

MEDICINES PATENT POOL WHISTLEBLOWER POLICY

The Medicines Patent Pool (**MPP**) requires its Covered Members to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As Covered Members of MPP, we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws, regulations and internal policies of MPP.

1. Definitions

- 1.1 **Code of Ethics** shall mean MPP's Code of Ethics, as amended from time to time.
- 1.2 **Complainant** shall mean a Covered Member or any Third Party that lodges a complaint under this policy.
- 1.3 **Compliance Officer** is the individual designated by the Governance Board to receive, investigate and respond to reports of Suspected Violations under this Policy.
- 1.3 **Conflict of Interest Policy** shall mean MPP's Conflict of Interest Policy, as amended from time to time.
- 1.4 **Covered Members** shall mean any member of the Board of MPP, member of the Expert Advisory Group, and Employees of MPP.
- 1.5 **Disciplinary Measures** shall mean sanctions on Employees as defined and regulated in the MPP Human Resources Policy, as amended from time to time.
- 1.6 **Employee(s)** shall mean a person working under an employment contract with MPP.
- 1.7 **Internal Policies** shall mean the following MPP policies: Code of Ethics; Conflict of Interest Policy; Private Investments Policy; Financial Management Policy; and Gifts & Hospitality Policy.
- 1.8 **Suspected Violation** shall mean a suspicion of a violation of any applicable laws, regulations or Internal Policies, or of fraud against MPP.
- 1.9 **Third Party(ies)** shall mean any individual or entity other than Covered Members.

2. Purpose

The purpose of this policy is:

- (a) to develop controls that will facilitate the detection and prevention of non-compliance, misconduct, or potential fraud against MPP.



- (b) to provide for an independent investigation by the Compliance Officer of reports by a Complainant of a Suspected Violation of any applicable laws, regulations and internal policies of MPP, and review thereof by the Chair of the Board.
- (c) to provide a framework for protecting the confidentiality of any Complainant reporting any concern.

3. Scope of application

This policy applies to all Covered Members.

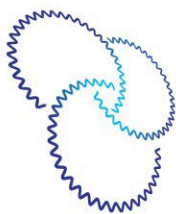
Suspected Violations may be reported by Covered Members or by any Third Party. This Policy, along with the contact information of the Compliance Officer, will be published on MPP's website to facilitate Third Parties to bring Suspected Violations to MPP's attention.

For clarity, this Whistleblower Policy does not apply to concerns, problems or complaints that an Employee has in relation to their employment. Such concerns, problems or complaints must be managed in accordance with the Grievance Procedure set out in MPP's Human Resources Policy.

4. Reporting Suspected Violations

- 4.1 This Whistleblower Policy is intended to encourage and enable Covered Members and Third Parties to raise concerns of Suspected Violations, including, but not limited, to the following:
 - (a) potential violations of internal financial, accounting and operational controls and procedures;
 - (b) misuse of resources;
 - (c) potential violations of applicable laws, regulations, or Internal Policies, and/or fraud against MPP.
- 4.2 Employees who become aware of a Suspected Violation may report it to the Executive Leadership Team (ELT) member in charge of the Employee's workstream or to the Executive Director. If the Employee is not comfortable informing their ELT member or the Executive Director of the Suspected Violation, or having done so, is not satisfied with their response, he or she should report the Suspected Violation via one of the channels identified in clause 4.3.
- 4.3 Suspected Violations can be reported by a Covered Member or by a Third Party:
 - (a) to the Compliance Officer (via email to compliance@medicinespatentpool.org); or
 - (b) via MPP's anonymous ethics hotline system, Expolink, which can be accessed via the Ethics Portal on MPP's website.¹
- 4.4 A Suspected Violation should be reported in writing as soon as possible and not later than six (6) months after knowledge of the event(s) that has occurred. The report should be factual and

¹ <https://medicinespatentpool.org/who-we-are/statutes-by-laws-policies/ethics-portal>



contain as much specific information as possible to allow for a proper assessment of the nature, extent and urgency of the case.

5. Acting in Good Faith

- 5.1 Any Complainant filing a report concerning a Suspected Violation must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation.
- 5.2 Any complaint by a Covered Member that proves not to be substantiated and which proves to have been made maliciously or knowingly to be false will be viewed as grounds for the dismissal of the Employee or termination of the services of the Board or EAG member.

6. Receiving and addressing allegations of Suspected Violations

Acknowledgement & follow-up

- 6.1. The Compliance Officer will acknowledge in writing receipt of reports or notifications of any Suspected Violations (unless the complaint is filed anonymously) within seven (7) days of receipt.

Thereafter, the Compliance Officer (as applicable) will endeavour to provide feedback to the Complainant within a reasonable timeframe not exceeding six (6) months, and to communicate to the Complainant the final outcome of the investigations triggered by the complaint, to the extent appropriate and permissible under relevant laws, regulations and MPP policies.

Assessment and investigation procedures

- 6.2 Upon receipt of a report of any Suspected Violations, the Compliance Officer will promptly notify in writing the Chair of the Board and the Chair of the Ethics and Compliance Committee, and will conduct a preliminary assessment of the allegation(s) based on any evidence available.
- 6.3 Based on the preliminary assessment, the Compliance Officer will advise the Chair of the Board and the Chair of the Ethics and Compliance Committee whether a full investigation appears to be necessary, as well as on measures to safeguard the confidentiality of the investigations.
- 6.4 The Chair of the Board will decide whether, based on the gravity of the allegation(s), the whole Governance Board should also be informed.
- 6.5 Where it is determined that further investigation is necessary, the Compliance Officer will investigate the case or, depending on the gravity of the allegation, recommend to the Ethics and Compliance Committee that the investigation should be conducted by an ad-hoc group of Board members, or by any another independent party.
- 6.6 The Compliance Officer will, either directly or through another independent investigator, provide a written report of the investigation to the Chair of the Board and the Chair of the Ethics and Compliance Committee who together will decide upon next steps, including



communicating the results of the investigation to the Governance Board or the Ethics and Compliance Committee, such that any appropriate action may be taken pursuant to the Covered Policies.

- 6.7 Where notified by the Chair of the Board, the Board or the Ethics and Compliance Committee will determine whether there are grounds for implementing Disciplinary Measures with respect to an Employee in accordance with MPP's Human Resources Policy.

7. Disciplinary action

Any disciplinary action taken against an Employee who is proven to have violated applicable laws, regulations, or Internal Policies; misused resources; or violated internal financial, accounting and operational controls and procedures, shall be conducted in accordance with the Disciplinary Measures of MPP's Human Resources Policy.

8. Protection from retaliation

- 8.1 It is contrary to the values of MPP for anyone to retaliate against any Covered Member or any Third Party who in good faith reports a Suspected Violation.
- 8.2 Examples of retaliation include negative actions such as, but not limited to, unwarranted poor performance evaluations, changes in job duties or other negative decisions affecting the individual's terms and conditions of employment.
- 8.3 An Employee who retaliates against any Complainant who has reported a violation in good faith is subject to Disciplinary Measures up to and including dismissal of such Employee.

9. Confidentiality and personal information

- 9.1 Suspected Violations may be reported on a confidential basis by the Complainant. Reports of Suspected Violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.
- 9.2 Unless the Complainant provides express consent, the identity of the Complainant will not be disclosed to anyone other than:
 - (a) an Employee who has a genuine need to know the Complainant's identity in order to properly investigate and address the Suspected Violation;
 - (b) the Compliance Officer; and
 - (c) a professional advisor or representative engaged by MPP for the purpose of addressing the complaint.

The foregoing shall apply equally to any other information from which the identity of the Complainant may be directly or indirectly deduced.

- 9.3 Notwithstanding clause 9.2, the identity of the Complainant and any other information referred to in clause 9.2, may be disclosed to the extent required by law, including in the



context of investigations by national authorities or judicial proceedings. In such cases, the Complainant should be notified prior to the disclosure where possible.

- 9.4 Any personal data disclosed or processed pursuant to this Policy shall be handled in accordance with MPP's Privacy Policy and Data Protection Policy (as applicable).

10. Awareness and training

Covered Members must familiarise themselves with this Policy. MPP will regularly organise training sessions. Covered Members are required to participate in training sessions.

11. Effective Date

This Policy comes into effect as of 31st of October 2016.

[Policy approved by the Governance Board of the Medicines Patent Pool Foundation on 31 October 2016, as amended on 15 February 2017, 20 September 2017 and 12 November 2025]