

Speak Up Policy



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1. Purpose of the Speak Up Policy

ICON is committed to our core values of Accountability & Delivery, Collaboration, Partnership and Integrity in everything we do. We are committed to maintaining these values and carrying out the important work that we do honestly and ethically. We expect and require all staff, at whatever level, to maintain high standards in accordance with our core ethical codes, other policies and SOPs. However, all organisations face the risk of things going wrong from time to time or of unknowingly experiencing illegal or unethical conduct.

At ICON, we aim to ensure a **Speak Up** culture that encourages compliance, openness and accountability, without retaliation, because it is essential to prevent such situations occurring and to properly address them if they do occur.

ICON's **Speak Up Policy** aims to support our culture and values and seeks to encourage the prompt reporting or surfacing of genuine wrongdoing by:

- a. Encouraging all staff and third parties to **Speak Up** regarding any suspected wrongdoing as soon as possible, secure in the knowledge that their concerns will be taken seriously; promptly and appropriately investigated; and, that their confidentiality will be respected;
- b. Providing guidance as to how and when to raise those concerns; including via ICON's global confidential helpline, Ethics Line; and
- c. Reassuring staff and third parties that they can raise genuine, good faith concerns without fear of reprisals, even if after investigation, the potential wrongdoing was found to be unsubstantiated or mistaken.

ICON wants to know when anyone believes that a compliance failure has happened and we consider it critical to raise the issue in the earliest and most effective manner possible.



2. Responsibilities under the Speak Up Policy

Responsibility for **Speaking Up** regarding potential wrongdoing rests with every member of ICON and does not merely form part of one organisational function. All staff should ensure that they complete ICON's associated iLearn Ethics and Compliance training, in order to better recognise issues and understand how and when they should **Speak Up** and report concerns of any suspected wrongdoing.

The office of ICON's General Counsel (specifically, the Legal Compliance and Ethics Team) has day-to-day operational responsibility for the **Speak Up Policy** and ensures that all staff who may deal with concerns or investigations under this Policy are suitably qualified, impartial and independent. ICON's General Counsel and appropriate members of ICON Senior Management (such as the Heads of Quality Assurance and Internal Audit) review this Policy on a regular periodic basis from a legal and operational perspective.

ICON's Executive Leadership and Board of Directors understand the importance of, and advocate for, **Speaking Up** and the use of Ethics Line. Whilst maintaining confidentiality, as required, ICON's General Counsel will report activity falling within the scope of the **Speak Up Policy** to both ICON's CEO and also the Audit Committee of ICON's Board of Directors.

3. Who may Speak Up

All employees, officers, consultants, contractors, casual workers, agency workers and all ICON third parties (including business partners, clients and suppliers) are encouraged to **Speak Up**. This includes third party relationships that have ended or yet to begin where information has been acquired during a recruitment process or other pre-contractual negotiation.

4. Ways to Speak Up

ICON encourages you to **Speak Up** via the channel which you are most comfortable with.

In the first instance, you should raise any concerns or queries with your line manager. Your line manager may be able to agree to a way of resolving your concern or query quickly and effectively. In some cases your line manager may refer the matter to the appropriate department to assist or advise in relation to the concern.

If you do not feel comfortable **Speaking Up** to your line manager; or if it is not practical; or you have reported to your line manager but you feel the issue has not been adequately addressed, you may choose to report it through an alternative appropriate reporting avenue, including:

- The Legal Compliance and Ethics Team via legalcompliance@iconplc.com – e.g. for concerns relating to our ethical codes;
- HR – e.g. for a grievance or employment issue of a personal nature;
- Quality & Compliance – e.g. for a Potential Quality Issue or GxP Potential Serious Breach as per GEN010-SOP, GEN024-SOP and GEN025-SOP; and
- The Data Privacy Office – e.g. for personal information data breach concerns.

Alternatively, you may report a concern or ask a question via [Ethics Line](#).

5. Ethics Line

Ethics Line is ICON's **Speak Up** global helpline. It is a confidential channel through which you can ask questions and report concerns online or by phone about ethics, compliance or ICON's codes of conduct, including the Global Code of Ethical Conduct.

Ethics Line is administered by an independent company (NAVEX Global), is available 24 hours a day, 7 days a week, and can accommodate calls in more than 75 languages. Whether you make the report online, by phone or by mobile (using QR code), you will be asked the same questions. Questions should be answered as fully as possible as this will allow us to investigate the matter efficiently and effectively.



We encourage you to provide your personal details as it will allow ICON to consider and investigate your concern or query more effectively and efficiently. However, where allowed by local law, **you have the option to remain anonymous.**

All the information relating to your concern or query will be handled confidentially. Any details of your report will only be shared where absolutely necessary to progress the investigation on a need-to-know basis.

6. Issues to Speak Up on

Ethics Line is a channel for you to **Speak Up** regarding ethical and compliance issues. The following issues are examples of the types of suspected wrongdoing which may be reported via Ethics Line:

- criminal activity;
- failure to comply with any legal or professional obligation or regulatory requirements;
- danger to health and safety;
- damage to the environment;
- corruption or bribery as described in our Global Anti-corruption Compliance Policy;
- any questionable financial, accounting or auditing matters, including, without limitation, the following:
 - fraud or deliberate error in the preparation, evaluation, review or audit of any financial statement of the Company;
 - fraud or deliberate error in the recording and maintaining of financial records of the Company;
 - deficiencies in or non-compliance with the Company's internal accounting controls;
 - misrepresentation or false statement to or by a senior officer or accountant regarding a matter contained in the financial records, financial reports or audit reports of the Company; or
 - deviation from full and fair reporting of the Company's financial condition;
- breach of ICON or client policies and procedures, such as ICON's core ethical codes (including an allegation of bullying, harassment or discrimination), where applicable reporting processes have failed, are not available or you do not feel comfortable reporting via these processes;
- conduct likely to damage ICON's or ICON's clients' reputation;
- unauthorised disclosure of confidential information;
- failure to adhere to ICON's policy on conflicts of interest;
- inappropriate activity in relation to hospitality / gifts / entertainment; and
- the deliberate concealment of any of the above matters.

These examples are not an exhaustive list and are provided for illustration purposes only. Further, certain local requirements may restrict the nature or subjects of concerns that may be raised through Ethics Line. ICON reserves the right to accept only reports which comply with local laws. Further information and direction is available via the [Ethics Line](#) homepage.

Ethics Line should not be used for every concern. For example, Ethics Line is not for reporting:

- Any grievance or employment issue of a personal nature, such as: working conditions, pay and benefits, promotion, or any other issues affecting your employment. In such circumstances you should refer to ICON's Grievance Policy which can be found on myHR;
- Personal disputes;
- Events presenting an immediate threat to life or property. Reports submitted to Ethics Line may not receive an immediate response. If you require emergency assistance, please contact your local emergency services or facilities point of contact; or
- A Serious Adverse Event arising from a clinical trial which should be reported in accordance with the relevant SAE reporting procedure instructions.

If you are unsure whether Ethics Line is the appropriate channel to report a concern, we will always encourage you report rather than not doing so. We would rather you report a concern that turns out to be harmless than risk a harmful issue not being reported due to uncertainty about whether to **Speak Up**.

7. No Retaliation to Speaking Up

ICON does not tolerate retaliation against those who **Speak Up** in good faith in relation to potential wrongdoing, no matter what channel you choose to **Speak Up** via. We seek to provide a safe, healthy and productive workplace for our employees and our business partners who assist us in our business operations.

Retaliation can take many forms, for example dismissal, threats, intimidation, exclusion, humiliation. Specific examples could include: disciplinary action, suspension, demotion, withholding of promotion or training, reduced compensation, negative performance assessment or change in role, duties, location or working conditions. Retaliation can also be indirect if aimed at the colleagues, family or friends of those who spoke up.

We consider any act or threat of retaliation against those who **Speak Up** to be serious misconduct. If you suspect that you or someone you know has experienced retaliation you should **Speak Up** and report it via the appropriate channels mentioned above. Any report of retaliation will be thoroughly investigated.

8. Investigating Speak Up reports

All of ICON's people managers are responsible for appropriately dealing with any concerns or queries raised with them in accordance with the **Speak Up Policy**. If your line manager cannot resolve your query or concern then they will discuss the available options to you (see above 4. *Ways to Speak Up*).

All **Speak Up** reports to appropriate channels within ICON will be considered thoroughly and appropriate investigation steps taken where required.

Ethics Line

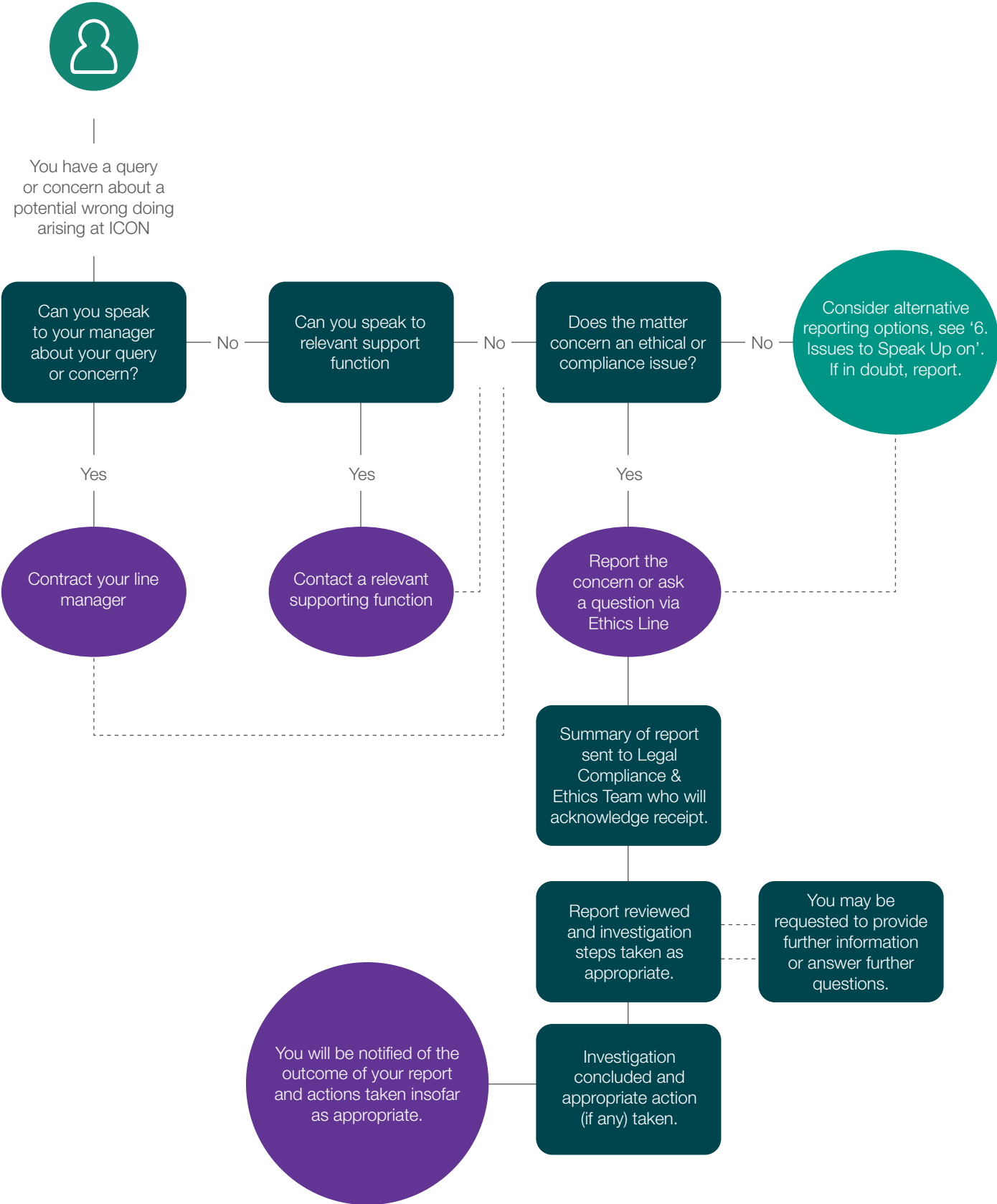
Once you have submitted your Ethics Line report, you will be issued a unique report key and asked to set a password. This will enable you to check for updates on your report, ask questions and provide further relevant information.

A summary of your report will be sent to the Legal Compliance and Ethics Team, who will acknowledge receipt of your report within 7 days. Your report will then be allocated to an independent and impartial member of the team to review the issues raised and, if the issues raised require investigation, investigate thoroughly and expeditiously. You may be contacted in order to ask further questions or request further information or clarifications; this can be done via Ethics Line to ensure your anonymity should you require.

In all instances, every effort will be made to ensure that information is kept confidential and communicated on a need-to-know basis only. In some instances, however, this may not be possible because of the demands of conducting a thorough investigation or because of certain legal requirements.

You will be notified of the outcome of your **Speak Up** report and the actions to be taken insofar as appropriate. For example, confidentiality, privacy or legal privilege may limit the amount of information that can be communicated to you. How long this takes will depend on the complexity of the issues raised in your report and the investigatory steps required.

9. In Summary - the Speak Up process





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About ICON

ICON plc is a global provider of outsourced drug and device development and commercialisation services to pharmaceutical, biotechnology, medical device and government and public health organisations. The company specialises in the strategic development, management and analysis of programs that support clinical development - from compound selection to Phase I-IV clinical studies. With headquarters in Dublin, Ireland, ICON currently, operates from 94 locations in 40 countries. Further information is available at [ICONplc.com/contact](https://www.iconplc.com/contact)