

Sub-Distributor Due Diligence Guidelines

Due Diligence on Intermediaries – Minimum Standards Guidelines

Third Party Sellers working with **Company** are responsible for evaluating their relevant business strategy and identifying whether a subdistributor or other agents or intermediaries (“Intermediaries”) should be utilized to support that strategy.

Where it is decided that such Intermediaries are required, the Third Party Seller must take reasonable steps to ensure that the Intermediaries are qualified, competent and reliable, and that they have high ethical standards and are committed to compliance with applicable laws, rules, regulations and the **Company** Code of Conduct (or equivalent).

As part of that evaluation, it is recommended that, as a minimum, the Third Party Seller should carry out the following due diligence:

- Collect names of Principals/Ownership of the Intermediary.
- Collect the names of all employees directly involved in the selling/promotion of **Company** products.
- Evaluate any potential conflicts of interests created through personal or family relationships between the Intermediary’s owners or employees, and healthcare professionals or government officials
- Confirm the Intermediary has necessary authorizations/licenses to conduct business in the applicable market/s.
- Conduct an on-site visit to the Intermediary’s business premises and warehousing facilities to be satisfied that they have adequate facilities to conduct the required business.
- Where possible, obtain business references provided by other companies that the sub-distributor represents to be satisfied that they have adequate expertise to conduct the business. Obtain financial references to ensure financial stability.
- Review media reports and similar public records to evaluate the Intermediary’s reputation.
- Inquire about current or recent legal actions or government investigations against the Intermediary.