

## **Anti-Corruption and Anti-Bribery Policy**

### **Introduction**

NEOGEN Corporation prohibits its colleagues or anyone acting on its behalf from providing or accepting anything of value to obtain or provide an unfair business advantage. NEOGEN is committed to acting legally and ethically and in compliance with all applicable laws and regulations in all countries where NEOGEN or those acting on our behalf operate.

**NEOGEN strictly prohibits all forms of corruption and bribery and will take all necessary steps to ensure that corruption and bribery do not occur in its business activities.**

### **Principles**

This Policy is applicable to all of NEOGEN's business activities worldwide and to all of the Company's directors and officers and employees ("Colleagues"). This Policy also applies to the Company's agents, consultants, joint venture partners, and any other third-party representatives ("Representatives") and requires all to whom it applies to:

- Abide all applicable related laws, both foreign and domestic;
- Be familiar with applicable aspects of this Policy;
- Ask questions if the Policy or the action required in a particular situation is unclear;
- Properly manage and monitor business activities conducted through third parties;
- Be alert to indications or evidence of possible wrongdoing;
- Accurately record and account for all transactions;
- Participate in all anti-corruption and anti-bribery training mandated by NEOGEN;
- Obtain prior approval from the Chief Executive Officer and General Counsel for any action that potentially implicates any anti-corruption or anti-bribery laws, especially including the making of payments to people or entities other than for the purchase of goods or services in the ordinary course; and
- Promptly report violations or suspected violations as provided below

### **Prohibited Payments**

NEOGEN directors, Colleagues, and Representatives are prohibited from directly or indirectly making, promising, authorizing, or offering anything of value to anyone on behalf of NEOGEN to secure an improper advantage, obtain or retain business, or direct business to any other person or entity.

This prohibition includes payments to third parties where one knows, or has reason to know, that the third party might use any part of the payment for bribes. It also is prohibited to request, agree to receive, or accept anything of value from any employee, agent, or representative of

another company or entity as an inducement or reward for the improper performance of any function or business-related activity.

**Cash and Non-Cash Payments: "Anything of Value."** Prohibited payments go beyond the obvious cash bribe or kickback and include many common business activities. It is prohibited to give "anything of value" for an improper purpose. This term is very broad and includes gifts of more than token or nominal value; travel expenses, meals, lodging, entertainment, or gift cards; loans or non-arm's length transactions; charitable or political donations; business, employment, or investment opportunities.

**Government Officials.** Making, offering, or promising any payment or anything of value (directly or indirectly) to a Government Official when the payment is intended to influence an official act or decision to award or retain business is prohibited. "Government Official" is broadly interpreted and means:

- (i) Any elected or appointed Government Official (e.g., a legislator or a member of a Government ministry);
- (ii) Any employee or individual acting for or on behalf of a Government Official, agency, or enterprise performing a governmental function, or owned or controlled by, a Government (e.g., a healthcare professional employed by a Government hospital or researcher employed by a Government university);
- (iii) Any political party officer, candidate for public office, officer, or employee, or individual acting for or on behalf of a political party or candidate for public office;
- (iv) Any employee or individual acting for or on behalf of a public international organization;
- (v) Any member of a royal family or member of the military; and
- (vi) Any individual otherwise categorized as a Government Official under law and levels and subdivisions of governments (i.e., local, regional, or national and administrative, legislative, or executive).

**Facilitation Payments.** NEOGEN prohibits facilitation (or "grease") payments. A "facilitation payment" is a small, unofficial payment to a government official to secure or expedite a nondiscretionary governmental action. Examples of facilitation payments include payments to expedite the processing of licenses, permits, or visas. Any request or demands for a facilitation payment in connection with NEOGEN business must be reported to NEOGEN through a manager, primary contact, or as provided below

**Commercial Bribery.** Bribery and corruption also can occur in non-government, commercial relationships. NEOGEN directors, Colleagues, and Representatives are not permitted to give, offer, promise, request, or accept money or anything of value in exchange for an improper business advantage.

## **Compliance**

NEOGEN directors, Colleagues, and Representatives must be familiar with and perform their duties according to the requirements set out in this Policy. NEOGEN directors, Colleagues, or

Representatives who violate this Policy are subject to disciplinary action, up to and including termination. Representatives who violate this Policy will be terminated immediately.

### **Duty to Cooperate**

NEOGEN can undertake a more detailed review of certain transactions. As part of these reviews, NEOGEN requires all directors, Colleagues, and Representatives to cooperate with, among others, all investigators, including legal counsel, auditors, or governmental agencies, Failure to cooperate in an internal review is a breach of one's obligations to NEOGEN.

### **Questions About the Policy**

If you have any questions relating to this Policy, please contact Legal & Compliance at [CONTACT EMAIL].

### **Reporting Actual or Suspected Violations**

NEOGEN directors, Colleagues, and Representatives must report known or suspected violations of this Policy. Such reports can be made to Legal & Compliance at [LegalCompliance@NEOGEN.com](mailto:LegalCompliance@NEOGEN.com) or through NEOGEN's anonymous reporting tool:

- Call 1.877.778.5463 or use a local contact number accessible [here](#)
- Via web at [www.reportit.com](http://www.reportit.com)
  - Username: Neogen
  - Password: Neog

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