



# Code of Conduct





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# Foreword



## Dear colleagues,

We are Bayer around our mission: Health for all, Hunger for none. We strive to continue delivering faster innovation and a better experience for the farmers, patients and consumers who depend on us.

To unleash our full potential we're reimagining every process, project, and role in the company. This new operating model asks us to prioritize:

**///// Outcomes** – Focused on a mission to deliver beneficial outcomes for all

**///// Collaboration** – Collaborate in a flat network of autonomous entrepreneurial teams

**///// Co-creation** – Create new value by flowing resources and expertise to the best granular product and customer opportunities

**///// Evolution** – Through executing, exploring and learning in rapid cycles

**///// Authenticity** – Enabled by being our whole authentic selves in creative mindset

Trust is at the core of what we do. No matter what part of the company you're in, our success depends on the trust of our customers, stakeholders, and society. And trust must be earned every day, by acting in accordance with laws, internal regulations, and ethical principles. Integrity is and remains a key element of our corporate culture and a ground rule we must abide by in all we do.

Earning trust therefore means zero tolerance for illegal or unethical activity - without exception. This applies to all of our interactions: with our colleagues, patients, customers, consumers, stakeholders and society at large.

As a consequence, we do not tolerate violations of our Code of Conduct or additional regulations set out by Bayer, and we will investigate and resolve violations fairly and consistently.

The Code of Conduct serves as a blueprint to keep you and Bayer on the right track and in full compliance with all relevant laws. We want to equip you with the direction and clarity you need to build trust as you run our business every day.

Sincerely,

Bill Anderson

Wolfgang Nickl

Stefan Oelrich

Heike Prinz

Rodrigo Santos

Julio Triana

# Introduction

## Why is this Code of Conduct important for me?

This Code of Conduct sets the standard for how we, as Bayer employees, should act in compliance with laws and internal regulations. Doing so protects Bayer and each of us. While it may not cover every individual scenario, this Code of Conduct serves as our compass for maintaining integrity.

Each of us needs to familiarize ourselves with this Code of Conduct and understand the laws and Bayer internal regulations that apply to our individual job responsibilities. We draw on these principles with every decision and action we take. Together, we can prevent risks and address them as they arise. This Code of Conduct, along with internal regulations and procedures, provides the framework for how we conduct ourselves, individually and as a company.

## Doing the right thing

Doing the right thing is not always easy or clear, but it is necessary. Our decisions must be legal, ethical, and responsible. Any violation will be deemed a violation of employment obligations and can entail legal consequences, up to separation from Bayer or prosecution. For help, consult our internal experts for input or guidance.

## Asking questions and raising concerns

Bayer's Code of Conduct provides information, resources and advice to prevent violations of the law or company regulations. Asking questions and raising concerns helps Bayer maintain a strong culture of compliance. We support an environment where employees feel comfortable speaking up and living our values. If you have a question, concern or would like to report something:

*Speak to your colleagues and probe further, talk to your manager, or contact the Law, Patents and Compliance Department, Human Resources, representatives of the Works Council, Internal Audit or Corporate Security.*

If you think an activity or behavior could constitute a material compliance violation, you are required to report it. You can reach out to our global [Speak Up Channel](#) in multiple languages. This is a safe and secure channel for anyone, including the public, to confidentially (and anonymously where permitted by local law) report suspected compliance violations. You can also contact the Bayer Compliance Department directly via [Speak.Up@Bayer.com](mailto:Speak.Up@Bayer.com). Bayer will not retaliate and does not tolerate retaliation against any employee who raises a concern in good faith. Unless clearly lacking merit, every suspected compliance violation brought to the attention of the compliance organization is assessed and investigated in a timely manner. Employees are required to cooperate fully in investigations.





# *How We Interact*



*with Customers, Patients  
and Consumers*







# Quality



## Our commitment:

We commit to providing the best customer experience with each of our products and services. Quality is one of our core values. We all are responsible for quality in everything we do.

## What does it mean:

Each employee is dedicated to enhancing the customer experience by seeking continuous improvement and maintaining compliance with laws and regulations that govern our business. We measure our performance by listening to customer feedback and drawing on insights.







# Quality Standards

## and Good Practices (GxP)

### Our commitment:

We ensure that our products and services meet the needs and expectations of customers and the authorities in terms of safety, quality and efficacy to safeguard our “license to operate”.

### What does it mean:

Governmental regulatory bodies enforce compliance with GxP standards through inspections, audits, and potential penalties for non-compliance. Bayer must follow these standards to meet regulatory requirements and obtain necessary approvals and licenses.

The Pharmaceuticals and Consumer Health Quality Management System (QMS) provides the requirements and processes to ensure the delivery of high-quality, safe and effective products and services in compliance with internal and external regulations. The Quality Governance Committee (QGC) represents the quality governance body across Pharmaceuticals and Consumer Health.

The Crop Science Integrated Management System (CS IMS) sets the framework for meeting the requirements of our interested parties by continuously improving our processes and products.

Following regulations are included:

- Pharmaceuticals Research & Development (RD-M-0001)
- Consumer Health Research & Development (ID-M-9000)
- Crop Science Integrated Management System (GQH-GQHSE-pub-9-301307)
- Pharmaceuticals and Consumer Health Product Supply Good Manufacturing Practice/Good Distribution Practice (GSOP 101)







# Safety and Quality

## Reporting Obligations of Employees

### Our commitment:

We contribute to the well-being and safety of patients and consumers. We ensure compliance with regulatory requirements and facilitate the efficient commercialization and accessibility of our products. It is mandatory to complete the respective trainings in a timely manner.

### What does it mean:

We collect and report safety and quality information on Bayer's Pharmaceuticals and Consumer Health current and past products, ensuring patient and consumer safety:

- For safety concerns: All Bayer employees who become aware of safety issues in the execution of their Bayer duties must forward them to their local Pharmacovigilance contact or report via the Bayer Safetrack immediately, but no later than 24 hours after receipt (Pharmaceuticals and Consumer Health products only).
- For quality concerns: All Bayer employees in the execution of their Bayer duties must forward quality concerns to their local Quality Assurance contact immediately, but no later than 24 hours after receipt.
- External Partnerships: Clear agreements detailing the handling of safety and quality-related matters must be established, if the external partner could receive safety or quality information. For further information about safety relevant contracts, please refer to the PV Alliance Management SharePoint.
- Digital Activities: All Bayer employees who sponsor digital activities must include appropriate disclaimers and ensure vendors are contractually obliged to daily screening and reporting to Bayer no later than 24 hours after receipt.
- Legal Matters: The Law, Patents and Compliance Department and their legal vendors inform Pharmacovigilance and forward safety- and quality concerns within 24 hours after receipt to their local pharmacovigilance contact.





# Counterfeit Protection

## Our commitment:

We protect our patients' and customers' access to genuine products to make our vision "Health for all, Hunger for none" a reality.

## What does it mean:

Counterfeit products pose a serious risk to patient safety and health, cause economic damage to product owners, innovators or intellectual property rights holders and can impact society negatively. They also adversely affect the environment and health systems.

- Every employee is responsible to report any suspected counterfeit or fake products to the Global Security Operation Center (GSOC).
- Pharmaceuticals and Consumer Health reports can also be made via "[Beware of Medical Counterfeits](#)" webpage.

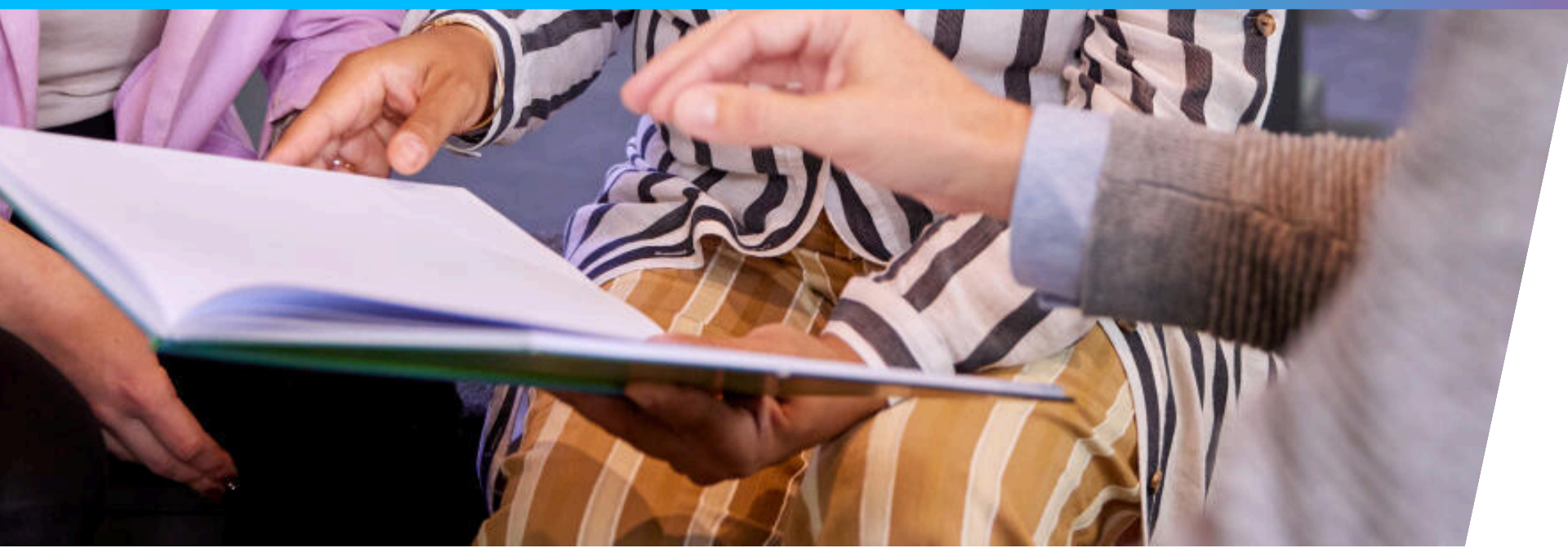
For more information on Counterfeit Protection click [here](#).







# *How We Work*



*Together*







# *Fairness and Respect*

## *at Work*

### **Our commitment:**

We are committed to creating a workplace where discrimination, harassment, and retaliation are not tolerated. Employees should feel free to raise concerns in good faith, without fear of retaliation. At Bayer, we foster a culture of appreciation and empowerment, allowing everyone to thrive and be their best selves. We respect the right and freedom of employees to join organizations of their choosing according to applicable laws and regulations.

### **What does it mean:**

We expect our employees to be respectful, professional, and fair in their dealings with colleagues and third parties. Furthermore, pursuant to local laws and regulations, at all Bayer sites worldwide, employees have the right to elect their own representatives. We are committed to constructive and open dialogue with our employees and their representatives, as well as to the involvement of work councils and trade unions according to local laws and regulations. Employee representatives shall not be subject to discrimination nor preferential treatment.

### **How we do it:**

- Employment-related decisions such as hiring, compensation, development, reward and performance are based on evaluation on job-relevant criteria. We do not discriminate based on age, disability, ethnic origin, family status, gender, gender expression, gender identity, involvement in an employee representative body, national origin, physical characteristics, pregnancy, religion, sexual orientation, skin color, social origin, union membership, volunteering, or any unlawful criterion under applicable law.
- Promote a respectful work environment, prohibit bullying and harassment, and encourage employees to raise concerns without fear of retaliation..







# Conflicts of Interest



## Our commitment:

We act in Bayer's best interest.

## What does it mean:

In the event of a conflict of interest between an employee's private interest and the interest of Bayer, the company's interest must always take priority. Employees are required to keep private and business interests separate and disclose any conflicts of interest as soon as they arise.

## Why is it important:

Both real and perceived conflicts of interest can tarnish our reputation. Even the appearance of a conflict of interest can lead employees and third parties to believe that decisions are not made in their best interest.

## How we do it:

- Ensure decisions are not influenced by personal or familial relationships. All decisions are based on objective factors like competencies, job performance, service quality, or cost.
- Disclose any sideline activity, e.g., an employment with a third party, a personal business, or services as a freelancer, before beginning them. This is to prevent conflicts with Bayer's interests. We avoid any unlawful advantage for ourselves or others.
- Respect company assets—including equipment, goods, and intellectual property. Bayer's colleagues' skills and services are to be utilized strictly for business purposes only.
- Disclose actual or potential conflicts of interest immediately to your supervisor and/or HR Business Partner. They will document the situation and decide on how to resolve the conflict. Certain countries may track conflict of interest disclosures; please ensure to comply with your local requirements.
- Reach out for guidance in case of uncertainty.







# Internal / External

## Communications

### Our commitment:

The way we communicate greatly influences the perception of Bayer. Open and transparent dialogue with our diverse internal and external stakeholders is key to creating and maintaining understanding, acceptance, and trust in our company and its endeavors.

### What does it mean:

We ensure that all business-related communication, takes place through or in coordination with Communications, or through persons appointed by Communications. This includes communications with relevance for the capital market, press and all other media representatives, as well as all internal communication.

For social media activities, we ensure that we always use our private email address when setting up a profile. If we comment on posts about Bayer and its activities, we always make it clear that it's our own opinion by using "I" and not "we."





# Security Incidents



## Our commitment:

Bayer is committed to the protection of its employees, sites, products, intellectual property and reputation against security threats, crime, and crisis events.

## What does it mean:

The below incidents must be reported in a timely manner, regardless if they already occurred or could result in damage to Bayer's employees, sites, products, or assets:

- Security incidents and/ or criminal offences such as: Acts of violence, robbery, property crime, theft, vandalism, unauthorized access, e-crime and fraud, IP theft, espionage, counterfeiting, extortion, kidnapping, threatening calls or letters.
- Large-scale emergencies and/ or crisis events such as: Terror attacks, unrest/ riots, coups, acts of war, threatening natural phenomena, disasters, and large-scale emergencies.

The following methods are available for the reporting of security incidents:

- Phone: +49 214 30 55555, +1 314 694 2341 or, +1 800 325 1110 (toll-free U.S. only)
- E-Mail: [GSOC@bayer.com](mailto:GSOC@bayer.com)
- Security Support App (pre-installed on all Bayer business cell phones)







*How We Engage*

*with Stakeholders*





# Sustainability



## Our commitment:

A growing world population and the increasing burden on ecosystems are among the biggest challenges humanity faces. As global leaders in healthcare and nutrition, we can contribute solutions at the intersection of climate, health and food. Through our products and sustainability initiatives, we help to improve farming and increase access to nutrition and healthcare. We help protect the environment by reducing our own ecological footprint and that of agriculture. We commit to acting responsibly along the entire value chain and fulfilling all non-financial reporting obligations.

## What does it mean:

For us, sustainability means more than just corporate responsibility – it safeguards Bayer's future growth and generates impact as part of our business strategy, operations, and how we do business.

## How we do it:

- Integrate social and ecological aspects into processes and decision-making.
- Realize opportunities where sustainability can drive growth along the entire value chain.
- Team up with partners to create value and systematic impact.
- Act responsibly along the entire value chain.
- Comply with all applicable regulations regarding the generation, use, storage, and disposal of waste, emissions, hazardous chemicals, and other materials.







# Human Rights

## Our commitment:

Respecting human rights is at the core of how we do business at Bayer. We show up as a founding member of the UN Global Compact, supporters of the International Bill of Human Rights, the International Labour Organization's Declaration on Fundamental Principles and Rights at Work, and the UN Guiding Principles on Business and Human Rights (UNGPs).

## What does it mean:

We respect human rights along our entire value chain. We work closely with our business partners to apply the same level of human rights commitment. We expect business is conducted in an ethical manner and with integrity. We listen to and engage with local communities that may be impacted by our business.

## How we do it:

- Ensure group-wide governance regarding Human Rights, including standardized systems and processes. Our human rights due diligence is based on the principles set forth in the UNGPs.
- Act with fair, transparent, respectful, and lawful conduct toward colleagues, business partners, local community members as well as further stakeholders.
- Respect human rights as an organizational and as an individual responsibility. The most important aspects are outlined in our [Human Rights Policy](#).
- Speak up! If you see something that does not align with our [Human Rights Policy](#), say something to your leaders or reach out to our [Speak Up Channel](#).

# Health & Safety

## Our commitment:

We respect and care for the safety, health, and well-being of people, whether they are employees, contractors, visitors, or neighbors around the world.

## What does it mean:

Compliance with our Health and Safety requirements is non-negotiable. "Health for all" starts with us and is essential across the entire value chain.

## How we do it:

- Ensure group-wide governance including standardized systems and processes where external requirements exist on a global scale.
- Identify and mitigate workplace safety risks.
- Investigate incidents and potentially serious events.
- Promote a healthy work environment and offer health and well-being programs.





# *Risk Management*

## *and Compliance Management System*

### **Our commitment:**

Seek opportunities and take corresponding risks into account when making our business decisions. This requires talking about risks openly and addressing them proactively.

### **What does it mean:**

Every employee should be aware of and proactively identify and address the most significant risks in business conduct safeguarding Bayer and strengthening its path to growth.

Bayer maintains an effective risk and compliance management system to promote and reinforce compliant behavior as well as a positive risk culture. Trainings on elements thereof are understood as mandatory for timely completion.

The elements of this system foster a positive compliance culture throughout our organization and help ensure integrity in every employee's daily business activity. Bayer uses regulations, procedures, training and monitoring to incorporate preventative measures into daily business activities.

A global compliance organization, headed by the General Counsel of Bayer AG as Group Compliance Officer supports our overall compliance approach.







# Competition Law

## Our commitment:

We commit to fair and free competition in compliance with applicable competition (or 'antitrust') laws.

## What does it mean:

Competition laws prohibit agreements and collusion among companies which limit free competition based on superior products, better prices, or services. Free competition is undermined where competitors collude in its key parameters (such as pricing, sales territories, customers, output or R&D).

- Competitors are further not allowed to agree or exchange information on the prices or price elements (e.g. general terms and conditions) they charge or are willing to pay for certain products or services (including wages and benefits), regardless of whether prices are actually changed or not.
- We are not only competing with companies active in healthcare and agriculture for product sales but also with companies from very different industries, e.g. for the same personnel or inputs. Due to the strict rules on the exchange of competitively sensitive information, caution must be exercised when it comes to any interaction with competitors in the context of benchmarking activities or in the initiation of collaborations.
- Unilateral actions by companies which have a very strong market position may be prohibited if they are abusive, e.g. forcing customers to accept very detrimental terms and conditions or foreclosing the markets for competitors. Potentially problematic behavior of a company with a very strong market position requiring legal review includes discrimination, exclusivity arrangements, below-cost or excessive pricing, "bundling" of products, loyalty inducing rebates or denigration of competitors' products.

## Why is it important:

Competition laws are designed to promote fair competition and protect consumers from unfair business practices. Infringements may lead to very high fines and penalties including criminal sanctions as well as massive damage claims, reputational impacts and exclusion from public tenders.







# Anti-corruption

## Gifts / Entertainment and Anti-money Laundering

### Our commitment:

We do not tolerate corruption and we refuse any business opportunity that involves bribery or wrongfully influencing third parties. We only give gifts or offer entertainment within the boundaries of ethics and laws. We pay particular attention to local laws when it comes to gifts or entertainment provided to healthcare professionals or governmental officials as it may be unlawful to do so completely. Even where allowed, giving a benefit may require public reporting or disclosure. We abide by all applicable laws to prevent money laundering.

### What does it mean:

We never offer or give a benefit to wrongfully influence someone's decision, action, or point of view. There is no justification for illegal business practices – ever. We accept that we may lose some business opportunities as a result. Bayer also prohibits the use of payments made to a government official to speed up or to facilitate the performance of routine, non-discretionary services, or actions, such as issuing a license or permit. Fees paid in accordance with formal government procedures officially accompanied by an invoice or receipt for payment are permissible.

#### How we do it:

Every business activity related to offering or giving benefits must be:

- Legitimate – offer or give a benefit only if it is allowed by local laws;
- Appropriate – benefit must be adequate in form and value;
- Transparent – never try to disguise the cause of a benefit;
- Documented – proper documentation of the recipient, cause and cost is required.

#### How we do it specifically for gifts:

- Give gifts only as a matter of courtesy or appreciation according to local customs in line with applicable laws.
- Consider the value, frequency, and timing when deciding whether a gift is legitimate and appropriate.
- Only give gifts which are in line with Bayer's corporate values, mission, and principles, even if the provision of the gift itself would be legal.

#### How we do it specifically for anti-money laundering:

Bayer does not allow for cash payments of EUR 8,000 or more (or an equivalent sum in another currency), only exceptionally accepts them above EUR 1.000 (or an equivalent sum in another currency) and, unless aligned with Bayer AG, Law Corporate, we do not allow any cash payments when buying or selling high-quality goods.

If a Bayer employee has a fact-based suspicion that a transaction might violate money laundering regulations, he or she shall stop the relevant payment and investigate the suspicion. Together with Bayer AG, Law Corporate, the need for further steps must be clarified.



# International Trade

## *Export Control, Economic Sanctions, International Trade and Customs Compliance*

### **Our commitment:**

We are committed to complying with all applicable international trade laws and regulations (export controls, economic sanctions and customs). We support national and multilateral initiatives that seek to prevent the misuse of goods or technologies such as nuclear, biological, or chemical weapons, or the spread of terrorism or war.

### **What does it mean:**

International trade laws and regulations must be observed for all transactions regardless of whether they are cross borders or domestic, whether they involve tangible goods, technology transfers, or financial transactions; or whether they are Bayer internal or with external partners.

### **How we do it:**

- Utilize internal processes and systems in place designed to prevent the use or diversion of Bayer goods, software, technologies, or services in improper ways.
- Ensure accurate and timely filing of customs and export declarations, and correctly pay applicable tariffs and fees for international transactions to maintain our license to operate. If compliance cannot be ensured, Bayer will simply forego the business.
- Not engaging in transactions with entities or persons that have been identified as being associated with nuclear, chemical or biological weapon activities, proliferation, terrorism, narcotic trafficking, forced labor/ slavery or other related activity.





# Insider Trading

## Our commitment:

Bayer promotes open and fair capital markets by protecting non-public information from unintended disclosure and misuse. We comply with all applicable insider trading laws.

## What does it mean:

Inside information is non-public information, which, if made public, would be likely to have a significant effect on the price of the related financial instrument. Misusing inside information relating to Bayer shares or related financial instruments, e.g. debt instruments or derivatives, or other publicly traded companies (insider trading), is prohibited. Insider trading comprises, among others, making use of inside information to trade with financial instruments or recommending that another person makes use of inside information. It is also prohibited to unlawfully disclose inside information.

## How we do it:

- Ensuring only employees or external insiders who absolutely need certain inside information for their work receive this inside information.
- Publishing inside information by way of ad hoc releases in accordance with its legal duties to avoid misuse of inside information.
- Maintaining and updating a list of persons who have access to inside information (insider list) and who must comply with the prohibition of insider trading.

Members of the Board of Management and Supervisory Board of Bayer AG and those employees who have access to specific unpublished accounting data of the Bayer group or one of its divisions may not trade or recommend trading in Bayer shares or related financial instruments for their own account or for the account of a third party during the blackout periods for financial statements.



# Responsible Use

## of Artificial Intelligence

### Our commitment:

We act responsibly in the development, testing and implementation of products and services enabled by Artificial Intelligence (AI).

### What does it mean:

We believe AI plays a key role in innovation for life sciences and many areas of our society. We support the responsible use of AI when:

- the potential benefit to risk ratio clearly supports its use,
- its use is within the applicable legal and ethical frameworks,
- it aligns within Bayer's own high ethical standards.

The transparent use of AI must respect personal autonomy, promote individual and collective wellbeing, and prevent harm while striving for fairness and inclusion, especially with regard to particularly vulnerable individuals and groups. Special attention is to be given to the topic of bias in data and algorithms to avoid and anticipate the perpetuation or amplification of biases and discrimination.

### How we do it:

- Actively develop and use AI solutions to enhance the safety and quality of Bayer's products.
- Comply with all applicable laws and regulations and professional codes of conduct.
- Cooperate with researchers, regulatory bodies, and other relevant professional organizations to jointly develop trustworthy AI-enabled solutions.
- Strive for high quality and diversity in data sources and appropriate representation of affected groups.
- Prohibit use of AI that is considered a clear threat to safety and the rights of humans.
- Take responsibility in AI solutions we develop, sell or use.
- Ensure proper internal oversight, evaluation and monitoring for the development or use of AI solutions to avoid adverse effects.





# Information

## and Cyber Security

### Our commitment:

Cyber and information security is everyone's responsibility. All employees are expected to protect our assets, information and digital products and adhere to local/ international legislation, industry regulations, and/ or agreements.

### What does it mean:

We handle information, assets, and digital products according to cyber security best practices and apply the following key principles for security:

- Handle information with care: Information and assets must be handled in compliance with their respective classification (INTERNAL, RESTRICTED, and SECRET) and regulations (e.g., Personal Data, Patient Data, Export-controlled data).
- Communicate with caution: Information and assets must be protected when communicating or sharing information with other employees and/or exchanging with external entities.
- Protect your identity: Employees must safeguard their authentication credentials (e.g., passwords or log-in token).
- Handle your devices with care: Devices must be handled in a manner to prevent loss, damage, theft, or otherwise compromising devices that could interrupt Bayer's operations.
- Pay attention when traveling or working remotely: Information and assets accessed or processed while travelling or working remotely must be adequately protected.
- Report suspicious incidents and loss of equipment: Information security incidents must be reported through appropriate channels as quickly as possible.
- Follow security best practice: Employees must follow security best practice when interacting with or developing Bayer information systems and digital products.

For any questions on information and cyber security contact [CSRM@bayer.com](mailto:CSRM@bayer.com)







# Intellectual Property

## Our commitment:

Intellectual property rights are valuable assets. Bayer safeguards the value of its research and development efforts as well as the goodwill and reputation of the company and its brands. Bayer respects the valid rights and claims of any third party.

## What does it mean:

To protect the value of our intellectual property and preserve the benefits of Bayer's ideas, efforts, and accomplishments, we limit access to confidential (internal, restricted, secret or other proprietary) information. We only use or retain intellectual property or confidential information when required to perform our job responsibilities. If a person is no longer employed at Bayer, this person may not keep information belonging to Bayer or use Bayer information for other purposes, including for the benefit of a future employer.

Likewise, we do not incorporate the intellectual property of others into our work unless we are certain we have the rights to do so. We limit the type and amount of confidential information we share with third parties or in public places, and we secure the integrity of confidential information to prevent it from being lost, stolen, or misused.

If you are not sure, let your manager or the LPC Department help determine what is permissible and what is best to avoid.

### Common types of intellectual property rights include:

- Patents
- Trademarks and logos
- Copyrights
- Industrial processes, methods, and designs
- Other forms of proprietary information, such as trade secrets and know-how

### Common types of confidential information include unpublished information regarding:

- Research and development efforts
- New product or marketing plans
- Business strategies
- Financial projections
- Merger or acquisition activities







# Data Privacy

## Our commitment:

We always respect an individual's right to privacy, which is a fundamental human right, guaranteed and protected by privacy laws.

## What does it mean:

It may be necessary for Bayer to process personal data of internal (e.g., employees, former employees) and external (e.g., HCPs farmers, patients, business contacts) individuals ("data subjects") for specific business purposes. Therefore, it is essential for Bayer to comply with the applicable data privacy laws to ensure transparency, lawfulness, fairness, and security of the processing of personal data. Every employee is responsible to comply with data privacy laws in their field of business operations.

## How we do it:

Bayer has established processes and implemented systems to ensure that, when processing (collecting, transferring, storing, analyzing, and deleting) personal data, we:

- Comply with the data privacy principles: any processing of personal data follows the applicable data privacy laws and regulations and has statutory permission or the consent of the data subject. Data subjects must be informed about the processing of their personal data. Personal data may be processed only for a specific, legitimate, predefined purpose and limited to what is necessary to achieve this purpose. When the personal data is no longer needed to fulfill its predefined purpose, and Bayer is not legally required to retain it, the data must be deleted.
- Protect the data from unauthorized access, accidental loss, destruction, or damage, through appropriate technical and organizational measures to ensure security, integrity, and confidentiality.
- Fulfill any data subject request addressed to us in a timely and compliant manner, e.g., a request to access personal data by the data subject, or object to the data processing.
- Become aware of any breaches of technical and/or organizational measures which could lead to (potential) data privacy incidents. Then mitigate any potential or existing risks for the data subjects and fulfill our statutory reporting obligations.
- Ensure we can show compliance with data privacy laws and prove having fulfilled the requirements of our accountability.
- Accept the General Data Protection Regulation (GDPR ) as the global Bayer standard, taking into consideration local specifications.







# Information

## Retention and Deletion

### Our commitment:

We ensure systematic and consistent management of all records and information from their creation or receipt to their final disposition, regardless of media type.

### What does it mean:

- All employees are expected to actively manage their e-mails and documents consistent with business and legal requirements using the record-keeping methodology. Additional information can be found on our SharePoint: Records Management at Bayer.
- Bayer's records retention schedules and the local laws establish how long a given record should be retained. All employees must follow the retention requirements as applicable to their business unit to ensure legal, business and regulatory record-keeping requirements.
- The automated information lifecycle ensures the automated disposal of e-mails and other documents or outdated information, which are not required to be retained for business or legal purposes after a certain period. This makes it easier for all employees to retain, organize and retrieve documents, which are needed for business or legal reasons. Additional information can be found on our SharePoint.
- United States laws (and the laws of some other jurisdictions) require the company preserve all information that may relate to pending or threatened court cases, claims for compensation and internal or external investigations in which the company is involved. Employees who own such documents or information will receive a so-called "Legal Hold". If so, they are instructed to preserve all documents relating to the matter at issue regardless of any retention schedules that might otherwise apply. Expired as well as manually deleted e-mails and documents that are subject to the Automated Information Lifecycle will then be preserved in a separate archive for use in legal proceedings until the Legal Hold is lifted again by LPC.







# Interaction with

## *Patients and Patient Organizations*

### **Our commitment:**

We support patients and their caretakers worldwide within the frame of ethics and local laws by helping them manage their treatment and improve disease outcomes through patient organizations (POs).

### **What does it mean:**

We may support POs either by inviting their members to Bayer events or by funding events or other activities for patients organized by POs. Activities performed by POs are often supported by Bayer through sponsorships, but POs may occasionally also receive support in the form of a divisional giving, when no corresponding consideration is received by Bayer in return

### **Why is it important:**

It is important that POs retain complete control over the content of their work and remain autonomous in their decision-making processes.

Bayer's goal is to contribute to patients' wellbeing, but only through independent POs.

### **How we do it**

- Interaction with POs is to be handled by dedicated market access or advocacy functions where they exist. Employees selected must be trained on the special sensitivities of working with POs.
- We do not incentivize buying Bayer's products in exchange for supporting POs.

## *Healthcare Professionals and Healthcare Organizations*

### **Our commitment:**

We comply with laws, regulations and industry codes that regulate interactions with healthcare professionals (HCP) and healthcare organizations (HCO).

Our goal is to ensure that HCPs and HCOs have access to the information they need to prescribe our products based on a patient's needs and best interest.

### **What does it mean:**

We cooperate with HCPs and HCOs in a transparent and lawful manner.

### **Why is it important:**

We act ethically in our interactions with HCPs and HCOs to guarantee the patient's best interest and foster trust.

Providing accurate, fair, and objective information about our products enables HCPs and HCOs to make the best possible decisions for their patients.

### **How we do it**

- We follow applicable laws and applicable global, regional and national industry codes that regulate interactions when engaging with HCPs and HCOs. We fully endorse existing disclosure codes and laws as an important measure to safeguard the independence and integrity of the HCPs in their relationship with Bayer.



# *Interaction with Suppliers*

## *& Making Proper Buying Decisions*

### **Our commitment:**

We are committed to achieving excellence by leveraging our resources and fostering sustainable partnerships rooted in compliance, sustainability, fairness, and integrity in every buying decision.

### **What does it mean:**

We foster strong relationships with our business partners and spend the company's resources wisely. We are always making informed 'make or buy' decisions while considering fairness, cost-effectiveness, supply security, legal compliance, sustainability, and anti-trust regulations. Every employee is empowered to act in the best interest of the company by embracing the principle of "freedom within the frame". We hold ourselves and our suppliers accountable by adhering to Bayer's Supplier Code of Conduct. This approach supports a culture of responsibility and encourages collaborative relationships with our partners.

### **How we do it:**

- Equip ourselves with the necessary knowledge and resources to make informed buying decisions.
- Additionally, we provide clear guidance to external business partners, establishing expectations for mutually beneficial collaborations.





# Accounting and Financial

## Reporting

### Our commitment:

We assure financial reporting complies with national and international accounting standards, thus retaining trust and integrity for Bayer and avoiding any potential sanctions or liability and reputation risks for the Bayer Group and the Board of Management of Bayer AG.

### What does it mean:

Bayer is legally required to prepare Group Financial Statements (BKA – “Bayer Konzernabschluss”) in line with International Financial Reporting Standards (IFRS), according to uniform accounting and measurement principles, in order to meet the legal requirements for the preparation of consolidated financial statements.

### How we do it:

- Ensure the provision of data and information by each individual Bayer entity – irrespective of the systems used – leads to an accurate delivery of information in accordance with the IFRS standards.
- Provide reasonable assurance that risks of material misstatement in the financial statements are identified, assessed, and addressed through design and implementation of overall responses to those risks; all encompassed within Bayer’s Internal Control System Over Financial Reporting (ICSofR).







# Treasury

## Our commitment:

We are committed to secure Bayer's liquidity and increase the company's value through optimized capital structures and financial risk management.

## What does it mean:

We provide financial strategies to enable the implementation of Bayer's corporate strategy from a financial perspective thus increasing Bayer's enterprise value by leveraging financial markets while complying with all applicable laws and regulations.

## How we do it:

- Ensure financial resources are available for Bayer to implement its strategy and to cover all due payment obligations at any given point of time (i.e. manage liquidity risk)
- Reduce uncertainty caused by market price risks (e.g. currencies, interest rates and commodities)
- Mitigate counterparty risks (e.g. customers, suppliers, banks and countries)
- Optimize Bayer's capital structure by balancing cost of capital with financial flexibility. This minimizes the Bayer Group's risk and provides for an optimal use of the available means of payment for the financing of the whole group.
- Furthermore, the allocation of financial resources at the group level reduces the necessary external capital procurement and thus external fund-raising costs of the group.

# Taxes

## Our commitment:

We are committed to ensuring that Bayer's tax affairs are responsibly managed, and we are recognized by our stakeholders as a responsible and reliable taxpayer.

## What does it mean:

We comply with all relevant tax regulations as well as filing, documentation, disclosure and approval requirements in all countries/ territories in which Bayer operates. Bayer's total tax payments provide essential revenues for governments needed for the fulfilment of their social, economic and societal tasks.

## How we do it:

We ensure to meet our tax obligations and pay the amount of tax legally due in every country and/ or territory in which we operate, in accordance with the rules set by the respective governments. Appropriate payment of taxes is a core part of our corporate social responsibility.







**Bill Anderson**  
Chairman



**Wolfgang Nickl**  
Finance



**Heike Prinz**  
Talent



**Rodrigo Santos**  
Crop Science



**Stefan Oelrich**  
Pharmaceuticals



**Julio Triana**  
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**Disclaimer:**  
This Code of Conduct in its present form is valid for Bayer AG. All Group companies worldwide are requested to put the Code of Conduct into effect after appropriate examination with validity for all divisions and corporate functions. This is not required for Group companies for which the Policy is automatically enacted. The relevant version of this Policy is stored in myDoc database or in a local system which complies with the current requirements.

