



Actavis Business Partner

Guide to Anti-Corruption and Anti-Bribery 2014

COMPANY OVERVIEW

Actavis plc (NYSE:ACT), headquartered in Dublin, Ireland, is a unique specialty pharmaceutical company focused on developing, manufacturing and commercializing affordable generic and innovative branded pharmaceutical products for patients around the world.

Actavis markets a broad portfolio of branded and generic pharmaceuticals and develops new medicines for patients suffering from diseases principally in the central nervous system, gastroenterology, women's health, urology, cardiovascular, respiratory and anti-infective therapeutic categories. The Company is an industry leader in product research and development, with one of the broadest brand development pipelines in the pharmaceutical industry, and a leading position in the submission of generic product applications. Actavis has commercial operations in more than 60 countries and operates more than 30 manufacturing and distribution facilities around the world.

Expectations of Business Partners

Actavis strives to adhere to the highest standards of ethical and legal business conduct, and seeks to do business with reputable and qualified Business Partners that share these same values.

This commitment is in line with Our Winning Way, three powerful words – Challenge, Connect, and Commit – that unite our cultures at Actavis and define how we act and what we do.



CHALLENGE • CONNECT • COMMIT

Our Winning Way





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As a valued Business Partner, Actavis provides this Guide to ensure:

1. You understand Actavis' commitment to complying with all applicable anti-corruption laws and regulations, and recognize Actavis' expectation that you also comply with these laws and regulations.
2. You are aware of Actavis' Global Anti-Corruption Policy and related compliance practices, so that you can and will adhere to these standards.
3. You understand that Business Partners who violate this Guide, Actavis' Global Anti-Corruption Policy, or applicable laws are subject to termination of all commercial relationships with Actavis.





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POLICY OVERVIEW

Throughout its worldwide operations, Actavis seeks to avoid even the appearance of impropriety in the actions of its employees, officers, directors, and Business Partners. To achieve this standard, Actavis has implemented a Global Anti-Corruption Policy, which establishes rules, guidelines, and resources for Actavis personnel and Business Partners. Highlights of this policy, with which you must comply, are provided below:

Actavis prohibits bribes, kickbacks, and other improper payments.

- Actavis prohibits bribes, kickbacks, or payments of **Anything of Value** from being offered, given, authorized, or accepted in any way related to Actavis' business, including improper payments to **Government Officials** (including HCPs) or private persons.
- **Facilitation Payments** are prohibited.

Books and records must be complete, accurate, and transparent.

- Actavis requires that all transactions be completely and accurately recorded in Actavis' books and records.
- Business Partners must maintain complete, transparent, and accurate records supporting all transactions undertaken on behalf of Actavis, particularly transactions involving **Government Officials** (including HCPs).

Actavis expects transparency with HCPs and Government Officials.

- All interactions with HCPs, including funding HCPs to attend congresses or symposia, must comply with the Global Anti-Corruption Policy, local laws and codes of practice, and applicable anti-corruption laws.
- Actavis will ensure that, if required in the relevant jurisdiction, HCPs, government entities, and **Government Officials** engaged by Actavis or who act on Actavis' behalf publicly declare their relationship with Actavis.

Business expenses must be legitimate, reasonable, and appropriate.

- Neither Actavis nor its Business Partners may give or offer gifts, hospitality (i.e., meals, drinks, travel, entertainment), marketing or promotional materials, educational events, or sponsorships to improperly influence, induce, or reward any decision.
- Business expenses must have a legitimate business need, be reasonable and appropriate in time and place, and be modest in value and frequency.

DEFINITIONS

Government Official

- Individuals who hold a legislative, administrative, or judicial position of any kind at any level (i.e., state, local, national).
- Individuals who exercise a public function for a public agency.
- Personnel at state-owned or controlled enterprises (e.g., state-owned hospitals or pharmacies). Under Actavis' policy, HCPs employed by public or state-owned or controlled hospitals are considered Government Officials.
- Political parties and candidates for political office.
- Employees of international governmental organizations (i.e., World Bank, United Nations).

Anything of Value

- Defined broadly, as bribes can be made in the form of both financial and non-financial advantages, such as cash, gift cards, vouchers, gift certificates, discounts, entertainment, travel, educational expenses, employment, etc.

Facilitating Payments

- Small, unofficial payments to low-level government officials to secure routine governmental approvals.





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STEPS TO ENSURE YOUR COMPLIANCE

In order to ensure that Actavis' Business Partners meet or exceed our own ethical and legal standards, Actavis undertakes a series of measures related to prospective and current Business Partners. These include, but may not be limited to:

- Due Diligence & Contract Terms
- Training & Certifications
- Payments & Commercial Terms

- Actavis conducts due diligence on its Business Partners to ensure its Business Partners share our commitment to ethical and legal business.
- Actavis requires written agreements and contracts with Business Partners that include appropriate anti-corruption and anti-bribery clauses.
- Actavis may require Business Partners to attend anti-corruption training (online or live training format).
- Business Partners may be required to certify compliance with the FCPA or other anti-corruption laws.
- Payments to Business Partners must be consistent with fair market value, which is determined according to the standards of the relevant country.
- Actavis will not pay cash to Business Partners, other than documented petty cash disbursements.
- Business Partners must maintain supporting documentation for all transactions related to Actavis, which Actavis may request and audit from time to time.

Applicable Laws & Regulations

Actavis strives to comply with all applicable anti-corruption and anti-bribery laws and regulations, and expects its Business Partners to do the same, including, but not limited to:

- The US Foreign Corrupt Practices Act (FCPA)
- The UK Bribery Act 2010
- Local anti-corruption laws where Actavis or its Business Partners conduct business
- International conventions or treaties

Under many of these laws, Actavis may be responsible for the activities of its Business Partners.

Actavis expects its Business Partners to comply with the standards in the FCPA and UK Bribery Act, even if they are not a UK or US person or entity.

REPORTING NONCOMPLIANCE:

To report actual or suspected violations of this Guide, Actavis' Global Anti-Corruption Policy, or applicable laws, contact online at <https://actavishotline.ethicspoint.com>.

QUESTIONS OR CONCERNS:

If you have questions about this Guide, Actavis' Global Anti-Corruption Policy, or Actavis' expectations of you as a Business Partner, please contact your **Actavis representative** or a member of the **Actavis Global Ethics & Compliance Team** at **+862 261 7444**.

