



# Madrigal Supplier Code of Conduct

# Madrigal's Commitments and Expectations

At Madrigal, our focus on patients is at the heart of everything we do. Our success is driven through inclusion and collaboration, embracing accountability, and turning our intentions into reality. Just as we hold ourselves to these high standards, we expect the same from our suppliers.

A **supplier** is an individual or business entity (vendor, provider, distributor, contractor, sellers, or dealers) that provides goods, services, or resources to Madrigal.

Our **Supplier Code of Conduct** outlines our minimum standards and expectations for suppliers to conduct business legally, ethically, and responsibly – following all relevant laws, regulations, and industry standards. This includes reporting on adverse events, product quality, and compliance concerns.

## We are committed to:

Business Integrity

Patient Safety &  
Research Ethics

Responsible Labor  
Practices

Environment

Health & Safety

Quality Management

# Business Integrity

Madrigal takes ethical business conduct very seriously, and we expect our suppliers to as well. The following topics discuss our expectations across a range of important topics intended to maintain ethical and transparent business practices that are compliant with applicable law and regulation. This section outlines expectations for suppliers in each of these areas:

- Anti-Bribery and Anti-Corruption
- Fair Competition
- Conflicts of Interest
- Data Privacy and Security
- Sustainable Sourcing and Traceability



# Business Integrity

## Anti-Bribery and Anti Corruption

Bribery and any other form of corrupt business behavior is not tolerated. Suppliers should never engage in any kind of bribery or kickbacks, including promising, offering, providing, authorizing, or accepting anything of value to obtain an unfair business advantage. Madrigal expects its suppliers to fully comply with trade controls, sanctions, and all applicable anti-corruption laws (e.g., U.S. Foreign Corrupt Practices Act, UK Bribery Act).

## Conflicts of Interest

Madrigal suppliers should avoid any business decisions that would not be in Madrigal's best interest. Suppliers should review and assess all engagements for any potential or actual conflicts of interest. Madrigal expects its suppliers to disclose any potential, actual or perceived conflicts of interest, as well as have potential mitigation actions in place to prevent conflicts of interest from occurring.

## Data Privacy and Security

Suppliers must comply with all applicable data privacy and protection laws (e.g. GDPR) and have appropriate measures in place to safeguard all Madrigal data—including personal, confidential, and proprietary information. This includes protecting the data of Madrigal employees, patients, healthcare professionals, and company systems. Suppliers are expected to maintain strong cybersecurity practices such as access controls, encryption, regular security assessments, and incident response plans. Any data breaches or security incidents that may impact Madrigal must be reported promptly.

## Fair Competition

Madrigal suppliers should compete fairly and conduct their business with applicable fair competition and antitrust laws. These laws are intended to prevent unfair business practices, such as collusion that harms competition in the market. Madrigal suppliers should not engage in practices such as price-fixing, bid-rigging with competitors, abuse of market dominance, or other practices that restrict free trading and competition.

Suppliers should refrain from discussing sensitive business information with competitors, such as pricing, sales strategies, production capacities, or any other information that could be used to coordinate anti-competitive behavior.

## Sustainable Sourcing and Traceability

Madrigal's commitment to sustainable sourcing and traceability should extend to our suppliers. Suppliers are then responsible for ensuring their own suppliers and subcontractors comply with this code by: communicating the standards to third parties, and monitoring compliance within their supply chain. Suppliers should responsibly gather materials and ingredients that meet high environmental and ethical standards. Clear records should be maintained and sourced materials should be traced to confirm where they come from and ensure compliance with legal and sustainability guidelines. We ask that suppliers determine whether their supply chain includes conflict minerals and provide Madrigal with evidence on request that supply chains do not contain such conflict minerals, to help us meet our obligations.

# Patient Safety & Research Ethics

Madrigal takes patient safety and research ethics very seriously and expect our suppliers to as well. The following topics address a range of important topics that aim to maintain ethical and transparent business practices that are compliant with applicable laws and regulations. This section outlines expectations for suppliers in each of these areas:

- Patient Safety and Access to Information
- Adverse Events and Product Quality
- Scientific and Research Integrity
- Animal Research and Welfare
- Interactions with HCPs
- Marketing and Promotional Practices



# Patient Safety & Research Ethics

## Patient Safety and Access to Information

We place the health and safety of our patients first. Suppliers should have management systems in place to ensure the quality and safety of our products at all times. We comply with all safety and quality regulations that govern our products.

## Adverse Events and Product Quality

Madrigal expects its suppliers and their employees to report any adverse event, complaint, or side effect related to a Madrigal product to Madrigal's reporting system. Reports should be made to Madrigal's Quality and Pharmacovigilance contacts in accordance with the supplier's contractual arrangement with Madrigal.

## Animal Research and Welfare

We respect and protect the welfare of animals used in research, complying with all legal and Madrigal requirements that govern the care and use of animals. Our suppliers share our commitment to the highest standards of animal care in research.

## Scientific and Research Integrity

We conduct clinical research and development activities consistent with bioethics principles and sound scientific methodologies, focusing on the safety and well-being of research participants. Suppliers should follow Madrigal's processes for the handling and publication of scientific information. We only publish scientific information that is accurate, objective, balanced, and timely.

## Interactions with Healthcare Professionals

When interacting with healthcare professionals (HCPs) on behalf of Madrigal, suppliers should conduct their interactions ethically and in compliance with applicable laws and industry standards and guidelines. Communications with HCPs should focus on complete and accurate information about our products. Suppliers should never attempt to sway an HCP's independent medical judgment for Madrigal's (or their own) benefit. Suppliers must also follow Madrigal's process for collecting information regarding any financial interactions with HCPs, healthcare organizations, and patient organizations as required based on the engagement.

## Marketing and Promotional Practices

Marketing and promotional materials and activities should comply with applicable regulations designed to ensure that information is supported by scientific evidence and consistent with regulatory approvals to prevent misrepresentation of our products' efficacy or safety. Madrigal must approve the use of our Company's name or logo, including any brand names, as well as any marketing claims or other promotional activities.

# Responsible Labor Practices

Madrigal expects our suppliers to be committed to upholding workers' human rights and treating workers with dignity and respect. This section outlines expectations for suppliers in each of these areas:

- Diversity and Inclusion
- Non-Discrimination and Fair Treatment
- Child Labor
- Voluntary Employment, Anti-Slavery, and Anti-Trafficking
- Freedom of Association
- Wages, Benefits, and Working Hours



# Responsible Labor Practices

## Diversity and Inclusion

Madrigal believes that different opinions, backgrounds, and experiences make us a stronger Company. We expect our suppliers to be committed to ensuring an inclusive and diverse workforce. Suppliers should embrace diversity in their workforce's age, gender, race, national or ethnic origin, religion, language, political beliefs, sexual orientation, and physical ability.

We expect our suppliers to engage socially and economically different categories of suppliers through inclusive sourcing processes that promote equal opportunities.

## Non-Discrimination and Fair Treatment

Suppliers should provide a workplace free of harassment and discrimination. Discrimination because of someone's race, religion, gender, sexual orientation, ethnicity, disability, political affiliation, union membership, or marital status should never be tolerated.

Our suppliers' workplaces should also be safe and free of hostility and harsh and inhumane treatment. They should prohibit corporal punishment, mental or physical coercion, verbal or psychological abuse, and sexual harassment, giving all workers a right to a workplace free of harassment and abuse.

## Child Labor

Suppliers must comply with all applicable child labor laws. If workers under the age of 18 are employed, they must do only work that is not harmful to them and does not interfere with their education. Suppliers should never employ any individuals under the legal local minimum age to work.

# Responsible Labor Practices

## Voluntary Employment, Anti-Slavery, and Anti-Trafficking

We believe in a world where everyone works freely and with dignity. Our suppliers are expected to uphold the high standards of voluntary employment, including by rejecting all forced labor, slavery, and human trafficking. Employment must be a choice, accompanied by clear advanced notice that communicate rights and responsibilities.

## Freedom of Association

We respect and support the rights of workers to freely associate, organize, and collectively bargain. Our suppliers are expected to foster an environment where workers can engage in these activities without fear of retaliation, intimidation, or harassment. We believe that open dialogue between workers and management is essential for fostering a collaborative and fair workplace.

## Wages, Benefits, and Working Hours

Our suppliers should pay workers according to applicable wage laws where the supplier operates. Employees should be paid at least minimum wage, as well as applicable overtime hours and mandated benefits. We expect suppliers to communicate with workers the wages to be paid in advance of any work commencing, and whether overtime is required and the wages to be paid for such overtime. Suppliers should comply with regulations that define maximum working hours and never force employees to work beyond those maximums.

# Environment

Madrigal recognizes our responsibility to the environment and work with suppliers that seek to operate sustainably. This section outlines expectations for suppliers in each of these areas:

- Environmentally Responsible Practices
- Environmental Authorizations
- Waste, Emissions, Spills, and Releases
- Resource Use



## **Environmentally Responsible Practices**

Madrigal expects its suppliers to operate in an environmentally responsible and efficient manner, aiming to minimize adverse impacts on the environment. Suppliers should strive to continuously improve and enhance their environmental performance and reduce their environmental footprint

## **Environmental Authorizations**

As part of this commitment, suppliers should comply with all applicable environmental regulations. This includes obtaining all required permits, licenses, information registrations and restrictions, and following all operational and reporting requirements.

## Waste, Emissions, Spills, and Releases

Suppliers should create and maintain systems to sustainably consume resources, such as raw materials, energy, and water. Suppliers must have plans for waste reduction, recycling, and energy conservation, seek ways to use cleaner sources of energy, and reduce carbon emission and pollution.

Suppliers are encouraged to voluntarily report sustainability and corporate citizenship related progress utilizing the United Nations Sustainable Development Goals, for example.

They should monitor, treat, control, manage, and properly dispose of wastewater and solid waste, as well as comply with all applicable waste management laws and regulations, including maintaining waste disposal records and other required documentation.

## Resource Use

Steps should be taken to conserve energy and other natural resources. Suppliers should continuously improve efficiency and reduce resource consumption.

# Health & Safety

Madrigal recognizes that maintaining robust health and safety standards is central to our work. We expect our suppliers to provide their employees with a healthy and safe workplace, including access to clean, safe, and reasonable working conditions. This section outlines expectations for suppliers in each of these areas:

- Worker Protection
- Process Safety
- Emergency Preparedness and Response
- Hazard Information



## Worker Protection

We expect our suppliers adhere to occupational safety standards, including those established by the Occupational Safety and Health Administration (OSHA) or equivalent international regulations. Suppliers should ensure a workplace that actively protects employees from unhealthy exposure to chemical, biological, and physical hazards. This includes implementing robust safety protocols and providing comprehensive training on hazard recognition and safe handling procedures. Appropriate protective equipment should be readily available and maintained to safeguard workers from exposure.

Suppliers should establish clear systems for the prompt reporting and investigation of any workplace incidents or exposure-related health issues. Workers should be empowered to report unsafe conditions without fear of retaliation, ensuring transparency and swift corrective action. Documentation of such reports and the measures taken to address them should be meticulously maintained, supporting continuous improvement in hazard management.

## Emergency Preparedness and Response

Suppliers should identify and assess emergency situations that could arise in the workplace. In planning for emergency situations, it's important to develop and implement emergency plans and response procedures to minimize operational disruption and protect workers. These can include worker notification and evacuation procedures, emergency training, fire drills, appropriate first aid suppliers, and adequate exit facilities. These emergency response items should be employed for any subcontractors on a supplier's site as well.

## Process Safety

Processes should be in place to identify risks from chemical and biological processes and effectively prevent or mitigate catastrophic releases of chemicals.

## Hazard Information

Suppliers should ensure the availability of safety information relating to hazardous materials to educate, train, and protect workers from hazards. This information should include pharmaceutical compounds and pharmaceutical intermediate materials.

# Quality Management

Madrigal expects its suppliers to demonstrate commitment to quality by allocating appropriate resources to meeting these requirements.

Suppliers should use management systems to facilitate continual improvement and compliance with the expectations of the principles outlined here. This section outlines expectations for suppliers in each of these areas:

- Commitment and Accountability of Suppliers
- Legal and Customer Requirements
- Risk Management
- Documentation
- Communication, Training, and Competency
- Continuous Improvement



# Quality Management

## Commitment and Accountability of Suppliers

Madrigal expects its suppliers to allocate appropriate resources and identify senior personnel who will be accountable for meeting Madrigal's expectations set forth in this document.

## Legal and Customer Requirements

Suppliers should identify and comply with applicable laws, regulations, standards, and relevant Madrigal requirements, and should maintain documentation and quality management systems in accordance with them. Suppliers must comply with GxP requirements (e.g. Good Manufacturing Practices (GMP), Good Distribution Practices (GDP), and Good Clinical Practices (GCP)), where relevant.

## Risk Management

Suppliers should have mechanisms in place to determine and manage risks in all areas that are discussed in this document. Continually monitor those mechanisms to ensure they are operating appropriately and controlling the risks effectively. Any review should also include assessments of the risks and controls related to work provided by suppliers' own third parties.

## Documentation

Suppliers must maintain documentation needed to demonstrate compliance with the expectations laid out in applicable regulations and reporting requirements.

## Communication, Training, and Competency

Our suppliers' resources should have an appropriate level of knowledge, skill, and ability to achieve the expectation of this Code. Suppliers should ensure there are effective methods to communicate and train on these expectations.

## Continuous Improvement

Madrigal expects its suppliers to continually improve in their quality management by establishing performance objectives, executing implementation plans, and addressing identified deficiencies through corrective actions. Monitor performance internal or external assessments, inspections, or management reviews.

# Reporting Concerns

Madrigal recognizes that reporting plays an important role in our work. We expect suppliers to maintain policies and avenues for prompt reporting. Madrigal does not condone retaliation, intimidation, or harassment in response to any reporting.

## Compliance Concerns

Suppliers are responsible for promptly reporting any:

- Actual or suspected illegal activities;
- Failures to meet the expectations in this Code;
- Violations of any contractual relationship with Madrigal, including violations committed by any worker or agent acting on behalf of either the supplier or Madrigal;
- Any health authority inspections and/or regulatory issues; and,
- Changes in subcontractors, in accordance with the supplier's governing agreement (e.g., Master Services Agreements, Licenses, etc.).

Reporting responsibility extends to any third parties our suppliers work with on our behalf or on our projects.

Any individual making a report should feel safe to do so without threat or fear of retaliation, intimidation, or harassment. Submit any issues or concerns via any of the channels found on the [Compliance Hotline](#) site.

# Monitoring and Non-Compliance

Madrigal expects suppliers to:

- cooperate with audits and assessments by Madrigal or authorized third parties;
- promptly implement corrective actions where non-compliance is identified.

Non-compliance with the Code may result in:

- suspension of business relation;
- termination of contract; and/or
- notification to regulatory authorities if required by law.

