



CODE OF CONDUCT

For the Novo Nordisk Foundation, its affiliated persons and the activities it funds

Purpose

Novo Nordisk Foundation affiliated persons must protect and comply with the principles covered by this Code of Conduct and they must be able to work in a safe and nurturing working environment. To support this, the Foundation promotes an organization-based culture of integrity driven by respectful and ethical behaviour among the Novo Nordisk Foundation, its affiliated persons and the activities it funds.

Scope

This Code of Conduct applies to the Novo Nordisk Foundation (the “Foundation”) and all persons associated with the Foundation, namely, Novo Holdings A/S, members of the boards of directors and employees in the Foundation and Novo Holdings A/S, all grant recipients and personnel funded by grants from the Foundation, members of the Foundation’s committees, individuals, institutions and organizations collaborating with the Foundation and Novo Holdings A/S, the BioInnovation Institute and LIFE (hereinafter, the “Novo Nordisk Foundation affiliated persons”).

The Code of Conduct is part of the Foundation’s grant terms and conditions and must be adhered to, together with the conditions in a specific grant agreement and the general terms and conditions for grants (novonordiskfonden.dk/en/conditions-for-grants/).

Principles of the Code of Conduct

1. Corruption and bribery. The Foundation is determined to maintain the highest standards of integrity and work ethics across all its activities and maintains a policy of zero tolerance of corruption and bribery in all forms. The Foundation defines corruption as the abuse of entrusted power; and bribery as offering, promising, giving, accepting or soliciting an advantage as an inducement for an action that is illegal, unethical or a breach of trust.

Consequently, Novo Nordisk Foundation affiliated persons must never accept, give or promise gifts, hospitality or anything of monetary value that could be interpreted as intending to improperly influence a decision or which could unduly affect proper business judgment or otherwise raise concerns about our integrity.

2. Bullying and harassment. The Foundation considers bullying and harassment of any kind and in any context to be unacceptable. Bullying is offensive, intimidating, malicious, insulting or similar behaviour. It can make the person being bullied feel vulnerable, upset, humiliated, undermined, threatened or similar. Harassment is any unwanted physical, verbal or non-verbal conduct that has the purpose or effect of violating a person's dignity or creating an intimidating, hostile, degrading, humiliating or otherwise offensive environment for the person in question. This includes sexual harassment. Novo Nordisk Foundation affiliated persons must respect one another's integrity, dignity, privacy and their right to equity in the workplace.

3. Safeguarding and protecting children. The Foundation is committed to the welfare and rights of children, and maltreating children

is unacceptable to the Foundation. Any Novo Nordisk Foundation affiliated person who becomes aware of any maltreatment of children must respond to this by reporting such maltreatment to the Foundation as well as the relevant authorities. Child maltreatment – sometimes referred to as child abuse and neglect – includes all types of physical and/or emotional ill treatment, sexual abuse, neglect, child labour and exploitation that result in actual or potential harm to the child's health, development or dignity (in accordance with the definition by the World Health Organization).

4. Data protection. Novo Nordisk Foundation affiliated persons who collect personal data must inform the owners of the data ("Data subjects") why they are needed and how the data will be processed, obtaining clear and documented consent from the Data subjects themselves for the collection and processing of their data when necessary. Personal data and confidential information must be stored securely, be kept accurate and organized – retained for no longer than necessary – and must only be used for a specific and legitimate business. Any such personal data and confidential information must be collected processed in accordance with applicable laws and regulations, including the General Data Protection Regulation (GDPR) in the European Union.

5. Diversity, discrimination and inclusion. The Foundation does not tolerate any kind of discrimination. Novo Nordisk Foundation affiliated persons must not discriminate in any way and must strive to increase diversity and inclusion to the greatest possible extent. The Foundation aims

for its grants to provide inclusive environments with equal opportunities for employment and development.

6. Environment. Novo Nordisk Foundation affiliated persons must minimize adverse impact on the environment to the greatest possible extent.

7. Fraud, embezzlement and misuse of grants. The Foundation does not tolerate fraud, embezzlement and/or misuse of grants.

8. Labour practices. Novo Nordisk Foundation affiliated persons must be subject to applicable laws and regulations, including practices and, if applicable, the collective agreements of the relevant institution(s). In addition, Novo Nordisk Foundation affiliated persons must pay fair and reasonable remuneration, treat others with respect and dignity and mentor persons in the early stages of their careers with the goal of maximizing their potential.

9. Conflicts of interest. Novo Nordisk Foundation affiliated persons must carry out all operations and investments at arm's length. The Foundation does not tolerate the practice of nepotism by Novo Nordisk Foundation affiliated persons, including the preferential treatment without regard to merit of friends, family or other close relations in terms of recruitment, procurement or aid delivery or in any other situation.

10. Quality. The Foundation expects excellence from Novo Nordisk Foundation affiliated persons in all behaviour related to the projects funded. The Foundation expects the knowledge generated from projects supported by the Foundation to be shared.

11. Safety and security. The Foundation is committed to excel in safety and security throughout its business and operations. This includes an obligation to ensure that the activities the Foundation funds are carried out in safe and secure workplaces and facilities that support the well-being of employees. Novo Nordisk Foundation affiliated persons must operate with the necessary permits, approvals and controls that are designed to protect safety and security.

12. Trade sanctions and anti-money laundering. Novo Nordisk Foundation affiliated persons must refrain from entering into transactions with sanctioned persons or companies as investment objects, co-investors, partners or in other way which breach trade sanctions rules. In addition, the Foundation is committed to support the combatting of money laundering and terrorist financing.

13. Insider trading. The Foundation works to prevent all kinds of insider trading.

14. Anti-trust and fair competition. The Foundation is committed to ensuring compliance with all applicable anti-trust and competition laws.

15. Whistleblower scheme. Novo Nordisk Foundation affiliated persons may report suspected misconduct securely and confidentially through the Foundation's external whistleblower website.

Misconduct and sanctions

Non-compliance with the Code of Conduct

If the Foundation suspects that any Novo Nordisk Foundation affiliated person has failed to comply with the Foundation's Code of Conduct, it will notify this person of the alleged breach.

If a Novo Nordisk Foundation affiliated person becomes aware of a breach of the Foundation's Code of Conduct, such person must inform the Foundation immediately, for example through the Foundation's whistleblower scheme.

If the potential breach is related to a case at an institution, such as a university, with well-defined internal procedures for handling such allegations, the Foundation may refer the case to a relevant body within the institution for processing. If no such body exists within the institution in question, the Foundation may decide on the course of action and any disciplinary sanctions.

If an institution's disciplinary review indicates that the Foundation's Code of Conduct has been breached – or if the Foundation otherwise learns or decides that the Code of Conduct has been breached – the Foundation may impose disciplinary sanctions.

Breaches of the Code of Conduct

Breaches of the Foundation's Code of Conduct may lead to disciplinary sanctions. Sanctions for grant recipients may include:

- the Foundation sending a letter of reprimand;
- the Foundation sending information of the breach to relevant stakeholders;

- the Foundation not accepting future grant applications from the grant applicant concerned;
- the Foundation reducing, phasing out or terminating a grant; and
- the Foundation demanding that a grant be repaid.

The Foundation reserves the right to carry out an independent audit of any grant recipient and any Novo Nordisk Foundation affiliated person.

The individual's role

Individuals must seek guidance if they are unsure whether or not a decision or action they are considering is in accordance with the law and the Foundation's Code of Conduct. Perceived pressure from a supervisor or factors such as scientific conditions, time pressure or financial constraints will not excuse any Novo Nordisk Foundation affiliated person from complying with the law or Code of Conduct.

Pending allegations and grant applications

All applicants submitting a grant application to the Foundation must inform the Foundation if the lead applicant (and, if relevant, sponsors, partners and supervisors) has had any allegation covered by this Code of Conduct upheld against them: either a current formal disciplinary warning or an active sanction. For researchers, any formal complaint with the Danish Committee on Research Misconduct must also be declared. In such cases, the Foundation will reject an application by default. The Foundation may also decide to put an active grant on hold while an inquiry is ongoing.

Humanitarian projects

All humanitarian projects funded by the Foundation must comply with the current commitments in the Core Humanitarian Standard on Quality and Accountability, available at <https://corehumanitarianstandard.org>.

Standards for good research practice

All recipients of research grants from the Foundation must comply with the following:

- generally recognized standards for good research practice (1), as a minimum, this includes the rules of the research institution in question as well as all relevant laws and regulations in the country in which the grant is utilized;
- the Danish Code of Conduct for Research Integrity (2) from Denmark's Ministry of Higher Education and Science if they are grant recipients or apply for grants and intend to conduct their research in Denmark;
- international and national rules on the safety and rights of clinical trial patients and healthy volunteers, including the Nuremberg Code (3), the Declaration of Helsinki (4) and other ethical guidelines, and if the grant recipient wants to depart from these rules, this must be stated on the application and permission must be obtained from the relevant authorities; and
- international and national rules on animal welfare, such as Denmark's regulation on animal experiments, the Danish Animal Experiment Inspectorate and the Consolidated Act on Animal Experiments (5).

Suspected misconduct

Anyone who suspects that misconduct has taken place should first report it to his or her organization. If no internal procedures are in place for such reporting, suspected misconduct should be reported via the Foundation's external whistleblower website.

Obligation to inform in case of misconduct

If a grant recipient or researcher on a project funded by the Foundation is found guilty of scientific misconduct, the grant recipient and the host institution must inform the Foundation immediately after such a decision by the relevant authority.

Applicable research standards

1. Examples: Swedish Research Council (2006): Good research practice – what is it?; Danish Agency for Science, Technology and Innovation (2009): Guidelines for good research practice; Medical Research Council (2005): Good research practice.
2. Ministry of Higher Education and Science (2014): Danish Code of Conduct for Research Integrity (<http://ufm.dk/publikationer/2014/the-danish-code-of-conduct-for-research-integrity?searchterm=code%20of%20conduct>).
3. The Nuremberg Code (<http://www.hhs.gov/ohrp/archive/nurcode.html>).
4. World Medical Association (2008): Declaration of Helsinki 2008 (<https://www.wma.net/what-we-do/medical-ethics/declaration-of-helsinki/doh-oct2008>).
5. Danish Animal Experiment Inspectorate regulations (<https://www.foedevarestyrelsen.dk/Dyr/dyrevelfaerd/Dyreforsogstilsynet/Sider/forside.aspx>). Consolidated Act on Animal Experiments (www.retsinformation.dk/Forms/R0710.aspx?id=162938)