
CK Life Sciences Int'l., (Holdings) Inc.

Policy on Appointment of Third Party Representatives

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1. Policy Statement

CK Life Sciences Int'l., (Holdings) Inc. (the “Company” or “CKLS”, together with its subsidiaries, the “Group”) recognises that Group companies engage Third Party Representatives (such as advisers, agents, consultants, introducers and finders, and political lobbyists) to act for and on their behalf for their business purposes from time to time.

The Group is committed to exercising proper controls in hiring Third Party Representatives. These include any arrangements entered into with an individual or a legal entity for the provision of any consultancy or advisory services, whether on a stated term, or on a project basis.

This Policy sets out minimum standards. Group companies may implement stricter standards where appropriate. This Policy should be read in conjunction with the CKLS Anti-Fraud and Anti- Bribery Policy and other policies applicable to the subject matter and subject to any applicable law and regulation governing the relevant Group companies.

2. General Principles

- 2.1 Third Party Representatives are normally hired for providing specialist advice or service due to their qualification, experience or expertise which is required or needed by the business or operation of the Group.
- 2.2 The use of Third Party Representatives should be specific to a project or for a specified period of time.
- 2.3 A Third Party Representative is not an employee of the Group and is not entitled to any staff benefits provided by the Group.

3. Procedures for Approval

- 3.1 Any Group company seeking to retain Third Party Representatives must obtain approval from the relevant Chief Executive Officer/General Manager (“CEO/GM”) of the business units/operating companies in accordance with the respective guidelines and procedures of the business unit or Group company concerned prior to engagement of the Third Party Representative.

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- 3.2 All Group companies are required to exercise due care and diligence in selecting Third Party Representatives and in monitoring their activities. Agreements reached with Third Party Representatives must be recorded in writing. The contract with the Third Party Representative must normally include (i) services to be provided by the Third Party Representative (ii) fees to be paid to the Third Party Representative (iii) where appropriate, anti-bribery representations and warranties, including confirmation that the Third Party Representative understands and agrees to abide by all relevant provisions in the CKLS Anti-Fraud and Anti-Bribery Policy and CKLS Anti-Money Laundering Policy (iv) where appropriate, representations and warranties related to taxation, financial crime and sanctions compliance, including confirmation that the Third Party Representatives will maintain reasonable procedures designed to prevent employees, agents and other persons who perform services for them or on their behalf from undertaking any activities which would facilitate or otherwise result in a breach of the laws related to taxation, financial crime and/or sanctions compliance and (v) right of the engaging entity to terminate the contract in the event of breach of such representations and warranties.
- 3.3 The relevant CEO/GM of the business units/operating company of the Group is responsible for ensuring the effective implementation of this Policy, including overseeing the Third Party Representative's ongoing compliance with the CKLS Anti-Fraud and Anti-Bribery Policy and CKLS Anti-Money Laundering Policy and any applicable laws and regulations and reviewing the relationship with the Third Party Representative whenever necessary.