It describes the principles that guide Bayer's business activities and defines how employees work with colleagues and external partners. The Code of Conduct covers integrity in business conduct, fair competition, anti-corruption, conflicts of interest, privacy, data protection, product responsibility, health and safety, human rights, fairness and respect at work, non-discrimination and protection against retaliation.

Human Rights Policy

Bayer's Human Rights Policy defines the company's global commitment to respect and foster human rights in its own business activities and business relationships. It applies to all Bayer employees worldwide and extends to engagement along the value chain, including suppliers, business partners, customers, consumers and local communities. The policy includes commitments relating to fair and equal treatment, freedom from discrimination and harassment, freedom of association, decent working conditions, protection against child labour and forced labour, and responsible management of human rights risks.

Supplier Code of Conduct

The Bayer Supplier Code of Conduct sets out the global minimum social, environmental and ethical expectations for suppliers and subcontractors. It covers labour and human rights, prohibition of child labour and forced labour, fair working conditions, occupational health and safety, environmental protection, business ethics, anti-corruption, quality and management systems. Bayer expects suppliers to apply comparable standards within their own supply chains and integrates the Supplier Code of Conduct into supplier selection, evaluation and contractual processes.

Additional policies

Additional relevant policies and requirements include Bayer's Health, Safety and Environment framework, Product Stewardship requirements, compliance management procedures, anti-corruption rules, privacy and data protection requirements, procurement standards and sustainability-related supplier management processes. Together, these policies support the prevention and mitigation of adverse impacts on people and the environment.

Product stewardship

Product stewardship is relevant because Bayer's responsibility for human rights, decent working conditions, health, safety and environmental protection extends to responsible product management throughout the product life cycle.

Bayer's framework supports compliance with legal and regulatory requirements and aims to minimize risks to patients, users, operators, consumers, workers, communities, animals and the environment. In the healthcare and agricultural businesses, this includes benefit-risk management, product safety monitoring, regulatory compliance, safe use, training and disposal practices.

Contract clauses

Bayer includes sustainability and compliance expectations in supplier relationships through contractual requirements, including adherence to the Supplier Code of Conduct where applicable. Suppliers may be required to confirm compliance with Bayer's standards and to cooperate with assessments, audits, corrective action plans and remediation measures. Where serious or repeated non-compliance is identified and not adequately addressed, Bayer may take further action, including suspension or termination of the business relationship.

Supplier management and audits

Bayer manages supplier risk through a risk-based supplier management process. Relevant suppliers may be subject to sustainability screening, onboarding checks, contractual commitments, EcoVadis assessments, supplier sustainability audits and corrective action follow-up. Bayer's 2025 global supplier due diligence activities included EcoVadis assessments, supplier sustainability audits and AI-supported screening using publicly available sustainability information.

The supplier management and audit framework is applied at Group level and supports all Bayer companies in identifying and addressing supplier-related human rights and sustainability risks. Norway-specific supplier exposure and local risk conclusions are described in the annex.

Raising concerns

Bayer maintains global grievance mechanisms that allow employees, suppliers and external stakeholders to report concerns confidentially and, where legally permitted, anonymously. Reports may be submitted through Bayer's Speak Up channels, including digital and telephone reporting options, as well as by email. All reports are processed through a standardized investigation process. Where violations are confirmed, Bayer may apply disciplinary or remedial measures, including warnings, termination of employment or business relationships and legal action where appropriate.

The same reporting channels support the Norwegian entities' ability to identify and address potential concerns related to own operations or business relationships. Employees and external stakeholders are encouraged to raise concerns early so that Bayer can assess the matter, take appropriate action and, where relevant, cooperate in remediation.

In 2025, Bayer's compliance organization received 1,242 reports across all intake channels globally. Following internal evaluation, 929 suspected compliance violations were recorded and processed. Local Norway-specific conclusions regarding known confirmed cases in own operations are included in the annex.

External engagement

Bayer engages with stakeholders including employees, suppliers, customers, patients, farmers, healthcare professionals, investors, regulators, industry associations, civil society organizations and local communities. Stakeholder dialogue supports Bayer's understanding of human rights, sustainability and supply chain risks and informs the continuous improvement of policies, processes and reporting. Bayer also participates in external initiatives and industry collaborations related to responsible procurement, sustainability, human rights, climate, healthcare access and agricultural resilience.

Annex: Norwegian Transparency Act and local application

Local due diligence approach

This annex provides the Norway-specific application of the due diligence framework described in the Group-wide sections of this report. It should be read together with those sections and forms an integral part of the annual account of due diligence for Bayer Norway AS and Bayer AS under the Norwegian Transparency Act.

For the Norwegian entities, local due diligence is performed as part of Bayer's global human rights and compliance framework and supplemented by an assessment of local structure, operations, workforce-related risks, supplier exposure, country and category risk, reporting channels and known incidents.

The local methodology follows the same risk-based OECD due diligence logic described in the executive compliance statement. It includes mapping the Norwegian entities and activities, reviewing purchasing categories and supplier countries, considering sector and country risk, assessing workforce-related risks, checking known concerns or incidents, and defining improvement actions.

The assessment is risk-based rather than exhaustive. Priority is given to areas where the potential severity, likelihood, scale or remediability of adverse impacts is greatest.

Annex: About Bayer Norway AS and Bayer AS

Bayer Norway AS is a Norwegian holding and administrative entity located at Lysaker. It is part of the Bayer Group and is ultimately owned by Bayer AG, Leverkusen, Germany. Bayer Norway AS had 9 employees at year-end 2025 and supports the Group's operating model, sustainability objectives and governance requirements locally in addition. Bayer Norway AS provides administrative services to Bayer AS and other Bayer companies.

Bayer AS is the operating Norwegian entity owned by Bayer Norway AS and also located at Lysaker. Bayer AS conducts commercial activities in Norway and drives research, medical and scientific activities. Bayer AS operated within Bayer's Pharmaceuticals, Consumer Health and Crop Science divisions. In 2025 Bayer AS had 124 employees representing 12 nationalities. Bayer AS is the center of excellence for radiopharmaceutical activities in Bayer.

Annex: Bayer Norway AS and Bayer AS supply chain

The Norwegian supply chain consists mainly of indirect goods and services, including professional services, office services, logistics and distribution, marketing services, technical support, facility-related services, research support and other administrative services. These categories are generally at a lower risk than labour-intensive production or raw material extraction, but they may still involve potential risks related to subcontracting, temporary labour, working time, occupational health and safety, wages, privacy, anti-discrimination and access to grievance mechanisms. Direct materials and finished goods are generally sourced through Bayer's global supply and manufacturing network. Local Norwegian supplier exposure is therefore assessed together with Bayer's global supplier due diligence framework.

The local 2025 supplier analysis indicates that the mapped direct supplier spend of Bayer Norway AS and Bayer AS is predominantly linked to suppliers in Norway and other jurisdictions with generally lower inherent country risk. Nevertheless, Bayer recognizes that human rights risks may arise further upstream in global supply chains. As part of the 2025 local supplier mapping, Bayer Norway AS and Bayer AS reviewed available supplier-payment data from the accounts payable system. The reviewed data indicates total supplier spend of approximately EUR 56.3 million across 15 supplier countries. Spend was concentrated in Norway, the United States, Belgium, Germany and Canada, which together represented approximately 92.8% of the mapped spend. Norway represented the largest share by spend and supplier count, while significant cross-border exposure was mainly

linked to regulated pharmaceutical, radiopharmaceutical, medical product, logistics and related service suppliers.

Country code	Country name	Total spend	% of total
BE	Belgium	8.778.034	15,58%
CA	Canada	2.396.831	4,25%
CH	Switzerland	11.045	0,02%
CN	China	14.979	0,03%
DE	Germany	3.847.153	6,83%
DK	Denmark	80.052	0,14%
FI	Finland	29.081	0,05%
FR	France	28.994	0,05%
GB	United Kingdom	681.020	1,21%
IE	Ireland	8.135	0,01%
IT	Italy	1.215	0,00%
NL	Netherlands	43.528	0,08%
NO	Norway	21.237.955	37,69%
SE	Sweden	899.169	1,60%
US	United States	18.285.197	32,45%
Total		56.342.388	100,00%

Amounts are shown in EUR and rounded to the nearest whole euro. Percentages are calculated based on mapped supplier-payment data.

Supplier-payment data has been used as a practical mapping tool to identify countries, supplier concentration and purchasing categories. It does not, on its own, provide evidence of supplier-level human rights performance or confirm the absence of adverse impacts. The payment data has therefore been assessed together with Bayer's Group-wide supplier due diligence framework, category knowledge, country and sector risk considerations and local review of known concerns.

Where Norwegian purchasing is connected to global Bayer contracts, framework agreements or shared service arrangements, the Norwegian entities rely on Group procurement controls, contractual requirements, supplier screening and escalation procedures. Local purchasing is considered through supplier selection, contract management and ongoing business follow-up.

Annex: Local risk areas in Bayer Norway AS and Bayer AS operations and supply chain

The main local risk areas identified for Bayer Norway AS and Bayer AS relate to both own operations and supply chain exposure. In own operations, relevant risks include employment conditions, workplace conduct, health and safety, psychosocial working environment, equality and non-discrimination, data privacy, responsible use of digital tools and access to effective reporting channels. These risks are addressed through Bayer's employment policies, leadership responsibilities, health and safety processes, compliance training, data protection requirements, local HR follow-up, employee dialogue and access to Speak Up channels.

In the supply chain, the most relevant potential risks are connected to supplier compliance with labour and human rights standards, use of subcontractors, working conditions in logistics and labour-intensive services, health and safety in service delivery, and upstream exposure in manufacturing, raw materials, agricultural value chains and global distribution. These risks are addressed through Bayer's Supplier Code of Conduct, contractual expectations, supplier onboarding checks, sustainability screening, EcoVadis assessments, audits, corrective action plans and escalation to procurement or compliance functions where required.

The assessment distinguishes between actual adverse impacts identified during the reporting period and potential significant risks. Based on the information available for the 2025 assessment, no severe actual adverse impacts were identified in the Norwegian entities' own operations.

Where potential issues are identified, the expected response is proportionate to the severity and Bayer's connection to the impact. Possible measures include requesting further information from the supplier, using Bayer's procurement or compliance escalation channels, requiring corrective actions, monitoring completion of agreed measures, engaging with affected stakeholders where appropriate, and considering suspension or termination of the relationship if serious non-compliance is not adequately addressed.

Risk area	Potential significant risk	Basis for assessment	Measures and expected result
Own operations in Norway	Employment conditions, workplace conduct, equality and non-discrimination, psychosocial working environment, health and safety, data privacy and access to effective reporting channels.	Local workforce activities are office-based and regulated, with no severe actual adverse impacts identified in 2025 based on available information.	Maintain Bayer employment policies, health and safety processes, compliance training, HR follow-up and Speak Up channels. Expected result: continued prevention, early identification and appropriate handling of concerns.
Logistics, distribution and labour-intensive services	Potential risks related to subcontracting, temporary labour, wages, working time, health and safety and access to grievance mechanisms.	These categories may involve third-party labour and subcontracting even where direct suppliers are located in lower-risk jurisdictions.	Apply Supplier Code of Conduct, contractual expectations, supplier screening, escalation and corrective action follow-up were needed. Expected result: improved visibility and mitigation of labour-related risks in service delivery.
Upstream manufacturing, raw materials and agricultural value chains	Potential risks of forced labour, child labour, unsafe working conditions, inadequate wages or other adverse impacts further upstream in global supply chains.	Norwegian entities source many products and services through Bayer's global supply and manufacturing network, where risks may arise beyond direct local supplier relationships.	Rely on Bayer Group supplier due diligence, EcoVadis assessments, audits, corrective action plans and supplier development. Expected result: stronger prevention and mitigation through Group-level leverage and controls.
High-spend foreign suppliers and complex supply chains	Residual risk that adverse impacts may not be visible from local payment data alone, particularly where suppliers form part of complex international value chains.	The 2025 supplier-payment review showed material spend in Norway, the United States, Belgium, Germany and Canada, and significant exposure to regulated pharmaceutical and related service suppliers.	Use spend and category data to prioritize follow-up, connect local review to Group procurement controls and improve documentation in 2026. Expected result: more systematic prioritization and traceability of local due diligence.

The supplier-payment review supports the prioritization of high-spend foreign suppliers, complex supply chains, logistics, subcontracting and manufacturing-related categories for continued monitoring. Local payment data does not, on its own, confirm supplier-level human rights performance or absence of adverse impacts.

Annex: Additional local actions taken to identify, assess and address adverse impacts

During 2025, Bayer Norway AS and Bayer AS applied Bayer's global due diligence framework locally while strengthening awareness of local risk areas and documentation needs. Local actions included maintaining governance and reporting responsibilities, applying Group policies, reviewing the local supplier profile, considering supplier country and category exposure, using procurement and compliance processes, maintaining access to Speak Up channels, and promoting awareness of human rights, decent working conditions and workplace conduct expectations.

Tracking and follow-up are performed through local review, internal reporting, supplier monitoring and Group-level due diligence processes. For 2026, Bayer Norway AS and Bayer AS will continue to improve documentation of local assessments, embed the Transparency Act information-request process in local governance, and strengthen the link between local supplier reviews and Bayer's global supplier sustainability processes.

Bayer Norway AS and Bayer AS will handle information requests under the Norwegian Transparency Act through relevant local management, legal, compliance or communication functions, supported by Bayer Group functions where appropriate. The public has a right to request information under the Act, and requests will be handled within the statutory response deadlines.

For Norway, the due diligence conclusion for 2025 is that the framework is established and functioning, while continued improvement remains necessary as supply chain exposure, stakeholder expectations and regulatory requirements evolve.

Conclusion and future commitments

Bayer Norway AS and Bayer AS will continue to apply Bayer's Group-wide human rights due diligence framework locally. Key focus areas for 2026 include maintaining supplier risk awareness, ensuring continued access to effective grievance mechanisms, strengthening employee awareness, embedding the Transparency Act information-request process in

local governance, and aligning local reporting with Bayer Group sustainability and human rights disclosures.

The expected results of these measures are improved traceability of local due diligence work, clearer prioritization of supplier and operational risk areas, stronger awareness among relevant employees, more systematic escalation of potential concerns, and continued ability to identify, prevent, mitigate and, where necessary, remediate adverse impacts on fundamental human rights and decent working conditions.

Approval

This report has been approved by the Board of Directors of Bayer Norway AS and Bayer AS in accordance with the Norwegian Transparency Act.

The report will be made available and published as required under the Norwegian Transparency Act: [Transparency act 2025 Bayer Norway AS](#) [Bayer AS](#)

The report is signed on the date and at the place stated below.

Place and date: Lysaker, 25.06.2026

On behalf of the Board of Directors of Bayer Norway AS and Bayer AS:

Name: Erik Helstad

Title: Chairman of the Board and Managing Director

Signature: 
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Appendix: Relevant Bayer references

The following Bayer references are relevant to understanding the global policies, standards and disclosures referred to in this report.

Reference	Relevance to this report
Bayer Code of Conduct	Sets out Bayer's global integrity, compliance and ethical conduct standards for employees and provides the baseline for responsible business conduct across Bayer companies.
Bayer Human Rights Policy	Describes Bayer's global commitment to respect and foster human rights in its own operations and along the value chain, including suppliers, business partners, customers, consumers and communities.
Bayer Supplier Code of Conduct	Defines the minimum social, labour, human rights, health and safety, environmental, ethics and governance expectations for Bayer suppliers and subcontractors.
Bayer Supplier Code of Conduct Guidance	Provides practical guidance and examples for suppliers on how to implement the expectations set out in Bayer's Supplier Code of Conduct.
Bayer Speak Up Channel / Compliance reporting	Provides reporting channels for employees and external stakeholders to raise concerns about potential violations of law, Bayer policies or human rights standards.
Bayer Impact Report 2025	Provides Group-level sustainability disclosures, including human rights, responsible procurement, supplier due diligence, stakeholder engagement and progress on sustainability commitments relevant to this report.
Bayer Annual Report 2025	Provides Group-level disclosures on governance, risk management, compliance, sustainability, supplier management and financial information.