



Code of Conduct



# MÉRIEUX NUTRISCIENCES

## COMPLIANCE POLICY

### INTELLECTUAL PROPERTY RIGHTS

(May 2021 – V.1)

#### 1. OBJECTIVES

One of the most valuable assets of Mérieux NutriSciences (or the “**Company**”) are its recognized scientific expertise, the know-how shared in its laboratories and its image, reputation and trade-name. All these assets are intellectual property rights (“**IP Rights**”) that must be carefully protected.

The objectives of this Compliance Policy are to :

- further explain the nature and value of the Company’s IP Rights;
- explain how to create and maintain legal protection on our IP Rights; and
- provide guidelines to protect our IP Rights.

#### 2. INTELLECTUAL PROPERTY RIGHTS OF MERIEUX NUTRISCIENCES

Mérieux NutriSciences is the owner of different IP Rights:

- **trademarks** : more than 150 trademarks are registered in the name of Mérieux NutriSciences Corporation (mainly the denominations “Mérieux NutriSciences”, “Silliker” and the MXNS Smile logo also named “Body Box” logo) and approximately 30 local trademarks owned at local level by the group subsidiaries (trademarks created for specific services offers or trademarks registered by acquired companies);
- **domain names** : more than 270 domain names are reserved to protect in priority “merieuxnutrisciences”, “silliker” as well as the name of the newly acquired companies and the trade-name of service offerings;
- **know-how** encompasses the scientific and technical expertise developed by the Company.
- **copyrights** : copyrights are the legal protection applicable to software owned by the Company (such as MyMxns or Qualmap) and the Company’s creative work under any form (such as the Blue Paper or the Company’s internet or intranet websites);

The IP Rights owned by the Company have different origins. They may result from either :

- the creative work of the Company;
- the scientific collaboration with external laboratories, customers or R&D centers;

- the provision of IP Rights by third-party service providers
- the acquisition of ready-to-use IP Rights; or
- the integration of IP Rights of companies acquired by Mérieux NutriSciences.

IP Rights are subject to legal protection by international and local laws. As a principle, until the end of their protection period, IP Rights cannot be used by any third party without the prior consent of their legitimate owner.

### 3. IP STEERING COMMITTEE

#### Management of the IP Rights portfolio

The portfolio of Mérieux NutriSciences' IP Rights is managed jointly by the Legal Affairs and the Corporate Communication teams in the so-called "**IP Steering Committee**".

The IP Steering Committee is in charge of :

- managing the portfolio of trademarks with the assistance of an external IP advisor which conducts continuous watch of trademark registrations in the world that could infringe our IP Rights;
- taking appropriate actions to ensure legal protection of Mérieux NutriSciences' IP Right against third party's illegal use ;
- monitoring commitments taken with respect to third parties' IP Rights and in particular regarding the use of any of our customers' trademarks;
- ensuring that the "Mérieux" family name is never used alone by the Company but always together with "NutriSciences".

#### Raising questions, reporting issues and requesting assistance from the IP Steering Committee

You may send any questions or request for assistance regarding IP Rights to any member (Legal Affairs or Corporate Communication team) of the IP Steering Committee :

- **for identifying the most sensitive know-how of your department;**
- **for the creation of a new trademark;**
- **for the registration of a new domain name;**
- **for providing third party the right to use a Mérieux NutriSciences' IP Right including Mérieux NutriSciences know how;**
- **for the use/purchase of third party IP Rights or customer's trademarks photographs;**
- **for protecting Mérieux NutriSciences' IP Rights from illegitimate use by third parties.**

You are strongly encouraged to report to the IP Steering Committee any illegal use of the Company's IP Rights you may be aware of so that immediate action can be taken.

This Policy does not address every situation you may encounter when dealing with IP Rights. If there is a situation that you think may pose a risk and you are unsure about how to handle it, you should seek guidance from the Legal Affairs and Compliance Department and/or from the IP Steering Committee.

#### 4. TRADEMARKS

A trademark is a **distinctive sign** whatever its form (word, letters, symbol, drawings, logo, color...) used **to distinguish the goods and/or services of one company**.

Mérieux NutriSciences is the owner of the Mérieux NutriSciences trademark that is registered in all of the countries where the group is conducting business. Silliker is also a trademark owned by the Company.

##### Protection of trademarks

To be eligible for legal protection, the trademark must be **available** (not already used) and **distinctive** from the goods or services it is intended to designate (neither descriptive nor generic of such goods or services). Trademarks protection may be requested for one or several countries at the same time for defined classes of products or services.

Registered trademarks are protected for a period of 10 years, renewable without limit subject to the payment of the relevant registration or renewal fees. In some countries such as the US, renewal may be subject to providing evidence of the recent effective use of the trademark.

##### Guidelines regarding trademarks

- To ensure consistency in the marketing strategy, check availability and put in place adequate legal protection, **the creation, use and registration of any new trade-name, logo or denomination** at global or local level for a temporary or permanent use shall always be submitted for validation to the IP Steering Committee.
- The IP Steering Committee shall be contacted before giving any right to use our trademarks to any third party.
- Do not take initiative and immediately contact the IP Steering Committee if you become aware of any use by third parties of **trademarks that seem very similar to any Company's trademarks**.
- As part of the integration plan, **the original trademark of any newly acquired company** may still be used for a transition period together with "A Mérieux NutriSciences company" before the Mérieux NutriSciences trademark is fully deployed. The legal protection of the original trademark of the acquired company will be maintained for at least 10 years following the acquisition to avoid any use by third parties.

## 5. DOMAIN NAMES

A domain name is the electronic address where Internet users can access the content of a specific website.

### Protection of domain names

Domain names can be reserved by contacting qualified private or public (for national extensions) registrars. The principle is “first come, first served” with one limit: the domain name shall not infringe prior rights (trademarks, copyrights, name rights). The reservation of a domain name is for an unlimited period of time and remains valid as long as renewal fees are paid.

All the Company’s .com domain names are owned by Mérieux NutriSciences Corporation.

### Guidelines regarding domain names

- **Please do not reserve any of the Company’s brands or global denomination services** (such as “Enviromap” or “Expert Services”) **domain names on your own**. The reservation of these types of domain name shall be made by the IP Steering Committee to ensure efficient cost control, consistency in the reservations and strong legal protection.
- Local domain names reservation shall be done only for specific local marketing events.
- The Company policy is to reserve the .com domain name extension and the country domain name extension in each country where the Company is operating.

## 6. KNOW-HOW

### Protection of know-how

Know-how refers to **valuable information regarding a practical knowledge or a specific expertise that is not public but kept secret by its owner**. Know-how is only protected by the general principles of civil or criminal law. In practice, know-how protection merely relies on the quality of the internal confidentiality measures.

Mérieux NutriSciences’ testing methods, Standard Operating Procedures or Expert Services offers (audit practices, regulatory and labelling services, consultancy services, academy services, contract research services) are part of Mérieux NutriSciences most valuable know-how.

Testing results or audit reports per se are not considered as know-how ; this is the method used to reach them that may give rise to know-how.

### Guidelines regarding know-how

- **We invite you to identify at local level the most sensitive know-how of the Company**. The IP Steering Committee can support such identification.
- For each know-how identified:

- **confidentiality measures shall be clearly defined and notified to all concerned employees;**
- documents describing the know-how should not be transported outside the Company's premises without the Senior VP Quality & Operation or their delegates' prior approvals;
- any sharing or development of know-how with a customer, a supplier or any non regulatory body shall be prepared and approved by the Senior VP Quality & Operation or their delegates' (based on GRD 0006 provisions) and with the assistance of your Legal Affairs contact. Documents requested by accreditation or official government bodies are exempt from this requirement; however, for any government body request, the Regional Director Quality Assurance shall be informed of any sharing done.

## 7. COPYRIGHT

### Protection of copyright

Ideas in the form of **creative work** are eligible for copyright protection as long as the work is **original** (in the sense that it reveals the author's own bias in the achievement of the creation) and exists in **some physical form**.

Single ideas, procedures, methods of operation or mathematical concepts as such are excluded from copyright protection as long as they are not concretized in a dedicated form.

Copyright can be granted on a huge variety of creative works such as photographs, publications, database, films, graphical print or web chart, music, designs, etc. **Even software is eligible for copyright protection in most countries.**

Copyright is a worldwide legal protection under the Berne Convention that does not require any kind of preliminary registration.

The copyright protection is granted for a duration ranging from 15 years from the first publication of the work until 70 years after the author's death, depending on the type of copyrights and countries.

### Guidelines regarding copyright

- If you are part of a project involving the production of a creative work that could be protected by copyright, **carefully keep all documents attesting the date and process of creation**. To further secure legal protection, these elements could even be registered with a bailiff or any other qualified public officer. Do not hesitate to contact Legal Affairs.
- **With regard to software**, the source codes, the specifications, the preparatory design material or any substantial updates of these elements shall be registered to ensure full legal protection against illegitimate copies.

- In any creative project involving an external service provider or a partner, **the project agreement must contain a clause to transfer the third party' copyrights to the Company**. Contact Legal Affairs to review the project agreement.

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