



Our Code of Responsible Business Practice

July 2013

CSL Limited



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Our Code of Responsible Business Practice

Customer Focus. Innovation. Integrity. Collaboration. Superior Performance.

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CSL Limited

ABN 99 051 588 348

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Dear CSL Colleagues

I am pleased to introduce our second edition of CSL's Code of Responsible Business Practice (the Code). Like our first, this important publication has been approved by the Board and carries our full support and commitment.



Paul Perreault
CEO & Managing Director
CSL Group

In this edition, we have expanded content by incorporating feedback received from you. The practical examples, in the form of questions and answers, will help you better relate our expectations for the highest ethical conduct across the diverse operations in which we work.

Our purpose for the Code remains unchanged. It sets out the rights and obligations we have individually as employees and affirms our commitment to our stakeholders for the highest standard of conduct in all that we do. The Code will also help us deliver business goals sustainably and further our commitment to ongoing excellence in our engagement with each other and our stakeholders.

I ask you take some time to review the Code and understand how it impacts you, your role and the way in which you represent CSL in business and the wider community.

Your continued commitment to strengthen and protect our company and its reputation is critical to our success.

Paul Perreault
CEO & Managing Director
CSL Group

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1. Company Values and Guiding Principles

Our Values bind the CSL group of companies together through a shared commitment to:

- **Customer Focus**
being passionate about meeting the needs of our customers
- **Innovation**
seeking better ways of doing things
- **Integrity**
behaving ethically and honestly at all times
- **Collaboration**
working together to achieve better results for everyone
- **Superior Performance**
striving to be the best at what we do

1. Company Values and Guiding Principles *continued*

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This Code of Responsible Business Practice (Code) sets out the principles of conduct that underpin our Values:

- Conducting CSL's business with the utmost integrity by complying with all applicable local laws and regulations in all countries in which we operate, and by fulfilling all of our responsibilities to shareholders and the financial community;
 - Rules guiding employees and directors towards ethical decisions in situations of potential conflict of interest, political involvement, bribery and financial inducements;
 - Generally accepted workplace relations principles including mutual respect, non-discrimination and freedom of association;
 - The quality and safety of our patients, plasma donors and employees by adherence to health and safety standards, through compliance with manufacturing and other best practice standards, and through provision of safe employee work environments;
 - Investing in Research and Development in new products and improved products that improve patients' lives;
 - Contributing to the development of public policy in our areas of expertise.
 - Responsible environmental practices that minimise our environmental impacts; and
 - Guidance for creating and maintaining beneficial relationships with all the communities in which we operate.
- We have developed this Code and supplementary policies and procedures to help ensure that:
1. Our customers and the broader community can be confident that CSL is committed to operating with the highest integrity at all times;
 2. Our contractors, suppliers and distributors know what to expect from a business relationship with CSL and the expectations we have of them; and
 3. Our employees understand both their obligations to CSL and CSL's obligations to them.
- All of us have a responsibility to ensure that the role we perform in carrying out CSL's business is a constant reflection of these principles and the values of the organisation.

Making Good Decisions

An integral part of responsible business practice is making good decisions. When faced with a decision you should consider the following to help you in deciding what to do:

- **The Policy Test** – Is my proposed action consistent with this Code and other CSL policies?
- **The Legal Test** – Is my proposed action legal? Does it conflict with any applicable law or regulation?
- **The Values Test** – Is my proposed action consistent with CSL's values? Is it ethical and honest?
- **The Mirror Test** – What are the consequences of my proposed action? How will I feel about myself if I take the action?
- **The Others Test** – What will others think about my proposed action?
- **The Media Test** – Would I be concerned if there was a headline of my proposed action in the media?

If you have any doubts about a decision you are faced with having considered the above, you should discuss the decision you face with your supervisor/manager.

Q.
I would like further information on aspects of the Code. How do I get further information?

A.
Further guidance is provided by the specific CSL policies and support tools which are referenced throughout the Code and available on CSL's intranet. Local policies and standard operating procedures may also be applicable. If you still have questions or concerns it is important that you raise them with your supervisor/manager. You can also contact CSL Compliance, CSL Legal or CSL HR for further information on the Code.

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2. Business Integrity

CSL's Commitment:

At CSL, we are committed to conducting all aspects of our businesses in an ethical and transparent way. We deliver this through our unwavering commitment to compliance with all applicable local laws, regulations, guidelines and pharmaceutical industry standards and codes of conduct in the countries where we operate.

We will:

- Expect that all our employees comply with all applicable laws, regulations, guidelines, standards and codes wherever we operate;
- Ensure that management systems are in place to support compliance with all applicable laws, regulations, guidelines, standards and codes;
- Ensure that all our employees understand their obligations with specific reference to the way they carry out their responsibilities every day; and
- Measure and manage business outcomes and apply the principles of continuous improvement to enhance our responsible business practices.

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2.1 Risk management

Risk management is an integral element of CSL's overall corporate governance framework. We maintain a structured, consistent, enterprise-wide approach to risk management to help enhance the performance of our businesses. We have a collective responsibility to integrate risk management into our culture and into all our processes at every level.

CSL has adopted the Australia/New Zealand Standard ISO31000; 2009 (Risk Management Principles and Standards) as the basis of our co-ordinated global risk management process. CSL's implementation of risk management is detailed in the CSL Group risk framework.

This framework plays an important role in ensuring that we have adequate controls to mitigate the risks that could impact on our ability to meet our business and financial goals.

Q.

I am responsible for sales and marketing of certain of CSL's products across a number of different countries. How do I ensure that I and my teams comply with applicable laws and regulations?

A.

Wherever we operate CSL must comply with applicable national and local laws. These may vary from place to place, as different countries have different legal requirements. Should the applicable local legal requirements be less stringent than the Code in any aspect, then you must still follow the principles of the Code. You must also ensure that you comply with any applicable pharmaceutical industry standards and codes of conduct. CSL Legal may be contacted for advice on local legal requirements for each country.

2.2 Compliance with laws & regulations

At CSL, each employee is responsible for complying with the applicable local laws of the countries in which we operate.

In certain of our business, such as the marketing of our products, our relationships with other healthcare professionals and our research and development, we have made further commitments to comply with both local and internationally accepted pharmaceutical industry codes of conduct.

We expect our contractors, suppliers and distributors to comply with the applicable local laws of the countries in which they operate, and to observe all of the principles set out in this Code.

2.3 Internal controls and reporting

Accurate and complete business records are essential for the effective management of our business and to maintaining investor confidence.

At CSL, we are committed to ensuring the integrity and quality of our business record keeping and that all of our business records are created and managed to give a fair, true and accurate account of our business.

We have internal control systems to ensure financial statements comply with the applicable local laws of the countries in which we operate and to prevent fraud and other improper conduct.

Q.

I have been requested to undertake a review of all the records and draft documents I am holding. How should I decide what to dispose of and what to retain?

A.

The CSL Global records retention schedule establishes how long different types of information need to be retained and in general, you should dispose of records meeting or exceeding their retention periods. Two classes of records which must be retained are those which are the subject of a "hold order" or those considered to be "historical records". Further information is available from your site's Records Manager and in the CSL Global records management policy and any specific local records management policy or standard operating procedure.

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2.4 Information security

The management of our information technology ensures that our information assets are protected and held secure from a wide range of threats to ensure business continuity and minimize business risk. CSL's information technology security management is based on ISO 207001 and 207002.

Electronic equipment is primarily provided to employees to support CSL business objectives and employee responsibilities. Only software that is endorsed and supported by CSL may be installed on a CSL provided electronic device that has direct access to our critical business systems. All data and communications that relate to CSL's business and are created and/or stored on a CSL provided electronic device are the property of CSL.

It is the responsibility of each employee to ensure our information is secure. CSL recognises that internet use is widespread and has numerous benefits to both CSL and the employee. All online communications including the use of social media must adhere to the same principles and guidelines that apply to all other employee activities as referenced in CSL's policies. This includes not using content that is illegal, obscene, threatening or inappropriate.

Online activity must not disclose information that could be considered trade secrets or are otherwise confidential or proprietary to CSL. Personal use of the internet is permitted within the CSL work environment provided that it does not interfere with the performance of the employee's job, it is done in the employee's personal time (breaks, etc.) and it does not transmit any material in violation of any applicable law or which is damaging to a person's or CSL's reputation.

Q.

I just noticed a colleague who works in the next workstation looking at pornographic material on his computer at lunchtime. I don't find the images offensive, he's a good worker and does his job well. What should I do?

A.

Pornographic material is not allowed on CSL systems in any form and is a misuse of CSL property. The fact that your colleague is a good worker and the activity occurs during lunchtime are not relevant. You must report this to your manager/supervisor so that appropriate action can be taken.

2.5 Continuous disclosure

As a publicly listed company on the Australian Securities Exchange (ASX), CSL has obligations under Australian law and the ASX Listing Rules.

Subject to limited exceptions, we must continuously disclose information about CSL that a reasonable person would expect to have a material effect on the price or value of CSL securities.

CSL has a policy that sets clear guidelines and describes the actions that the directors and all employees should take when they become aware of information that may require disclosure.

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2.6 Trading in securities

We encourage all of our directors and employees to be long term holders of CSL shares. However, we must take care over the timing of the sale or purchase of any such shares.

Insider trading laws prohibit directors or employees from buying or selling CSL shares, where they are in possession of price sensitive information that is not generally available to the market.

Price sensitive information could include:

- The financial performance of CSL against its budget or forecasts;
- Entry into or termination of a significant contract;
- Actual or proposed mergers, acquisitions or joint ventures; or
- Progress of significant research and development projects against milestones.

We have a policy that helps directors and employees to fully understand their obligations in relation to insider trading, with particular emphasis on trading in CSL securities.

Insider trading is a criminal offence under Australian law.

Q.
My parents manage a share portfolio as part of their retirement savings. They have asked my advice on whether they should buy some CSL shares. I am aware that CSL has a number of new products in the pipeline and that research has proceeded well in the last year. Am I able to discuss this with my parents and to encourage them to invest in CSL?

A.
CSL employees are prohibited from trading in CSL shares if they are in possession of price sensitive information that is not generally available to the market. This prohibition extends to encouraging others to trade in CSL shares on the basis of such information. Ask yourself the following question: Do you possess information about CSL's research program or other business activities or plans which has not been released publicly through media or securities exchange releases and which, if known, would be likely to influence an investor's decision to buy or sell CSL's shares? If yes, you must not advise your parents on whether or not to trade in CSL shares. If no, you may advise your parents and they are free to trade. In the absence of your advice, your parents are free to trade.

Q.
When attending international conferences, I sometimes encounter former colleagues, who work at competitor companies. During a coffee break at one recent meeting, a former colleague began to talk about difficulties his company was having in preparing a tender for the supply of pharmaceuticals to a government agency. She sought my advice knowing that CSL has been successful in this area in the past. Is it permissible for me to provide general advice to my colleague?

A.
You must never engage with competitor companies in discussions on tenders as to which CSL has been, is or may be involved. Related issues which could arise, such as pricing policy, manufacturing capacity and strategy, and profit margins, are very sensitive and must always be avoided. If conversation follows this path, you must remove yourself even if you are not a contributor to the discussion. It is important that CSL employees not only comply with trade practices and competition laws but also avoid any perception otherwise.

2.7 Trade practices

Compliance with trade practices and competition law is fundamental to our integrity and good reputation.

CSL supports the principle of free competition and forbids practices that would in any way:

- Mislead consumers or restrict access to therapies;
- Result in pricing that would be in contravention of applicable trade practices or competition laws; or
- Constitute other unfair practices.

We have compliance training programs in place to ensure that relevant employees understand their own and CSL's obligations in relation to applicable trade practices and competition laws. These programs are delivered at the local business unit level and cover the systems we have established for identifying, communicating, reporting, investigating, and resolving any non-compliance with such laws.

Breach of trade practices and competition laws can result in serious consequences for CSL and employees, including substantial fines and imprisonment, and is regarded by CSL as serious misconduct, which may lead to disciplinary action up to and including termination.

2. Business Integrity

continued

2.8 Conflicts of interest

A conflict of interest can occur where a private interest is inconsistent with an employee's obligation to serve the interests of CSL. In carrying out their responsible duties at CSL, all directors and employees are expected to put the interests of CSL ahead of their private interests.

This includes where:

- A private interest (financial or otherwise) could conceivably influence an employee's judgment in handling CSL business;
- An employee's allegiance to immediate family or any third party, group or organisation is regarded as competing with the interests and concerns of CSL;
- An employee has an interest in a transaction in which it is known that CSL has or may have an interest; or

- An employee receives fees, commissions or other compensation from a supplier, a competitor or customer of CSL.

To avoid any potential or perceived conflict of interest, an employee must seek the permission from their manager in order to commence or continue any outside employment.

We have management systems and processes in place for dealing with and resolving any conflicts or potential conflicts that may arise.

We encourage employees to declare any potential conflict of interest to their manager as early as possible to help us plan ahead and avoid the conflict.

Q.

As a CSL site manager I am seeking a contractor to provide training on health and safety procedures to employees and visitors to the site. My husband is a professional health and safety trainer who is widely recognized for his experience and capability in this area and his rates are fair. Is it ethical for me to offer him the work?

A.

If you offer the service procurement contract to your husband you may put yourself in a position of having to choose between your support to your husband and CSL's business interests. This is a clear conflict of interest. Even if it were not, the situation may be perceived by others to be a conflict. Should you wish to pursue the matter you must notify your supervisor/manager declaring the conflict of interest and not proceed with offering your husband the contract unless and until you have authorization for an appropriate way of independently managing the procurement process.

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2.9 Bribery & corruption

No CSL businesses or employees will directly or indirectly offer, pay, solicit or accept bribes or give or receive personal financial rewards or inducements in exchange for making business decisions. This applies regardless of the size of the reward or inducement.

Our employees and directors must not accept gifts or entertainment where to do so might influence, or might be perceived to influence, objective business judgment.

We have a policy and compliance training programs in place to ensure that relevant employees understand their own and CSL's obligations in relation to avoiding bribery and corruption. These programs are delivered at the local business unit level and cover the systems we have established for identifying, communicating, reporting, investigating and resolving any non-compliance with CSL's policy and applicable laws.

Breach of bribery and corruption laws can result in serious consequences for CSL and employees, including substantial fines and imprisonment, and is regarded by CSL as serious misconduct, which may lead to disciplinary action up to and including termination.

Q.

I am a member of a team established by CSL to assess possible alternative water filtering technologies for CSL's manufacturing facilities. As part of the assessment I am required to visit sites across Europe where one of the technologies is in operation. The supplier of one particular technology has offered to meet all first class travel expenses for the team and their respective partners. May I accept this offer?

A.

Accepting this offer contravenes CSL policy on accepting gifts, as it could be perceived as an attempt to influence your impartial assessment of the technology and CSL's subsequent procurement decision. In offering first class travel and including partners the gift is extravagant in value and exceeds normal business practice. If you require further clarification you should speak with your supervisor/manager, CSL Compliance or CSL Legal.

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2.10

Market practices

2.10.1

Marketing to healthcare professionals

The way in which pharmaceutical companies interact with healthcare professionals is an important issue for the industry. Pharmaceutical industry organisations around the world have established various codes of conduct to regulate these interactions.

Our practices are informed by these codes and their underlying ethical principles. We are committed to complying with any applicable local laws and regulations on this issue in each country where we operate.

Marketing in the pharmaceuticals industry takes many forms and may include:

- Sponsoring conferences and medical seminars;
- Sponsoring healthcare professionals to speak at conferences and medical seminars; and
- Sponsoring trips for healthcare professionals to attend conferences or medical meetings.

We consider each case carefully with an emphasis on ensuring that our products and services are represented truthfully, fairly and accurately.

We have policies and compliance training programs in place to ensure that relevant employees understand their own and CSL's obligations in relation to marketing to healthcare professionals.

Q.
Attending medical association meetings provides a good opportunity to engage with healthcare professionals to exchange information or otherwise benefit CSL's business interests. Is it permissible to buy a meal for a healthcare professional in the course of these discussions?

A.
In general, it is permissible to buy a meal for a healthcare professional as part of a legitimate business relationship and provided the meal is neither extravagant considering the circumstances nor likely to be perceived as an attempt to improperly influence a business decision. You also should confirm with the other party that by paying for a meal you are not contravening their organisation's policies. In addition, there are different laws and codes covering the provision of meals or gifts to healthcare professionals in different countries, and these must be observed. Also, healthcare professionals may also be considered as government officials and additional rules may apply as a result. Please consult with CSL Compliance or CSL Legal if you require further guidance.

2.10.2

Labelling and product claims

CSL's reputation and success as a trusted supplier of medicines relies on ensuring our products are accurately represented.

The labelling and advertising of pharmaceutical products is highly regulated. Advertising and promotional materials must always be true, must comply with the terms and conditions of any marketing authorisation (i.e. no "off-label" promotion), must accurately describe the products, and must not mislead.

Advertising and direct to consumer advertising of prescription medicines are strictly regulated, and in some cases, for direct to consumer advertising, prohibited under applicable local laws in the countries where we operate.

2.10.3

Product disclosure

Product disclosure statements connected to any product manufactured or distributed by CSL are strictly controlled by applicable local laws globally.

Such statements are intended to ensure healthcare professionals or patients are protected from unintended misuse of products and are fully informed as to the appropriate use and application of our products.

We seek to ensure that all important information is included in product disclosure statements and kept up to date. The omission of important information in product disclosure statements or marketing material may be construed as misleading and deceptive.

CSL has strict policies and processes for the approval of product information (via our medical affairs and regulatory departments).

We have in place extensive internal training programs to ensure that all relevant employees understand and implement these policies and processes.

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2.11 Entertainment and gifts

CSL accepts that, from time to time in the course of conducting business, employees may wish to provide gifts to or entertainment to customers, potential customers or others with whom CSL does business.

The provision of gifts or use of entertainment should be selective, appropriate and moderate. Entertainment of fellow employees at CSL's expense is discouraged except in specific circumstances, and then must be approved by senior management.

When the provision of a gift or entertainment is deemed appropriate, the type of gift or entertainment selected should reflect professional and community standards of ethics and good taste, comply with applicable laws and industry codes and be consistent with our stated values.

Accepting entertainment or gifts during purchasing and/or other contract negotiations in connection with CSL's business is not permitted (please also refer to Section 2.9 (Bribery and corruption)).

Some countries have regulations in place that prohibit or constrain the provision of gifts or entertainment to healthcare professionals and government officials. We train all relevant employees to ensure compliance with such requirements.

We have a policy and compliance training programs in place to ensure that relevant employees understand their own and CSL's obligations in relation to the provision of gifts and entertainment. These programs are delivered at the local business unit level and cover the systems we have established for identifying, communicating, reporting, investigating and resolving any non-compliance with CSL's policy and applicable laws.

Q.
I have recently completed a project involving employees from a partner research organization and to celebrate I would like to take the researchers and some CSL employees involved in the project to a local finals football event. Is this allowed?

A.
You should refer this proposal to senior management for a decision. To gain approval you would need to demonstrate that the entertainment is appropriate and moderate considering the significance and scale of the project and the nature of the business relationship and is otherwise in compliance with CSL's policy and applicable laws.

2.12 External stakeholder relations

2.12.1 Political donations

CSL accepts that companies may need to be involved in the political environment of the country in which they operate to ensure that legitimate business and stakeholder interests are considered in the development of public policy.

We require that any donations made to support the work of party and political candidates or representatives shall be reasonably balanced among parties and candidates or representatives and must be made in accordance with local laws and regulations and applicable authorization levels.

We believe transparency of political donations is important for pharmaceutical companies given the critical role governments play in the regulation, reimbursement and procurement of medicines. CSL will publicly disclose the total value of donations annually in its Corporate Responsibility Report and on our website.

2.12.2 Participation in public policy

CSL believes that we have an important role to play where public policy is being developed on issues that directly impact our businesses and where we have particular expertise.

We co-operate thoughtfully with the relevant industry associations in the development of industry and economic policy.

Where we feel CSL brings a unique and important perspective to an issue being discussed by governments, we may consider making an independent submission to provide input to and advocate for an informed debate.

2. Business Integrity continued

2.12 External stakeholder relations continued

2.12.3 Dealing with Government

CSL operates in areas that are heavily regulated. Our employees are likely to come into contact with Government officials responsible for the negotiation and management of contracts with us, and the development and enforcement of regulations that affect us.

If one of our employees has occasion to do so, they must provide information honestly and avoid falsification or omissions. We must preserve all records relevant to any Government negotiation, enquiry or litigation, in accordance with the CSL Global records management policy and procedures and all our interactions with Government must be compliant with Section 2.9 (Bribery & corruption) and Section 2.11 (Entertainment and gifts) of this Code.

2.12.4 External communications

CSL has authorised appropriate spokespeople to comment on our business issues to media, analysts and Government. Only those authorised spokespeople should make such comment.

Q.

I work in a CSL Plasma collection centre and recently received a telephone enquiry from a newspaper journalist concerning the safety of one of CSL's plasma-derived therapies. Should I respond based on what I know about this topic or reply "no comment"?

A.

Information released publicly via the media can have important and sometimes unforeseen financial or legal impacts and affect CSL's corporate reputation. It is vital that all public comment provided by CSL including through responses to media questions is accurate, timely and consistent. Consequently only authorised spokespersons should provide any public comment on behalf of CSL. You should politely reply to the telephone enquirer that you will arrange an appropriate spokesperson to respond as soon as possible. You should ascertain the nature of the enquiry and the caller's contact details. You must then refer the inquiry to CSL's Public Affairs representative for your region immediately.

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2.13 Privacy

2.13.1 Privacy of information from third parties

CSL respects and is committed to protecting the privacy of all of the individuals it deals with including patients, plasma donors, healthcare professionals, collaborators, suppliers and contractors. In this regard, it is important that we comply with all applicable local laws in a timely and efficient way, both as a legal obligation and as a matter of good corporate practice.

When we collect, process, store and transfer personal data, we will take appropriate precautions, in accordance with all applicable local laws, to ensure that privacy is respected and protected.

We have a policy and compliance training programs in place to ensure that relevant employees understand their own and CSL's obligations in relation to the management of personal information in accordance with applicable local laws.

Q.

I am a sales representative and I would like to contact patients who use one of CSL's products to participate in a patient support program. Can I request patient details from a healthcare professional who I know has a large number of patients who use this product?

A.

In all countries, there are privacy laws that must be complied with in relation to the collection and use of personal information. In most cases, personal information related to a person's health is held to an even higher standard. In order to gain access to any individual's personal information, you must obtain or see evidence of their direct individual consent to the collection of that information and the intended use of that information. Please contact CSL Compliance or CSL Legal for further information.

2.13.2 Privacy of employee information

CSL ensures that the management of employee information balances the individual's right to privacy with our legitimate business needs. We will therefore only collect employee's personal information where it is necessary for our business needs, and we will do so in a manner that is not intrusive and complies with applicable local laws.

We are committed to informing employees of their right to understand the purpose for which we collect information, their right to examine their own records and to correct any errors held on file.

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3. Safety and Quality of Our Products

CSL's Commitment:

As a trusted and respected provider of healthcare solutions to many communities globally, CSL is committed to the development, manufacture and supply of high quality, safe products that improve the health and well being of our patients.

We will:

- Maintain quality systems and ensure that quality processes are understood and rigorously maintained by our employees;
- Ensure that our contractors, suppliers and distributors are a part of the same process and that other pharmaceutical companies, whose products we in-source, are actively committed to these same principles;
- Notify regulatory agencies and other stakeholders as appropriate if we become aware of any safety or quality issues with any of our products;
- Work with the World Health Organisation ("WHO") and governments to investigate and prevent any instance of counterfeiting of our products;
- Consistently apply pharmaceutical industry best practice standards for the conduct of research and development involving animals and clinical trials with patients or individuals; and
- Implement practical business systems that protect the rights of individuals who come into contact with CSL.

3. Safety and Quality of Our Products

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3.1 Bioethics

3.1.1 Research and development

Medical research and development is vital in advancing solutions to disease and global health challenges. Healthcare professionals and the broader community rely on the safety and efficacy of pharmaceutical products, and that these products are proven through clinical trials and developed in a regulated environment.

At CSL, we are committed to carrying out such research in a transparent way, with respect for people in clinical trials, and with close and appropriate monitoring of animal welfare during animal based trials.

Our approach accords with government regulations and pharmaceutical industry good practice codes for clinical trials and animal testing.

3.1.2 Clinical trials

CSL conducts clinical trials in accordance with the current Guideline for Good Clinical Practice (GCP) of the International Conference on Harmonisation (ICH), the Declaration of Helsinki, and applicable local laws and regulations of the country in which the clinical trial is conducted.

These standards outline the community's expectation of pharmaceutical companies for conducting and managing clinical trials including informed consent and the protection of patient safety and privacy.

We have well developed project management procedures that ensure the implementation of and compliance with these standards.

We are committed to ensuring the transparency and public accessibility of information related to our global clinical research activities. We register our sponsored clinical trials on a public registry before trial initiation and disclose the results of these trials in a timely fashion.

We are also committed to ensuring that, where we are involved in the in-sourcing of pharmaceutical products developed by other pharmaceutical companies, those products have been approved by the relevant therapeutics regulator that monitor these standards.

3.1.3 Stem cell research

While CSL does not undertake research involving embryonic stem cells, we have a responsibility to continue to monitor developments in all fields of research for potential application to biological medicines for the benefits to patients.

3.1.4 Animal welfare

At CSL, we are committed to maintaining the highest standards of welfare for all animals involved in our research. Any product trials conducted using animals are licensed and closely regulated under applicable local laws and international codes of practice. We apply these laws and codes of practice rigorously.

At CSL, we have Animal Ethics Committees (each an AEC) whose role is to ensure that scientific activities that are conducted using animals are consistent with the relevant regulations and codes, and wherever possible and permissible by law, follow the 3R principles:

- **Replacement** of animals with other methods
- **Reduction** in the number of animals used; and
- **Refinement** of techniques used to reduce the impact on animals.

We will not start any scientific procedure or program involving the use of animals unless and until the AEC has approved the:

- Scientific procedures
- Premises; and
- Technical qualifications of persons involved in the research.

The AEC must determine that the trials are justified, after weighing the scientific value of the projects against the potential effects on the welfare of the animals, prior to consenting to the start of any projects using animals.

3. Safety and Quality of Our Products

continued

3.2 Adverse events

Patient safety is of paramount importance to us.

CSL is committed to continuously evaluating the benefits and risks of our products, by collecting meaningful data on adverse events, and reporting transparently to patients, healthcare professionals and therapeutic regulators.

We have an extensive pharmacovigilance program and are committed to maintaining and improving management systems and employee training that supports this program.

Q. While attending a recent social event a guest related to me the story of their child who had experienced an unusual side effect after receiving a CSL product. What should I do?

A. CSL takes product quality and safety very seriously and you have a responsibility to report all adverse reactions or product quality complaints immediately. You must report this incident as soon as possible ensuring that in doing so appropriate steps are taken to protect the privacy of the patient. Please refer to the CSL intranet for further details on how to report adverse reactions or product quality complaints.

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3.3 Quality

Our patients rely on the processes at CSL to ensure that our products meet their expectations for quality and safety. We are committed to developing, producing and marketing quality products that benefit all stakeholders including hospitals, healthcare professionals and patients.

We achieve this by ensuring that our products, processes and services meet all relevant specifications and are in compliance with all applicable local laws at every step in the production process.

Our policy is to comply with applicable local laws and industry standards relevant to our operations such as the Code of Good Manufacturing Practice (cGMP), the Code of Good Laboratory Practice (cGLP), Code of Good Distribution Practice (cGDP) and other similar standards applicable to the pharmaceuticals industry.

Each CSL Group company has a quality system that underpins the development, manufacture and supply of our products

We are audited by regulatory agencies to ensure that our systems and products meet the compliance requirements of applicable local laws and codes.

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3.4 Supply chain

3.4.1

Quality in the supply chain

CSL's supply chain in its simplest form involves suppliers, contractors, research & development, clinical trials, pilot production, manufacturing, logistics, marketing distribution and post-marketing surveillance.

We require and have put in place a clear set of high level policies that cover all areas of the supply chain to ensure that we comply with cGMP and cGDP.

We also establish quality agreements that relate to product driven interfaces within the CSL Group or with outside contract manufacturers. These describe roles, responsibilities and systems that help ensure compliance with cGMP and cGDP requirements.

3.4.2

Supply chain management

CSL selects suppliers and contractors using fair and transparent processes making full use of competitive markets whenever possible. We also routinely review existing supplier and contractor relationships.

We expect our contractors, suppliers and distributors to comply with the applicable laws and regulations of the countries in which they operate, with the same internationally accepted best practices that we comply with, and with all the other standards set out in this Code, including:

- Avoiding conflicts of interest that may arise as a consequence of working with CSL;
- Behaving ethically and responsibly in the market place and supporting principles of fair competition;

- Use of confidential information including proprietary information and trade secrets;
- Identification and appropriate management of all risks associated with their contracts;
- Treating all employees with dignity and respect; and
- Managing their direct and indirect health, safety and environmental impacts in a responsible manner.

We expect contractors, suppliers and distributors to continually improve their performance by setting performance objectives, executing implementation plans and taking appropriate corrective actions for deficiencies identified by internal or external assessments, inspections and management reviews.

Q.

I have been asked to secure the ongoing supply of some raw materials for a new project CSL is commencing. What principles and processes should I apply in the selection of a supplier?

A.

CSL maintains a Global sourcing and procurement policy that must be followed in all cases. The underlying principle is to ensure that the chosen supplier is reputable and that the selection is based on quality, product, service and price. The supplier must comply with relevant state and national legislation as well as the Code and related policies. This includes competitive sourcing principles, vendor risk assessments and supplier performance management processes. Your Site Sourcing Manager will assist you through the process.

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3.5 Human rights

CSL recognises its responsibility to respect the rights of its patients, clinical trial participants, plasma donors, healthcare professionals, clients, and employees.

Where we are working with other manufacturers, contractors, suppliers and distributors of products that form part of our total supply chain, we expect their policies and practices to similarly respect these rights.

Regardless of which country we are operating in, all of our operations are governed by the United Nations Declaration of Human Rights and the OECD Guidelines for Multinational Enterprises and the rights that they set out.

Practically these translate into the aspects of our business which are listed below:

3.5.1 Child labour

We recognise the right of every child to be protected from economic exploitation. We are therefore committed to the minimum age labour requirements in every country in which we operate.

3.5.2 Clinical trial participants

Individuals should not be the subject of clinical trials without the protection of their fundamental rights as patients or without providing their fully informed consent.

We will ensure that products that are part of our research and development programs or products that we in-source from other pharmaceutical companies are not involved in any way with breaches of these rights.

3.5.3 Donors

We recognise that plasma and blood donors are important stakeholders in many parts of our business. We take good care of donors from whom we draw plasma or blood and treat them with respect and courtesy.

3.5.4 Employee representation

CSL encourages employees to raise questions and concerns directly with their supervisor/manager. Employees have the right to have their questions answered in a fair and timely manner.

All our employees have the right to seek representation without fear of intimidation, reprisal or harassment.

3.5.5 Legal entitlement and minimum wage

We will comply with workplace laws in all the environments in which we operate and our employees will receive payment which meets or exceeds the minimum wage for their work and all employment benefits that they are legally entitled to receive.

In all cases, the CSL terms and conditions of employment will meet or exceed minimum legal standards.

Q.
A supplier who we wish to work with on the basis of the quality and price of its products is unable or unwilling to answer questions relating to its employment of child labour, acceptance of workplace representation and other workplace practices. Can we proceed to buy from them?

A.
No – we require our suppliers to be compliant with these workplace practices and to provide assurances that show they are committed to them. If any supplier fails to meet this standard, we must not do business with them.

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4. Safe, Fair and Rewarding Workplace

CSL's Commitment:

CSL is committed to a fair and rewarding working environment for all of its employees and contractors where there is mutual trust and respect.

We are also committed to providing a workplace that is safe and supportive of employee and contractor well being. We recognize the value of work life balance and consider it in development of our policies.

These commitments help ensure that we maintain a reputation as a progressive organisation that attracts high calibre employees, provides a stimulating and satisfying work environment, and engages and retains talented leaders and employees in a competitive employment market.

We will:

- Provide a workplace that is free of harassment and discrimination;
- Respect and encourage diversity in the workplace;
- Ensure that remuneration always meets or exceeds legal standards and rewards employees in a way which reflects the fair market value of their services;
- Provide appropriate support and opportunity for professional development and career progression;
- Protect the health and safety of our employees and contractors;
- Ensure that our employees have the right to seek representation without fear of intimidation, reprisal and harassment; and
- Provide our employees with access to professional and independent counseling programs to support them through periods of difficulty.

4. Safe, Fair and Rewarding Workplace continued

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4.1

Workplace standards

4.1.1

Recruitment

CSL provides a fair process for the recruitment, selection, promotion and transfer of potential and current employees. Global principles are in place to ensure that sourcing, recruitment and selection processes are consistently applied across the CSL Group.

We support learning and development and encourage our employees to develop their careers within the group.

We ensure that there is integrity in the management of the selection process and that it is free of unlawful or inappropriate bias.

In some circumstances we engage the services of independent third parties as contractors and consultants. While they are not employees of our organization, they are important to our success and we are committed to practices which meet legal and tax obligations, maintain proper health and safety arrangements and treat individuals with respect.

4.1.2

Equal employment opportunity (EEO) and workplace harassment

CSL prohibits less favourable treatment of a person on the basis of attributes such as gender, age, race, religion, disability and sexual orientation. We will not tolerate harassment in any form, including bullying and occupational violence in any workplace context, including off site conferences, training or social events.

We comply with the requirements of all applicable local laws and at a minimum will:

- Inform and educate our managers and employees of the promotion of equal opportunity awareness and familiarity with local legislative requirements;

- Make employment and promotion decisions based on merit;
- Clearly communicate that we will tolerate no harassment or discrimination of any kind in the workplace, and that possible disciplinary steps will be taken for breaches of the policy;
- Establish procedures that are consistent with the principles of natural justice for those wishing to make a complaint or seek advice; and
- Assure our employees that we will maintain their confidentiality to the maximum extent permitted by the circumstances.

Q.

I am recruiting to fill a position on the production line at a manufacturing facility. The position requires frequent movement around confined spaces and I am concerned that a person with a disability would not be able to perform this job safely. Should I discourage disabled people from applying?

A.

No – this would be against the Code and relevant CSL policies and may also be illegal. First ensure the job specification and selection criteria accurately reflect the real and essential requirements of the job. Your concern for safety might be well based, but you cannot prejudge the ability of a disabled candidate to perform the role. You must also take into account that CSL will make reasonable adjustments to allow disabled people to participate equally in the workforce. Please contact CSL HR or CSL Legal who will be able to help you.

Q.

One of my colleagues has told me he is homosexual and I have heard him being subject to jokes and negative comments about his lifestyle. What should I do?

A.

Workplace harassment is against the Code, CSL policy and may be illegal. It can negatively impact the whole work group. If you have observed incidents or overheard communications that make you uncomfortable, you should report the behavior you have observed directly to your supervisor/manager or CSL HR. If the matter remains unresolved, CSL has a reporting or “whistleblower” process to report concerns. Please refer to the CSL intranet for further information.

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4.1 Workplace standards continued

4.1.3 Health and safety

CSL is committed to operating in a safe, responsible manner, which respects the health of our employees, customers and the communities in which we operate.

All of our employees, contractors and visitors have a responsibility to manage and maintain a workplace that protects the health and safety of workers.

In each operation we implement a health and safety management system that:

- Complies with all applicable laws and licensing requirements for our operations;
- Develops, implements and assesses health and safety management plans to minimise risk and take advantage of improvement opportunities;
- Sets health and safety targets, and ensures performance against these targets are closely monitored, measured and reported on a continual basis;
- Communicates our health and safety objectives to all our employees, ensuring they understand the contribution they can make to achieving our overall health and safety goals;

- Encourages all our employees to be involved in the improvement of health and safety performance;
- Operates our facilities to the highest standards to protect our employees, contractors, visitors and the community in which we operate;
- Ensures policies, procedures and instructions are understood, widely implemented and adhered to;
- Consults with our employees on health and safety matters to ensure a continuous improvement process;
- Provides appropriate training and resources so that our employees are equipped to work safely in an incident free workplace; and
- Ensures that contractors and visitors on our sites understand their health and safety obligations and business objectives.

Employees, contractors and visitors must report any accident, injury, illness, unsafe or unhealthy condition, incident, spill or release of material so that appropriate action can be taken to prevent, correct or control these conditions.

Q.
My supervisor/manager demands that we meet production targets that can only be met by breaking health and safety procedures. What should I do?

A.
Health and safety procedures must never be compromised and putting health and safety procedures second to production targets is unacceptable. You should first discuss your concerns with your supervisor/manager. If you are uncomfortable in doing this or you are unsuccessful in getting their attention, you should speak to your health and safety manager or other senior management. If the matter remains unresolved, CSL has a reporting or “whistleblower” process to report concerns. Please refer to CSL’s intranet for further details.

4.1.4 Rehabilitation

It is important that CSL employees can return to work after an injury or illness as soon as is deemed appropriate on medical advice. Our policy and practices on rehabilitation of employees therefore have the dual objectives of:

- Recognising rehabilitation is a part of the compliance requirements for workers compensation, and
- Ensuring that the rehabilitation programs that we establish address the psychological and social impact of employee injuries in the workplace.

We are committed to helping our injured or ill employees return to work through early intervention and development of case management plans that help the employee regain their position in the workplace.

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4.1 Workplace standards continued

4.1.5 Termination and separation

When CSL terminates an employee, we will do so in a manner that is consistent with applicable local laws and is in line with CSL's human resource policies.

This may occur:

- Where there are valid reasons connected with the employee's capacity, conduct or performance;
- When there is no longer a business need for the employee's role;
- In the case of "at-will" employment, at the validly exercised discretion of the employer or employee, with or without cause; or
- As otherwise prescribed under local employment conditions or individual contracts.

4.2 Professional behaviour

4.2.1 Mutual respect

CSL sets high standards for professional and ethical conduct that at all times governs the way we interact with customers, suppliers, fellow employees and members of the public.

This includes:

- No tolerance for intimidation, hostility or threats;
- Extending courtesy and respect to individuals;
- Respecting the personal property of others and the property of CSL;
- Acting fairly and honestly at all times;
- Working together to achieve better results;
- Seeking to understand and meet stakeholders' needs; and
- Taking steps to understand the laws and customs of the different countries in which we operate.

4.2.2 Disclosure of confidential information

CSL expects employees to respect the confidentiality of information obtained during their employment with us and not to disclose or use such information except for a CSL approved purpose.

Information that is covered includes but is not limited to:

- CSL pricing policies;
- Strategic and product development plans;
- Financial information;
- Customer information; and
- Inventions and discoveries.

We require that our employees assign and transfer to CSL at any time without further consideration, any intellectual property developed by them in the course of their employment by CSL or developed from CSL's intellectual property. The only exception to this is where applicable local laws require that consideration is payable, in which case, the consideration payable will be the minimum payable under the applicable local laws.

Q.
A healthcare professional with whom I am good friends is always anxious to provide the best available treatment and information to her patients. She has asked me for information on the results of some early stage clinical trials that CSL is conducting. As the healthcare professional is bound to respect patient confidentiality is it permissible to inform her of the outcome of the trials?

A.
CSL confidential information such as clinical trial results must not be disclosed or used for any purpose unless specifically approved by CSL. Consequently, you must be very careful what you discuss in conversations with this healthcare professional, restricting information that you provided to that which has already released into the public arena.

4. Safe, Fair and Rewarding Workplace continued

4.2 Professional behaviour continued

4.2.3 Internal communication

CSL is committed to ensuring that all our employees have appropriate access to relevant CSL information that will enable them to perform their jobs effectively and to better understand our business decisions.

Our internal communications process is designed to share internal information, improve decision making, and disseminate published strategic decisions that promote a shared understanding of our values and direction.

Subject to considerations of confidentiality, privacy and commercial sensitivity, we will make information about CSL available to employees in a timely manner.

We have put in place procedures to provide guidance on the development, approval and publishing of printed and electronic materials.

Q.
I am concerned about a work colleague whose behavior on occasion suggests that he is under the influence of alcohol while on duty. I know he is experiencing stress in his home life and do not wish to exacerbate his personal situation but I fear that his and his colleagues' safety may be in jeopardy. What should I do?

A.
Although you may not be sure that alcohol is the cause of the behavior that you have observed, if you have workplace safety concerns, you must report your concerns immediately to your supervisor/manager and your health and safety officer. The situation can then be investigated and actions taken as appropriate to protect the health and safety of your colleague and other employees.

4.2.4 Drugs & alcohol

To maintain a safe working environment, employees must not misuse drugs or alcohol while on CSL business. Additionally, the illegal or unauthorised use, possession, sale, purchase or transfer of drugs and alcohol is prohibited at all times.

Managers responsible for CSL functions must ensure that the service of alcohol is responsible, provided that the service of alcohol is not otherwise prohibited by local laws or local CSL policies.

Any of our employees who have a dependency problem will be provided with specialised counselling support.

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4.3 Employee rewards

4.3.1 Performance management

CSL ensures that employees in each business unit and country understand how they can contribute to the success of CSL. This includes:

- Ensuring that the performance standards and expectations for each employee are understood;
- Individual objectives, where appropriate, are achievable and are reviewed with regard to both business outcomes and CSL values;
- Encouraging collaboration between the employee and their line manager, relevant colleagues, teams and stakeholders in relation to reviewing performance; and
- A performance management framework comprising systems and procedures that support the effective management of these practices in all of our businesses.

Q.
I established a workplan with my manager and understood that this would be the basis of my annual performance assessment. It is now time for my manager to conduct my performance review however my supervisor/manager has not raised this with me. What should I do?

A.
The CSL performance management system, including the appraisal process, operates through open and constructive conversations between supervisors/managers and their direct reports. You should remind your supervisor/manager that it is time for your appraisal and schedule a time for this to occur in an uninterrupted and private environment. You and your supervisor/manager should go prepared to discuss how you have reached your targets over the preceding year, other ways in which you added value in your role including on agreed business priorities which were not known at the time the workplan was created, any difficulties experienced, your future workplan and development needs. Further guidance regarding annual performance assessments will be provided by CSL HR for your region.

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4.3

Employee rewards continued

4.3.2

Remuneration philosophy

CSL directly relates the level of our employees' remuneration to their role in the business. We use a consistent job evaluation methodology across the group, enabling direct comparison of job size and we monitor the fair market value of roles in different roles in different locations.

Our performance management system involves the establishment of performance objectives, and management of performance related remuneration.

In order to compete for, and retain, high calibre talent, CSL offers remuneration which is competitive in the local market for the specific role. Executive remuneration packages include fixed remuneration, and performance related rewards in the form of short term cash incentives and long term incentives aimed at aligning the interests of employees and shareholders.

In all countries in which we operate, CSL will make a contribution to employee retirement plans in a form consistent with local market practice.

CSL will reimburse employees for legitimate work-related expenses personally incurred during the course of conducting business, such as when on business travel or when attending work-related conferences. In all cases, supervisor/manager approval is required for all reimbursement claims.

4.3.3

Recognition of service

Across CSL, all businesses will recognize continued good service of employees over a series of service milestones.

4.3.4

Learning & development

CSL is committed to investment in learning and development to continually improve the ability of its employees to carry out their roles in a way which is compliant, safe and effective. We make professional development opportunities available to employees at all levels and we build a pool of talented leaders ready to assume future leadership roles across the group.

Our learning and development system includes:

- Identification, implementation and evaluation of employee learning and development consistent with individual work plans and business requirements;
- Clearly defined links with the performance management processes including behavioural feedback consistent with our values;
- The application of leadership capabilities which include management and learning and development of teams and individuals;
- Fair access to learning and development in line with equal employment opportunity principles;
- Identification of high potential individuals by means of a common and consistent global approach;
- A global approach to succession planning to maximize career development and deployment of talent.

4.3.5

Disciplinary action and counselling

CSL maintains standards of performance and conduct in the workplace through the appropriate use of informal counselling, employee training, formal counselling and disciplinary actions which result in penalties including dismissal.

Conduct deemed to be serious and wilful misconduct may include behaviour that is:

- Illegal;
- Damaging to the business;
- A risk to the safety and integrity of CSL and its employees; or
- In breach of this Code, and other internal policies and procedures.

The action taken in response to misconduct will depend on the severity of the situation and will be consistent within the workplace as well as meeting legal requirements of the environment. In all cases employees will have the opportunity to explain their actions.

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5. Community

CSL's Commitment:

At CSL, we are committed to helping build healthier communities globally and in locations where we operate. We seek to do this in a way that aligns with our long-term business goals and uses our unique expertise and benefits.

We will:

- Actively pursue community or charitable programs that will improve health and quality of life in our communities in the most effective way;
- Ensure that our employees can be involved and are committed to the delivery of those programs in their capacity as CSL representatives; and
- Respond appropriately to humanitarian crises or relief work where our products or special skills are required.

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5.1

Community contributions

CSL has developed an overarching community contributions framework that allows us to support our communities in a meaningful way through our core businesses and in conjunction with employees and other stakeholders.

Our investment in society is characterised by:

Support for Patient Communities

- Enhancing quality of life for patients in the conditions our therapies treat.
- Improving access to our biological medicines.

Support for Biomedical Communities

- Advancing knowledge in medical and scientific communities.
- Fostering the next generation of medical researchers.

Support for Local Communities

- Supporting community efforts where we live and work
- Supporting communities in times of emergency

We will enter into partnerships with other organisations such as non-government organisations and research institutions where this will enhance the overall effort.

We will consider contributions such as product donations for humanitarian relief where the request is made by a government or humanitarian relief organisation in accordance with applicable laws for such donations.

A management system will be maintained to ensure that CSL-funded community investment meets all applicable local laws and conventions, is respectful of local customs and consistent with our strategic framework.

We monitor and assess our community contributions, and report publicly on our contributions.

Q.

I have been approached by a representative of a not-for-profit patient group seeking a substantial donation from CSL to support tropical disease research. Should I authorise a donation from CSL to this worthy cause?

A.

CSL has developed a global framework to direct CSL's community investments strategically to priority areas where they will be most effective and consistent with our corporate goals and capabilities. As a matter of good governance all donations are to be made to reputable non-profit organisations that are exempt from Government taxes and not to individuals. You should refer to CSL's policy on community contributions and follow the authorisation procedure established by that policy. If you require further information on CSL's community contributions program contact the CSL Corporate Responsibility Manager or your local CSL Public Affairs representative.

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6. Environmental Management

CSL's Commitment:

CSL is committed to conducting all our operations in a way that minimises our impact on the environment and conserves natural resources. We view environmental stewardship as our responsibility and an opportunity to build healthier and more sustainable communities.

We will:

- Operate within the environmental laws and regulations of the jurisdictions in which we operate, meeting or exceeding applicable environmental standards, and taking effective action to address any instances of non-compliance should they occur;
- Establish and maintain systems of environmental management at all our manufacturing facilities;
- Engage and collaborate with our stakeholders, openly communicating accurate information about CSL's environmental performance and relevant environmental issues, including through public corporate reporting;
- Reduce the consumption of water, energy and other resources particularly through continuous improvement of resource use efficiency;
- Use a hierarchy of approaches for prevention of pollution including minimising the amount of wastewater, air emissions and solid waste produced so as to prevent damage to human health and the environment;
- Integrate environmental stewardship into CSL's business processes, risk assessment, planning and decision making; and
- Ensure all employees and contractors working on our sites are aware of their environmental responsibilities contained in this Code, and are equipped with the necessary skills and training to meet them.

6. Environmental Management continued

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Our Health Safety and Environmental Management System guides our environmental management systems. It is consistent with the international standard ISO 14001, 2004. Our Environment Policy describes our environmental commitments and provides the setting for our environmental objectives and targets.

Employees must report to their supervisor/manager any accident, incident, spill or release of material to the environment so that appropriate action can be taken to prevent, correct or control these conditions.

Q.
We had a small spill of chemicals - just a few litres – do I need to report it?

A.
Yes, all spills of chemicals or any other hazardous substance need to be reported to your supervisor/manager as soon as you are aware of them. This will enable prompt reporting, if required, to regulatory agencies, early investigation to determine root cause and implement corrective actions, and to meet CSL's internal reporting requirements.

6.1 Climate change

CSL recognises climate change, caused by greenhouse gases produced as a result of human activity, is a pre-eminent global environmental challenge. We have a responsibility to make a contribution to addressing climate change.

We will:

- Measure our carbon footprint, collecting accurate data using recognised standards for the measurement and reporting of greenhouse gases;
- Participate in relevant voluntary government and non-government climate change programs, and comply with all applicable legislation and regulation;

- Integrate climate change into corporate risk management, considering physical, regulatory and general risks, and other core business processes;
- Increase energy use efficiency throughout our businesses and continuously seek further opportunities for energy savings and greenhouse gas abatement; and
- Engage with stakeholders about our climate change initiatives and performance including through public reporting and employee awareness and training.

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7. Compliance with this Code

CSL's Commitment:

CSL is committed to helping our employees, contractors, suppliers and partners to understand and abide by the principles and expectations contained within this Code.

We will:

- Ensure that all employees have access to the Code by translating it into the main local languages where we operate and distributing to every member of staff – new and existing;
- Ensure the Code is readily available to our contractors and suppliers;
- Implement mandatory training programs to help our employees understand the Code, its relevance to them and their individual obligations;
- Monitor participation in mandatory training programs, take corrective action where required and review the effectiveness of Code training and education;
- Ensure that our employees, contractors and other third parties can raise concerns regarding illegal conduct, breaches of CSL policies or malpractice in good faith, anonymously (if desired) and without fear of retaliation; and
- Seek and respond to feedback from our employees and other stakeholder groups about potential improvements to the Code.

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7.1 Framework of responsibility

CSL Board	Approves the Code and sets review milestones
Executive Management Group	Raises awareness, ensures accessibility, monitors compliance
CR Steering Committee	Reviews and recommends improvements, facilitates stakeholder feedback
CSL Compliance/ CSL Legal/ CSL HR	Oversee training requirements and manage breaches/reports of non-compliance. Support supervisors/managers with enquiries and actively support reviews of the Code
Supervisors/ Managers	Ensure employees receive the Code and comply with training programs. Monitor adherence to Code and support employees with questions/concerns.
Employees	Review the Code and participate in training programs. Seek clarification when required and raise issues of non-compliance.

7.2 Raising concerns

CSL has prepared this Code with the intent of continuing a positive and transparent relationship with our employees, contractors and other third parties. However, we recognise that there may be times where employees, contractors and other third parties have a need to bring instances of inappropriate conduct to our attention. To enable this to happen, without reprisals, we will continue to maintain and promote the existence of procedures for our employees, contractors and other third parties to report situations where they have concerns, including the use of our whistleblower process and other management systems.

Q.
I have been assisting my manager to conduct a tender for CSL for a large supply contract. I am concerned that the way the tender specifications are written and the process we are following favours one supplier, who is also an old friend of my manager, over others. How do I seek advice on whether the tendering process we are undertaking is consistent with the Code and CSL's procurement policies, and what should I do in the case of suspect non-compliance?

A.
CSL encourages employees to speak up about suspected breaches of the Code and ethical issues and provides mechanisms for doing this while having regard to the privacy and reputations of all involved. You should direct your questions about whether the tender process is consistent with the Code to a Senior Manager or to CSL Compliance or to CSL Legal in the first instance. If you are not comfortable with speaking directly to a Senior Manager or CSL Compliance or CSL Legal, CSL has a "whistleblower" process to report concerns. Please refer to CSL's intranet site for further details.

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At – will employment:

Employment that may be terminated at the will of either the employee or the employer, at any time, with or without cause.

Bribery:

Offering something of personal value to a decision maker, in order to receive favourable treatment, typically to secure or retain business, or to obtain an improper advantage. Bribery can take the form of monetary instruments, such as cash, or can be anything of value (e.g. travel, services, discounts, gifts, etc).

Collaborators:

Organisations and institutions, and their representatives, which CSL works together with in scientific and other undertakings.

Confidential information:

Any proprietary information (information generated by or for CSL), the unauthorised disclosure of which could cause damage to the interests of CSL.

Conflict of interest:

The circumstance of a business executive, employee or the like, whose personal interests might benefit from his or her official actions or influence.

Contractors, suppliers and distributors:

All third party companies or individuals associated contractually with CSL in the development of, supply of, manufacturing of or delivery of CSL products.

Entertainment:

Includes meals, receptions, tickets to entertainment, social or sports events, participation in sporting events, lodging and travel.

Equal employment opportunity or EEO:

The right of persons to be given full and equal consideration on the basis of merit or other relevant, meaningful criteria, regardless of race, colour, gender, religion, personal association, national origin, age, disability, marital status, sexual orientation or family responsibilities.

Freedom of association:

Is a right identified under international labor standards as the right of workers' to organize and have representation.

Gifts:

Anything of value, including cash or cash equivalents, goods, or services, given to another person without (full) consideration in return.

Government official:

An official, representative or employee of any government department or agency, or any commercial entity in which a government body has an ownership interest or otherwise exerts control over such entity. It also includes officials of political parties and candidates for political office.

Healthcare professionals:

Individuals that are authorised to prescribe, purchase, supply, administer or dispense medicines or medical devices in the course of their professional activities.

Humanitarian relief:

Is material or logistical assistance provided for humanitarian purposes, typically in response to humanitarian crises. The primary objective of humanitarian aid is to save lives, alleviate suffering, and maintain human dignity.

Informed consent:

Is a legal condition whereby a person can be said to have given consent based upon an appreciation and understanding of all the known facts and implications of an action. The individual needs to be in possession of relevant facts and also of their reasoning faculties at the time of consenting.

Insider trading:

When a person is in possession of price sensitive information which is not generally available in the market place, that person cannot trade in the financial products which the information would affect (or encourage another person to do so).

Intellectual property:

Any creation of the mind or intellect which has potential commercial value, and may have a right to protection under law relating to copyright, patents, trademarks, designs, etc.

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Pharmacovigilance:

The science and activities relating to the detection, monitoring, assessment, understanding and prevention of adverse effects or any other drug related problems.

Patients:

Final recipients of the range of products produced by CSL.

Plasma donors:

Members of the public who donate their plasma to the CSL Group, which are subsequently used to produce life-saving products. In some instances, plasma donors receive a fee in recompense for the time it takes for them to make a donation.

Price sensitive information:

Information that a reasonable person would expect to have a material effect on the price or value of CSL's securities. This may include strategic information such as financial forecasts and proposed mergers and acquisitions.

Trade secrets:

Any formula, pattern, device or compilation of information that is used in CSL's business and gives CSL the opportunity to derive an advantage over other persons who do not know or use it.

Whistleblower:

A whistleblower is an employee, former employee, or member of any associated organization, who reports misconduct to people or entities that have the power and willingness to take corrective action within CSL.

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