



I-COMPLY

# Charles River Code of Business Conduct and Ethics

---

  
charles river

# Contents

**A MESSAGE FROM JIM FOSTER ..... 3**

**OUR PURPOSE AND OUR VALUES ..... 4**

- Care ..... 4
- Own ..... 4
- Lead ..... 4
- Collaborate ..... 4

**OUR CODE AND YOUR RESPONSIBILITIES ..... 5**

- Why Do We Have a Code of Business Conduct and Ethics? ..... 5
- To Whom and Where Does the Code Apply? ..... 5
- How Should You Use the Code? ..... 6
- Charles River I-Comply Ethical Decision-Making Framework ..... 6
- Speaking Up and Raising Concerns: Our I-Comply Resources ..... 7
- How Will Charles River Handle Your Questions and Concerns? ..... 7
- What Happens When Someone Violates the Code? ..... 7
- Our Commitment to Non-Retaliation ..... 7

**CARE ..... 8**

- Promoting Fair Employment Practices and A Workplace Free from Discrimination and Harassment ..... 8
- Cultivating Diversity, Equity and Inclusion ..... 9
- Promoting a Safe, Healthy and Sustainable Workplace ..... 10
- Understanding the Laws and Policies Relating to the Animals in Our Care ..... 11
- Ensuring Product Quality ..... 13
- Maintaining Data Integrity ..... 13
- Being Good Corporate Citizens ..... 13
- Protecting Human Rights ..... 13

**LEAD ..... 14**

- Avoiding Conflicts of Interest ..... 14
- Exchanging Appropriate Business Courtesies ..... 15
- Preventing Bribery and Corruption ..... 16
- Preventing Money Laundering ..... 17
- Upholding Director and Officer Fiduciary Duties ..... 17

**OWN ..... 18**

- Managing and Using Company Assets ..... 18
- Protecting Proprietary and Confidential Information ..... 18
- Ensuring Privacy and Protecting Personal Data ..... 19
- Using Information and Communication Systems and Devices Appropriately ..... 20
- Preparing and Maintaining Accurate Records ..... 20
- Respecting and Protecting Intellectual Property ..... 21
- Dealing in Securities: Insider Trading ..... 21

**COLLABORATE ..... 23**

- Protecting Our Reputation with Accurate Communications ..... 23
- Using Social Media Appropriately ..... 23
- Dealing and Competing Fairly ..... 24
- Doing Business with the Government ..... 25
- Complying with International Trade Requirements ..... 25
- Engaging in Lobbying and Political Activities ..... 26
- Cooperating with Government Inquiries and Investigations ..... 26

**OTHER INFORMATION ..... 27**

- Acknowledgments and Reaffirmations ..... 27
- Amendments and Waivers ..... 27

**OUR ETHICS AND COMPLIANCE RESOURCES AND OTHER IMPORTANT CONTACTS ..... 28**

**INDEX ..... 29**

## A MESSAGE FROM JIM FOSTER



At Charles River, we are very proud of the work we do and the role we play in improving people's lives. Our excellent science and our strong sense of purpose guide us in all that we do, and we approach each day with the knowledge that our work helps to improve the health and well-being of many across the globe. **We are committed to being good corporate citizens**, in addition to enhancing our role in advancing human health and improving the quality of life for patients, clients, employees, and our communities.

We also believe that the way in which we do business influences the results we seek to achieve. **The continued success of our Company depends on each of us and our shared commitment to ethical business practices across the globe.** By following both the letter and the spirit of applicable laws, and acting with integrity, we will meet the expectations of our clients, attract and retain outstanding employees, and deliver value to our shareholders. In alignment with our values of Care, Lead, Own and Collaborate, we pride ourselves on supporting our people both professionally and personally throughout their employee experience with us and we believe in treating our current and prospective employees with dignity, decency, and respect.

The Charles River Code of Business Conduct and Ethics describes our values and outlines the requirements and expected behavior for all of us who work on behalf of the Company. It also describes the resources that are available to help us make the right choices. **One of Charles River's most valuable assets is our reputation, and it is up to each of us to ensure that we preserve its value.**

**Please read this Code carefully.** If you have a concern, if you are not sure what is right in a particular situation, or you think others in our Company might be acting in violation of the Code, speak with your manager or any of the other resources described in the Code, including our Legal Compliance team.

Operating our business with the highest ethical standards is a priority at Charles River. **Together, each of us plays a role in determining what kind of Company we are and we can ensure continued success through our daily actions.** I thank each of you for your dedication and commitment to making Charles River a great company and for your continuing efforts to help us "Be the Difference."

The Charles River Code of Business Conduct and Ethics...I comply, do you?

Sincerely,  
James C. Foster  
Chairman, President and Chief Executive Officer  
Charles River Laboratories International, Inc.

# OUR PURPOSE AND OUR VALUES

At Charles River, we are better together. We are many diverse people united by one purpose: **Together We Create Healthier Lives**. We act with integrity in everything that we do and our decisions are guided by the Company's core values: **CARE**, **LEAD**, **OWN** and **COLLABORATE**.

## CARE

We show we care when we:

- Respect and support each other, and always choose to do the right thing
- Create a positive, healthy workplace for ourselves and the animals in our care
- Support the communities where we work and live

## OWN

We act like owners when we:

- Hold ourselves accountable for our actions
- Respond to internal and external client needs with speed and accuracy
- Set and achieve meaningful goals
- Strive towards continuous improvement



## LEAD

We lead when we:

- Model our purpose and values
- Develop and share our expertise
- Plan ahead, show flexibility, embrace change, and deliver innovation
- Appreciate the great work of others

## COLLABORATE

We collaborate when we:

- Communicate clearly and effectively across the hall or across the globe
- Include others and value diverse ideas
- Help each other to succeed and promote teamwork
- Think broadly and creatively

# OUR CODE AND YOUR RESPONSIBILITIES

## Why Do We Have a Code of Business Conduct and Ethics?

At Charles River, we are passionate about our role in improving the quality of people's lives. Our mission, our excellent science and our strong sense of purpose guide us in all that we do, and we approach each day with the knowledge that our work helps to improve the health and well-being of many across the globe. Critical to the Company's success is our compliance with legal requirements and standards of honesty, safety, fairness and integrity.

This Charles River Code of Business Conduct and Ethics (Code) describes many of the standards and policies that apply to our business, as well as the responsibilities we share for maintaining a positive and ethical work environment. It also identifies resources we can use to ask questions or raise concerns about legal, compliance or ethics issues.

You should read and understand the Code and apply it to your daily actions. Refer to the Code if you have questions or need guidance in making the right decisions.

### COMPLY ANT REMINDS US: OUR I-COMPLY RESOURCES

We have a number of resources at Charles River that help us make good decisions. If you have a question or concern related to ethics or compliance at Charles River, contact:

- Any Charles River manager
- Our Legal Compliance team
- Your local Human Resources Business Partner or Corporate Human Resources team
- Our Legal Department and General Counsel
- The Charles River Helpline (link available on iConnect)

For contact information specific to your question or concern, please see the last pages of this Code. The policies referenced in the Code are available on iConnect.



## To Whom and Where Does the Code Apply?

The Code applies to all **employees, officers and directors** of Charles River. It also applies to our **consultants and agents** in the work they do for the Company. In addition, we expect our **suppliers, vendors and other business partners** to comply with the high ethical and legal standards described in the Code, as well as those described in our Supplier Code of Conduct.

The Code applies everywhere we do business. It applies in our facilities, the facilities of our clients when we work there and during all other work-related activities wherever located, including offsite events and business trips. It applies in our dealings with our shareholders, the public, governments and even our competitors. In other words, it applies any time we represent Charles River.

As a global company headquartered in the United States, some of our activities are regulated by both U.S. laws and local laws and regulations. If you are not sure which laws or policies apply, or if you think that there may be a conflict between applicable laws or between local laws and our policies, you should ask your manager or the Legal Compliance team. Regardless of where you are located, Charles River's commitment to the highest ethical standards applies to all business activities.

### COMPLY ANT REMINDS US: OUR RESPONSIBILITIES

Each of us is responsible for understanding and complying with the Code.

- Be familiar with the information and standards set out in the Code and understand the specific policies that apply to your job
- Comply with the Code and all applicable laws, regulations and policies.
- Act in a professional, honest and ethical manner in your work on behalf of Charles River
- Ask for help when you have questions or concerns about ethics or compliance, or when you are not sure about what you should do in a specific situation
- Promptly report possible violations of laws, regulations or the Code using the Company's I-Comply Resources. See the last pages of this Code for descriptions of resources you can use to ask questions or report concerns
- Complete required compliance and ethics training and acknowledgments



ADDITIONAL I-COMPLY POLICIES: [Supplier Code of Conduct](#)

## How Should You Use the Code?

All Charles River employees, officers and directors are expected to understand the Code and to use it to guide their daily actions and responsibilities in relation to the Company. You can refer to the Code if you have questions or need guidance in making the right decisions.

The Code provides general guidelines, but it does not answer every question or address every situation. If you have a question or concern about appropriate conduct and cannot find an answer in the Code or in another Charles River policy, check to see if you have the facts you need to make a decision, think about who could be affected and then use Charles River's I-Comply Decision-Making Framework to help you make the best decision.

### COMPLY ANT REMINDS US: OUR MANAGERS AND SENIOR LEADERS PLAY A KEY ROLE

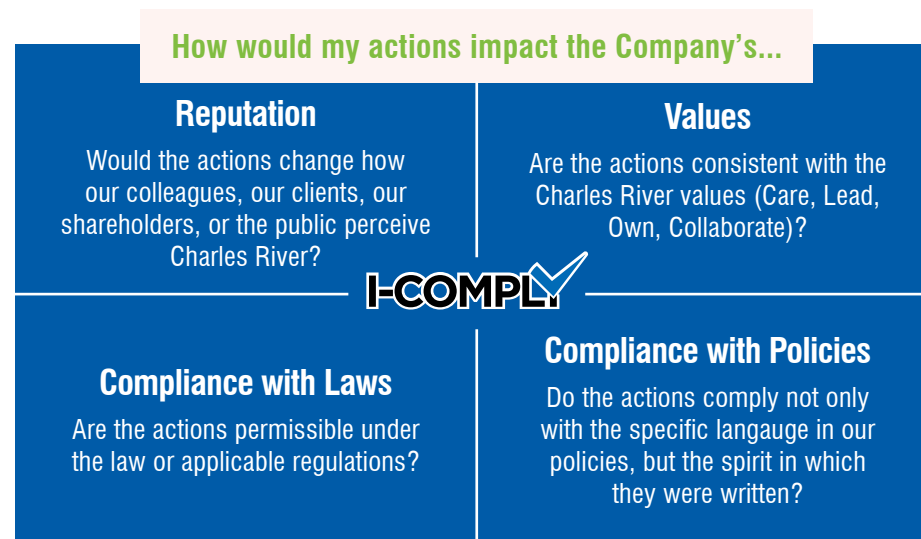
If you are in a management or leadership position at Charles River, you have additional responsibilities.

- Serve as a role model and set the tone for appropriate behavior at Charles River.
- Help ensure that your employees are aware of the importance and requirements of the Code and Company policies about legal compliance and ethics.
- Help your employees comply with the requirements of the Code, providing guidance about the Code and Charles River's values.
- Promote a work environment that encourages honest and open communications about the Company's expectations.
- Encourage your employees to review and timely complete required compliance and ethics training and certifications.
- Review questions and reports you have or receive about the Code with your managers and report possible violations of laws, regulations or the Code to the Legal Compliance team and make sure the issues are addressed.



## Charles River I-Comply Ethical Decision-Making Framework

If you are unsure of an appropriate course of action or are faced with a difficult decision, apply the I-Comply Ethical Decision-Making Framework:



If you have more specific questions or concerns about the Code and how it applies to a given situation, **check with your manager or ask for help from any of the Company's other I-Comply Resources** prior to taking any action that may be a violation of the Code.

## Speaking Up and Raising Concerns: Our I-Comply Resources

Asking questions and raising concerns will help both you and Charles River avoid potential problems and address issues promptly and in an appropriate way. If you suspect that something is wrong, you have an obligation to **speak up**.

## How Will Charles River Handle Your Questions and Concerns?

Your questions and reports about the Code, compliance with laws and policies or ethical conduct will be taken seriously. They will be handled promptly and confidentially, to the extent possible. Any investigations will consider the requirements of the investigation, applicable law and the Company's data privacy policies. You are required to cooperate in all investigations of misconduct or unethical behavior at Charles River.

If you make a report using the **Charles River Helpline**, it will be forwarded to members of Legal Compliance, the Legal Department (including our General Counsel), Corporate Human Resources, and Internal Audit. All reports will be reviewed promptly to decide whether an informal inquiry or an investigation should be initiated. If you make an anonymous report using the Charles River Helpline, the resources reviewing the report may use the Helpline system to ask you additional questions while preserving anonymity to the extent possible.

## What Happens When Someone Violates the Code?

Anyone who violates the Code may be subject to disciplinary action, up to and including termination of employment. In some situations, violations may also result in civil or criminal penalties for you, your manager and/or the Company.

## Our Commitment to Non-Retaliation

We do not tolerate retaliation against anyone who raises concerns about a violation of the law, the Code or Company policy in good faith. Company resources should never be used to make a report that you know is false or misleading. Concerns about retaliation directed toward anyone who honestly reports a concern should be **reported immediately to Legal Compliance or the Legal Department** for appropriate action.

**ADDITIONAL I-COMPLY POLICIES:** [Anti-Retaliation Policy](#)

### COMPLY ANT REMINDS US: OUR I-COMPLY RESOURCES

You can raise your questions and concerns about any legal, compliance and ethics issues to several different Company resources, including to:

- Any Charles River manager
- The Legal Compliance team via email at [LegalCompliance@crl.com](mailto:LegalCompliance@crl.com)
- Your Human Resources Business Partner
- The Corporate Human Resources Department
- The Legal Department via email at [GeneralCounsel@crl.com](mailto:GeneralCounsel@crl.com) or by mail addressed to General Counsel, Charles River Laboratories International, Inc., 251 Ballardvale Street, Wilmington, MA 01887.
- The Charles River Helpline which is managed by an independent third party fluent in all applicable languages and available 24 hours a day, 7 days a week. You can call toll free or [file a report online here](#). If you choose to make an anonymous report, you should provide enough information to allow the Company to conduct an appropriate investigation. Questions on the Charles Rivers Helpline will be tailored based on applicable local laws and regulations.

For reports about questionable accounting, internal accounting controls or auditing matters, contact the General Counsel, our Internal Audit Department, or use the Charles River Helpline. Contact information for the Legal Compliance team and other important contacts is located on the last pages of the Code and on the Company's intranet site.



### I-COMPLY Q&A

**Q:** My manager does not treat me the right way. He criticizes my work which makes it hard for me to do my job. He asks me to do things that I think are a waste of time. What should I do? Should I call the Charles River Helpline?

**A:** The Company provides several different resources to address issues that come up in your job, but first and foremost, we have an open door culture. As a first step, we encourage you to raise your concerns to your Human Resources Business Partner. Human Resources is typically best equipped to help you handle disagreements with your manager or other Human Resources matters.

**Q:** My manager has done nothing when concerns about possible misconduct are brought to her attention, and I have heard she makes things difficult for employees who have raised questions. I think one of my co-workers has done something that violates the Code. What should I do?

**A:** Speak up. Our Code says that you should report your concerns and that you can make reports in good faith without fear of retaliation. While starting with your manager is usually the best way to address concerns, if you don't believe it is appropriate or you do not feel comfortable doing so, you should talk to another manager, your local Human Resources Business Partner, the Corporate Human Resources Department, or Legal Compliance.

## CARE

Be respectful, supportive and positive with each other, our animals and our communities.  
Be the one who does the right thing, not just the easy thing.

### Promoting Fair Employment Practices and A Workplace Free from Discrimination and Harassment

At Charles River, we are committed to maintaining a positive and fulfilling work environment. We believe that equal opportunity and fair treatment are central to achieving our goals.

We do not tolerate discrimination or harassment of any kind based on the protected categories listed in this section, or any other legally protected characteristic. Instead, all employment decisions are based on your overall qualifications and ability to meet the requirements of the position.

#### I-COMPLY DO YOU?

The laws in many of the locations in which we operate prohibit discrimination and harassment based on certain protected characteristics, including:

- Race
- Color
- Religion
- Gender
- National or ethnic origin or ancestry
- Age
- Sexual orientation, gender identity or expression
- Military or veteran status
- Marital, familial or civil status
- Disability
- Pregnancy/maternity
- Language
- Political views
- Thought or belief

At Charles River, consistent with our culture of inclusion, we do not tolerate any discrimination or harassment, regardless of whether it is legally protected.

Charles River does not tolerate harassment of any kind in the workplace. Harassment is any unwelcome conduct that is coercive, intimidating, humiliating or embarrasses a colleague or business partner. Harassment directed against anyone based on protected characteristics is against the law in the U.S. and in many other countries in which we do business. Our Company also prohibits any form of bullying (also referred to in some jurisdictions as “victimisation” or “psychological harassment”).

Sexual harassment is harassment that is perceived to be based on a person’s gender or is sexually-based behavior. Unwelcome sexual advances, requests for sexual favors, and other verbal or physical conduct of a sexual nature constitute harassment when:

- Submission to that conduct is made either explicitly or implicitly a term or condition of employment;
- Submission to or rejection of that conduct by an employee is used as the basis for employment decisions affecting that employee, or
- That conduct has the purpose or effect of unreasonably interfering with an employee’s work performance or creating an intimidating, hostile, humiliating or offensive work environment.

#### I-COMPLY Q&A

**Q:** One of my co-workers is often rude and insulting. Sometimes, he loses his temper when he gets frustrated. He also teases me about my accent. I don’t want to lose my job. What can I do?

**A:** Speak up! We do not tolerate harassment or bullying (including victimisation or psychological harassment) of any kind at Charles River. We are especially concerned when this type of conduct may be directed against anyone based on protected characteristics such as national or ethnic origin.



If you experience or witness any form of discrimination or harassment in your work with Charles River, immediately report the matter to **your manager (or any other manager with whom you feel comfortable) or your local Human Resources Business Partner. If you prefer, you can contact the Corporate Human Resources Department or the Legal Compliance team.** The matter you report will be handled promptly and, to the extent possible, confidentially. Charles River prohibits retaliation against employees who make a good faith report of discrimination or harassment, or are involved in or act as witnesses in an investigation of a complaint about discrimination or harassment.

## Cultivating Diversity, Equity and Inclusion

Charles River is committed to cultivating a welcoming and inclusive environment. We believe in treating our employees and prospective talent with dignity, decency, and respect. We recognize that employee diversity contributes to a more innovative workforce and see diversity and inclusivity as a strength for our business. Our commitment to equity spans across all employment-related decisions, from hiring and promotions, to advancement and compensation and career development programs. Our goal is to continue to build a talented workforce that represents the global communities in which we live and work. It is critical that our people feel like valued members of the Charles River family.

### I-COMPLY Q&A

- Q:** My colleague continues to refer to me using the wrong pronouns, even after being corrected multiple times. I overheard her complaining that it is too difficult to remember to use my preferred pronouns all the time. She also teases me about my sexual orientation. What should I do?
- A:** Speak up! We do not tolerate harassment or bullying of any kind at Charles River based on a person's sexual orientation, gender identity or expression.



**ADDITIONAL I-COMPLY POLICIES:** [Preventing Harassment and Discrimination Policy](#), [Affirmative Action and Equal Employment Opportunity Policy](#), [Employee Handbook \(USA only\)](#)

## Promoting a Safe, Healthy and Sustainable Workplace

As a good corporate citizen, Charles River is committed to safeguarding the environment and the health and safety of our employees, visitors, customers, and the communities in which we operate.

### Working Safely

Charles River strives to provide a safe and healthy workplace for all employees, visitors, customers, and the communities in which we operate. We adhere to all applicable health and safety regulations. Ultimately, however, maintaining safety in the workplace is a personal responsibility. Each of us is responsible for knowing the rules and complying with all health and safety procedures that apply to our jobs. We understand that safety is a critical part of maintaining a healthy workforce, and we encourage all employees to **report unsafe conditions to managers** immediately. You are encouraged to identify opportunities to improve the safety of our operations.

### Protecting the Environment and Sustainability

Charles River is committed to protecting the environment and conducting our business in an environmentally sustainable manner. We adhere to all applicable environmental regulations governing such areas as waste disposal, water discharges and air emissions. In addition, we pursue solutions that help to make our business more environmentally sustainable. We can all help reduce Charles River's environmental impact by conserving natural resources whenever possible and making suggestions that could reduce energy usage, water consumption and eliminate waste.

### Violence Prevention

As part of our commitment to providing employees with a safe, healthy and secure work environment, Charles River specifically prohibits any type of violence, threats or intimidating conduct at our facilities and at any other location where our employees perform any work-related activities. Weapons are not allowed in the workplace, consistent with local law. You must speak up immediately if you witness violence or believe there are any threats to our safe workplace.

**ADDITIONAL I-COMPLY POLICIES:** [Workplace Violence Policy](#), [Employee Handbook \(USA only\)](#)

## Alcohol and Drug-Free Workplace

While you are at work, you must never be under the influence of illegal drugs, alcohol or any other substance that might impair your ability to work safely and effectively. Charles River prohibits the use, possession, manufacture, distribution or sale of illegal drugs on Company property and whenever you are at work or represent the Company. We also prohibit the consumption of alcohol during working hours or on Company property, unless specifically approved or as part of an approved local policy at your location.



## Understanding the Laws and Policies Relating to the Animals in Our Care

We are committed to compliance with both the letter and spirit of the laws and regulations relating to the care and use of research animals and to the other services and products we offer to support the activities of our clients. Since we operate in a highly regulated environment, we must all be vigilant in meeting and going beyond our responsibilities to comply with relevant laws and regulations and in complying with all applicable policies and operating procedures.

### Humane Treatment of Animals

Our Company's CARE value includes our commitment to the humane care of the research animals we produce and with which we work. Non-compliance with our policies regarding the humane care and use of research animals is not tolerated and will result in disciplinary action, up to and including termination of employment.

Any work at Charles River that involves research animals is closely connected to our Humane Care Imperative. The goal of our Humane Care Imperative is to ensure that Charles River continues to be a worldwide leader in the humane care and treatment of laboratory animals. The Humane Care Imperative accomplishes this by raising awareness and providing training to all employees on the importance of humane care, including how appropriate care can affect the success of drug development and how to report animal welfare concerns. This includes, among other things, recognizing and accepting responsibility for the well-being of our research animals and handling animals with care and compassion. We recognize that humane care is not only a scientific necessity but a moral imperative, and we embrace our responsibility to both the scientific community and the public for the health and well-being of the animals in our care.

### I-COMPLY DO YOU?

The components of our Humane Care Imperative include:

- [Establishing best practices across business units worldwide](#)
- [Heightening internal awareness of the importance of humane care ensuring a culture of caring](#)
- [Enhancing orientation and training](#)
- [Fostering animal welfare worldwide through the efforts of our CHARTER Program](#)
- [Applying the 3Rs \(Replacement, Reduction, and Refinement\)](#)
- [Augmenting behavior and enrichment programs](#)

You are encouraged to identify ways to enhance animal welfare and to bring them to the attention of our managers. We are committed to a culture of caring and openness in which any questions, suggestions for improvement or concerns are readily reviewed and addressed.

### I-COMPLY Q&A

**Q:** I recently noticed an employee working with our animals in a way that seemed inconsistent with the principles in the Humane Care Imperative. But I was walking quickly and I'm not sure. I don't want to get anyone – myself included – in trouble. What should I do?

**A:** Please raise your concerns promptly. You could talk to the employee to make sure you have all the facts. If you are not comfortable doing that, you can speak with your manager or any of the individuals identified on our "Animal Welfare Begins With You" flyers posted at your site and discuss what you saw. Of course, you can also reach out to our other I-Comply Resources. Each of us has a role in making sure that we achieve our core values in this area. No employee will be subject to retaliation for good faith reporting of acts of abuse or deficiencies in animal care.

We take any allegations of animal mistreatment very seriously. Mistreatment and cruelty to animals will not be tolerated. Anyone observing inhumane or cruel treatment of animals, or any act of animal abuse, **must report these occurrences immediately using any of the many channels posted in our animal facilities.** Failure to report an incident could be viewed as supporting animal mistreatment.

**ADDITIONAL I-COMPLY POLICIES:** [Animal Welfare and the Humane Treatment of Animals Policy](#), [Global Quality Policy](#)

## Biosecurity

Every employee contributes in his or her own way to biosecurity and the safety of animals. Each of us must consistently follow the procedures, processes, rules and performance expectations established by Charles River to ensure animal safety and to prevent genetic and microorganism contamination of the animals that we use and produce that would make them unsuitable to our clients and to us. These biosecurity-oriented workplace standards and practices include:

- appropriate techniques for entering restricted areas such as barrier rooms;
- use of protective clothing and equipment;
- rules about the movement of animals, including unauthorized removal from a site;
- restrictions on employee-animal contact outside of Charles River (where specified); and
- application of appropriate disinfection techniques for equipment and supplies.

Disregarding these, as well as established barrier room and animal handling procedures, can result in grave consequences to our facilities and can result in an employee's immediate dismissal.



## Ensuring Product Quality

Scientific excellence and outstanding client service are two of the cornerstones of Charles River's corporate culture. It is essential that we strive to meet or exceed the expectations of our stakeholders (including our employees, business partners, customers, suppliers and service providers) by consistently providing high quality products and services. We maintain our high standards of quality through rigorous management of key performance indicators, effectively managing risks faced across the entire organization and acting ethically and responsibly in everything we do. However, identifying alteration in quality is not enough. Each of us must take ownership of our quality culture by:

- performing tasks with the highest level of integrity;
- maintaining communication and awareness both internally and externally;
- understanding and complying with all regulatory requirements, policies, and operating procedures, and
- maintaining a commitment to continuous improvement.

## Maintaining Data Integrity

As a company, we recognize the importance of generating quality and reliable data to ensure consistency in our approach to data integrity. Data integrity is defined as the degree to which data are complete, consistent, accurate, trustworthy and reliable throughout the data lifecycle. The Charles River global data integrity governance program applies to all data, especially data generated in support of regulated activities as conducted by our various business units in compliance with applicable regulations. Because we view data integrity as a key asset, data should:

- be collected and maintained in a secure manner that is attributable, legible, contemporaneously recorded, original (or a true copy) and accurate;
- have appropriate quality and risk management systems, including adherence to sound scientific principles and good documentation practices, and
- comply with ALCOA+ principles (Attributable, Legible, Contemporaneous, Original and Accurate, plus complete, consistent, enduring and available).

**ADDITIONAL I-COMPLY POLICIES:** [Global Quality Policy](#)

## Being Good Corporate Citizens

Charles River embraces its role as a responsible corporate citizen. Every day, we have the ability to make a difference. Through our Corporate Citizenship program, we can be the difference – to the animals under our care, to the patients who rely on the treatments we are helping to develop, to our employees, and to our planet. Our commitment to improve lives is founded in operating our business responsibly and extends beyond the discovery and development of therapeutic cures to the communities where we live and work.

## Protecting Human Rights

Charles River is committed to operating its global business ethically, responsibly and in accordance with all applicable laws, directives, regulations and codes governing human rights. This commitment to human rights not only applies to our Company but to our global supply chain and business partners as well. Charles River expects all stakeholders to:

- Comply with applicable laws and regulations relating to human rights;
- Offer fair and equitable wages, benefits and working hours;
- Provide clean and safe working conditions;
- Allow for freely chosen employment and freedom of association;
- Prohibit human trafficking and forced, bonded or illegal child labor, and
- Ensure that metals and other materials contained in our products are sourced, produced and used in an ethical and responsible manner.

## LEAD

Be the role model, the listener, the planner and the guide. Be flexible and embrace change. Be the disrupter and innovate in a new way. Be the appreciator of great work.

### Avoiding Conflicts of Interest

Each of us has a responsibility to act in the best interest of Charles River and to avoid conflicts of interest. Conflicts of interest can arise when our personal interests or personal relationships influence our judgment (including our scientific objectivity), interfere with our work for Charles River or make it difficult to perform our work fairly and without bias. All employees, officers and directors must avoid situations in which personal interests conflict – or even appear to conflict – with the interests of the Company or our clients.

If you find yourself facing an actual or apparent conflict of interest, you should **contact your manager** as quickly as possible. Your manager will work with the Legal Compliance team to review the facts and decide whether any further action is required.

#### I-COMPLY Q&A DO YOU?

Here are common situations in which an actual or apparent conflict of interest may arise that requires disclosure to your manager or Legal Compliance:

- You or a family member **works with or has a financial interest in** an organization that does business with Charles River or competes with us.
- Your **outside work or activities** interfere with the performance of your job at Charles River or harm the Company (including service on boards of directors).
- You **use Company resources** for your (or a friend or family member's) personal benefit.
- You **pursue business opportunities for yourself** or alert others to opportunities that you learned about through your position with Charles River. This includes opportunities for sales or purchases of products, services or interests.
- You have an investment or **financial interest in a competitor, client, supplier** or other business partner of Charles River, directly or indirectly through a relative, friend or other organization. Owning stock in a publicly traded company that is not material to you will usually not be a conflict of interest, although special conflict of interest rules may apply if you are working on a U.S. government contract. For more information, see *Investigator Financial Conflicts of Interest Policy*.
- You or your family member, romantic partner or close friend **share the same supervisor** or are in a position to hire, promote, terminate or **influence employment decisions** regarding one another.

#### I-COMPLY Q&A

**Q:** Our location needs to purchase some laboratory equipment and my spouse works for a company that sells this type of equipment. Can my spouse's company submit a proposal for the contract?

**A:** It depends. There may be good business reasons for your spouse's company to get involved. Talk to your manager or Legal Compliance about your spouse's position with the company which wants to submit a proposal and make sure that you are not involved in the decision. The most important thing is to make sure that any potential conflict of interest is disclosed so it can be handled properly.

#### I-COMPLY Q&A

**Q:** I would like to invest in a supplier of Charles River. Can I do so?

**A:** Maybe. Although the Code does not strictly prohibit employees from investing in a Charles River supplier, the acceptability of your investment will depend on such factors as your role at Charles River, your influence on procurement decisions and the size of your investment. You should discuss your proposed investment with your manager or Legal Compliance before making any decisions.

The Company has adopted additional rules that apply to any transactions between the Company and Charles River directors, executive officers and other related persons to prevent conflicts of interest and ensure that related person transactions are conducted fairly and properly. Likewise, special conflict of interest rules may apply if you are working on a U.S. government contract.

Violations of our Conflicts of Interest and Business Courtesies Policy, including failure to disclose actual or potential conflicts, may result in disciplinary action, including termination of employment or removal from office.

**ADDITIONAL I-COMPLY POLICIES:** [Conflicts of Interest and Business Courtesies Policy](#), [Related Person Transactions Policy](#), [Investigator Financial Conflicts of Interest Policy](#)

## Exchanging Appropriate Business Courtesies

Appropriate business courtesies (including gifts, entertainment and hospitality) are common in many cultures and can be an effective way to strengthen our business relationships. At the same time, business courtesies can create legal and ethical concerns and can hinder our ability to make fair and impartial decisions. At Charles River, there are important restrictions on giving and accepting business courtesies that apply to all directors, officers and employees. We must ensure that our actions comply with the law and Charles River policies, and that the business courtesy does not impact the recipient's objectivity.

### I-COMPLY DO YOU?

At Charles River, business courtesies must be:

- **Given for the right reasons and must never be solicited.** Never offer or accept a business courtesy that is intended to create an obligation or to influence or reward a business decision
- **Reasonable.** A business courtesy should be reasonable and should never be more generous than gifts, entertainment or hospitality commonly offered in that location
- **Exchanged infrequently.** You should not give or receive a business courtesy from a single source more than once or twice a year.
- **Recorded properly and submitted timely.** You should promptly record:
  - What was exchanged
  - When it was exchanged
  - With whom it was exchanged (including to whom it was offered and by whom it was accepted)
  - The approximate value
- **Appropriate in nature.** Never offer or accept a gift of cash or a cash equivalent or exchange business courtesies that could create potential embarrassment for the Company
- **Only exchanged with government employees with prior approval of the Legal Department.** Do not exchange gifts, entertainment or hospitality (including meals) with government officials or employees without the prior approval of the Legal Department
- **Consistent with the other party's policies.** Confirm that any business courtesy that you offer or accept is permitted under the other party's code of conduct and policies.

### COMPLY ANT REMINDS US: OUR I-COMPLY RESOURCES

It is against Charles River policy to offer or accept any gift and entertainment that is:

- In cash or a cash equivalent
- Offered as a "quid pro quo" (offered for something in return)
- Lavish or extravagant
- Likely to reflect negatively on our reputation
- In violation of the applicable law or the policies of the giver or the recipient



### I-COMPLY Q&A

**Q:** We are planning an onsite visit for a prospective client. We plan to use a local catering company to prepare the lunch and then take the clients to a routine sporting event in the evening. Is this permitted under our policies?

**A:** This should be permitted under our policies so long as the meals and entertainment are reasonable, consistent with customary business practices and comply with applicable law and the prospective client's policies. If you planned to attend an event like a World Cup game or the Super Bowl, or if you are working with a government official or employee, it would not be permitted. Always check with your manager or Legal Compliance for guidance and any required approvals.

If you have questions about any aspect of our policy on business courtesies, review the global Conflicts of Interest and Business Courtesies Policy or **contact Legal Compliance** before you take any action that might violate our standards.

**ADDITIONAL I-COMPLY POLICIES:** [Conflicts of Interest and Business Courtesies Policy](#), [Related Person Transactions Policy](#), [Investigator Financial Conflicts of Interest Policy](#)

## Preventing Bribery and Corruption

At Charles River, we do not participate in any form of bribery or corrupt business practices. This policy applies to all aspects of our business and in all countries in which we operate, even where local laws or customs are less restrictive. It applies to anyone with whom we interact when conducting our business, including government officials as broadly defined.

### I-COMPLY DO YOU?

Bribery occurs when something of value is offered, promised or provided in order to gain a commercial, contractual, regulatory or personal advantage. Bribes are not limited to cash payments but may also include:

- Gifts, especially gifts that are expensive
- Entertainment, hospitality and travel where there is no clear business purpose or they are beyond reasonable business needs
- Personal services, favors or loans
- Charitable or political contributions
- Payments or benefits to or services for an individual's family members
- Providing payments or benefits or services to a "facilitator," including kickbacks whether it is legally protected.

Charles River will comply with all applicable anti-bribery and anti-corruption laws, including the U.S. Foreign Corrupt Practices Act (FCPA) and the Bribery Act 2010 (United Kingdom). Any payments, benefits or favors that are made must be fully and accurately reflected in our financial records.

### I-COMPLY Q&A

**Q:** I have heard that another company headquartered in the U.S. makes small payments to a low-level government official in one of our locations outside of the U.S. to expedite the routine processing of some forms. We have been having problems getting our forms processed in a reasonable time. Can we do the same thing that the other company has done to get the local official to act more quickly?

**A:** Some laws like the U.S. FCPA permit the delivery of small payments – called facilitating payments – to low level officials to expedite or secure the processing of certain routine, nondiscretionary governmental actions. Many other countries, like the United Kingdom, consider these payments to be illegal bribes. Given the complexity of the different legal requirements and applicable policy, under no circumstances should any "facilitating payment" be made without the prior approval of the Legal Department.

Violations of anti-bribery laws such as the US Foreign Corrupt Practices Act (FCPA) or the UK Bribery Act of 2010 can result in significant penalties, including fines and imprisonment, and seriously damage our reputation and ability to do business. Employees are encouraged and expected to contact the Legal Department before entering into business discussions or any agreement that might impact these policies, report any actual or possible violations of the law or our Anti-Bribery Policy, and raise any concerns to the **Legal Department or the Charles River Helpline immediately.**

### Working with Third Parties

Charles River relies on trusted third-party partners to bring our products and services to market, including agents, consultants, contractors, brokers and suppliers. Whenever a third-party partner represents Charles River or our commercial interests, we expect those third parties to act in accordance with the principles outlined in this Code, as well as those covered in other Charles River policies, including our global Anti-Bribery Policy.

Before partnering with third parties who will be representing Charles River or acting on our behalf, we must use care and ensure that such third party is qualified to perform the tasks they will be performing on our behalf, including conducting appropriate screening and due diligence. All third-party partners must be committed to legal and ethical business conduct that at least meets Charles River standards. Any questions or concerns about a third party's conduct should be **reported immediately to Legal Compliance or the Legal Department.**

**ADDITIONAL I-COMPLY POLICIES:** [Conflicts of Interest and Business Courtesies Policy](#), [Anti-Bribery Policy](#)



## Preventing Money Laundering

As part of our commitment to financial integrity in all of our business dealings, Charles River strictly prohibits the use of Company resources for money laundering purposes. “Money laundering” refers to an illegal process that individuals and organizations use to make proceeds of their crimes appear legitimate. It is important that we know and comply with all laws and regulations intended to prevent money laundering. Likewise, we should only conduct business with reputable customers who are involved in legitimate business activities and use funds derived from legitimate sources. If you have questions or concerns about potential money laundering activity, **contact the Legal Department** before proceeding.

## Upholding Director and Officer Fiduciary Duties

Charles River directors and officers owe fiduciary duties to the shareholders of the Company, including the duty of care and the duty of loyalty. The duty of loyalty obligates each Charles River director and officer, in performing his or her duties, to put the interests of the Company ahead of his or her personal interests. The duty of care obligates each Charles River director and officer, in taking any corporate action, to act on an informed basis, in good faith and in a manner they reasonably believe to be in the best interests of the Company, and with such care as a reasonable person would use under similar circumstances. In exercising their fiduciary duties, Charles River directors and officers acknowledge that their responsibilities are to the shareholder base in its entirety (and not to any subset of the shareholder base or to any entity with which a director or officer may have a separate affiliation), and commit to consider shareholder interests without regard to the size of shareholdings.



**ADDITIONAL I-COMPLY POLICIES:** [Anti-Bribery Policy](#), [Conflicts of Interest and Business Courtesies Policy](#), [Supplier Code of Conduct](#)

## OWN

Be the owner of your success. Be responsive, fast and accurate. Be accountable for excellence. Be always improving yourself and your work.

### Managing and Using Company Assets

Charles River assets include all of the property that the Company owns or uses to achieve our business objectives, ranging from the physical property we own, the finances we manage, the land on which we operate, the rights we negotiate in our contracts, and even the ideas and information we create. Employees are required to work responsibly with all Charles River assets, as well as assets we manage for our partners and clients.

### Protecting Proprietary and Confidential Information

Charles River's confidential and proprietary information has tremendous value to the Company. Protecting this information from unauthorized use or disclosure is vital to our continued growth and ability to compete. As a general rule, you should assume that any information you generate or learn on the job is confidential and should not be disclosed to others without authorization.

#### I-COMPLY DO YOU?

Proprietary and confidential information includes:

- Business objectives and strategies
- Research and technical data
- Operating procedures and systems
- Trade secrets, technologies and "know how"
- Unpublished financial information and projections
- Information about proposed contracts and transactions
- Client, supplier and pricing information
- Employee information
- Salary and benefits data
- Computer software and systems developed for our business
- Any other information that might be useful to a competitor
- Any material inside information as described in our Insider Trading Policy

ADDITIONAL I-COMPLY POLICIES: [Clean Desk / Clean Screen Policy](#)

Our clients and business partners trust us with their proprietary and confidential information and we must always protect it in order to maintain their trust and confidence. We must never use client or business partner information for personal gain or disclose it to others without specific authorization.

#### I-COMPLY Q&A

**Q:** One of our clients has asked if we can share data from a study that Charles River is running for another client. Can we share this information?

**A:** The data from the study being run for the other client belongs to the other client and is not data we can share without the other client's written consent. If your client wishes to pursue this matter, contact the Legal Department for guidance.

You should not disclose confidential information to anyone outside the Company, unless you are authorized to do so by the Company or required by law and you follow all required procedures. You should also avoid sharing confidential information with others inside the Company unless they have a need to know the information to do their jobs. Be careful when you discuss our business in public places where conversations can be overheard or when using electronic devices where others can see the information on the screen. You also need to be careful when you are sending confidential or proprietary information electronically to make sure that it is adequately protected. If you are not sure whether the information is confidential or what procedures you should follow in handling the information, **speak with your manager or the Legal Department.**

#### COMPLY ANT REMINDS US:

Your obligation to protect proprietary and confidential information continues after you leave the Company, and you must return all such information in your possession before you leave.



## Ensuring Privacy and Protecting Personal Data

Each of us, and each of our business partners, has a right to expect that Charles River will protect privacy whenever it collects, processes, uses, transfers or stores our personal data. As a Company, we adhere to all applicable laws and regulations relating to the protection of personal data. The careful handling and lawful treatment of personal data helps preserve confidence in the Company and enables successful business operations.

Protecting personal data is a critical responsibility of each of us and you help us uphold this commitment by:

- observing all applicable privacy laws and regulations
- collecting, processing and retaining only that personal data which is necessary for a specific purpose
- following Company policies, procedures, and processes for data protection
- raising privacy concerns and reporting any potential breaches of personal data to the global Privacy team

Charles River maintains privacy and data protection policies, procedures, and workflows. Similarly, the Company has resources dedicated to monitoring and improving privacy and data protection compliance throughout the Company. If you have any concerns about a privacy issue or potential breach of personal data, you **should immediately contact Information Security and the Privacy team.**

### I-COMPLY DO YOU?

Personal data is any information relating to an identified or identifiable individual, such as a name, an identification number, location data, online identifier or factors specific to an individual's physical, physiological, genetic, mental, economic, cultural or social identity.

### I-COMPLY Q&A

**Q:** I work in a Charles River facility in a country in the EU. How does Charles River protect my personal data under the data protection laws that apply in my location?

**A:** Charles River is committed to complying with the data protection regulations that apply in your location, including the European Union (EU) General Data Protection Regulation (GDPR) which regulates the Company's processing of personal data of EU data subjects.



**ADDITIONAL I-COMPLY POLICIES:** [Clean Desk / Clean Screen Policy](#), [Global Privacy and Data Protection Policy](#), [Privacy Notice](#)

## Using Information and Communication Systems and Devices Appropriately

Charles River's electronic systems, accounts and devices, as well as the information and data on them, are provided to employees to enable all of us to do our jobs effectively. Employees are responsible for using these electronic systems, accounts, and devices in a secure and appropriate manner to prevent misuse, improper access, damage and theft. We must never use these systems, accounts or devices for activities that are unlawful, unethical or contrary to the standards and expectations set forth in the Code.

### I-COMPLY DO YOU?

How to keep your systems, accounts and devices secure:

- Passwords should be strong, unique and never shared
- Devices should not be left unprotected, and should comply with auto-lock policies
- Do not install programs or use software and hardware not approved by your manager or IT
- Do not open attachments or click links from unknown people- and be cautious even with known people
- Report any suspicious activity or suspected security incidents immediately to Information Security

Anyone using a Charles River-provided electronic device acknowledges that the Company may review the information contained on the device at any time, including any data stored, sent or received, unless prohibited by local laws.

### I-COMPLY Q&A

**Q:** Can I use my Company computer and email account for personal messages?

**A:** As a general rule, Charles River assets should be used for business purposes. Occasional personal use of Company assets is usually permitted so long as it is limited, does not interfere with your work responsibilities and does not include content that others might find offensive or wasteful or introduce viruses into our systems. Inappropriately transferring Charles River information to personal e-mail or using personal e-mail for Company business is not permitted.

## Preparing and Maintaining Accurate Records

All Charles River employees are responsible for helping to ensure that our books and records are complete, accurate, reliable and updated timely. We must never be dishonest or deceptive in creating or maintaining Company records, or attempt to mislead Company clients, management, auditors, regulators or investors. We must also use care in all of our communications, including emails, instant messages and texts.

### I-COMPLY DO YOU?

Examples of our business records include:

- Contracts and purchase orders
- Test results
- Laboratory reports
- Financial reports
- Expense reports
- Invoices
- Time records
- Personnel files and reviews

We are responsible for helping to ensure that the information we record, process and analyze is accurate and thorough and recorded in accordance with applicable laws, accounting principles and Company policies. This standard applies to all of the records we make in the conduct of our business and all reports on our performance. Each of us has a responsibility to ensure that the information we contribute to Charles River's business records is complete, accurate and timely.

### I-COMPLY Q&A

**Q:** Several of us just returned from a business trip. Some of my co-workers have been talking with me about waiting to submit the expense reports for the trip, so that we can meet our numbers for the quarter. They say it will not matter because the expense reports will be filed eventually. What should I do?

**A:** Costs must be recorded in the period in which they are incurred. To do otherwise could amount to fraud. Make sure that you file your expense reports in a timely fashion and encourage your co-workers to do the same. If you are still concerned about whether your co-workers will submit their reports on time, discuss the matter with your manager or the Legal Compliance team to raise your concerns.

**ADDITIONAL I-COMPLY POLICIES:** [Acceptable Use Policy](#), [Written Information Security Policy](#), [Clean Desk / Clean Screen Policy](#)

The Company has established internal controls and procedures to prevent fraud or inaccurate records. You should never attempt to circumvent any Company procedure or control, even if you think it would be harmless or save time. Always cooperate with our auditors and never conceal Company information from them.

### COMPLY ANT REMINDS US: AVOIDING FRAUD

We are all responsible for the prevention and detection of fraud or attempts to induce improper payments. You should always adhere to Company procedures whenever requesting or processing payments, including:

- Requesting approval from Finance for transactions exceeding authorized amounts;
- Avoiding any bifurcation, division or splitting of transactions that is designed to circumvent our Authorized Approval Policy, and
- Ensuring that payment terms in all contracts comply with Legal Department requirements.



We also need to maintain our records in accordance with applicable legal requirements and consistent with our business needs. Each of us is responsible for the accuracy and integrity of the information and records under our control. We should also be familiar with the recordkeeping policies and procedures that apply to our job. For more information, see the Records Management Policy and the country-specific exhibit that applies to your activities and **contact your manager or Legal Compliance.**

In some situations involving investigations or litigation, the Legal Department may require retention of some records beyond the normal period. Destroying records to avoid disclosure in legal proceedings is against Company policy and may be a criminal offense.

### I-COMPLY Q&A

**Q:** My manager is on vacation, and in her absence I have been asked to sign a contract on behalf of the Company. I know that this is a contract that has been under negotiation for a long time and everyone wants to finalize it quickly. Can I sign it?

**A:** It depends. Charles River has a formal Authorized Approval Policy that is designed to make clear who has the authority to execute and approve business arrangements. If you have been delegated authority under this policy to sign contracts of this type and size on behalf of Charles River, then you have the authority to sign the contract. Otherwise, you need to identify an approved member of management who can sign in accordance with these rules.

**ADDITIONAL I-COMPLY POLICIES:** [Records Management Policy](#), [Authorized Approval Policy](#)

## Respecting and Protecting Intellectual Property

Charles River's intellectual property consists of any inventions, know-how, trade secrets and business ideas and information. As a general rule, our intellectual property should be kept confidential; we protect some of our intellectual property through confidentiality agreements, patents, trademarks and copyrights. We must take appropriate steps to protect all of our intellectual property.

We also respect the intellectual property rights of others, including their patents, trademarks and copyrights. Never use or copy software or licensed information except as permitted under the applicable licensing agreement.

If you have questions about intellectual property, **check with your manager for guidance or contact the Legal Department.**

## Dealing in Securities: Insider Trading

As you do your job, you may become aware of material information about Charles River, a client or supplier or another company before it is announced to the public. You may not sell or buy a company's stock or other securities while you have material inside information about that company. It is also against the law and Company policy to share or "tip" material inside information to anyone (including a family member or friend) who uses that information to trade or to simply recommend that they buy or sell that company's securities. Material inside information should not be disclosed to anyone, except to those within Charles River who need to know it as part of their jobs and to others outside the Company, to the extent you have been specifically authorized to disclose it to them.

### I-COMPLY Q&A

**Q:** One of the clients I work with is a small publicly-traded company. My contact at that company told me about extraordinary successes they are having with a new product that is under development. She thinks that the price of her company's stock will soar when they announce the results in the next month or so. Can I buy the stock?

**A:** No. The information the client gave you about her company is probably "material inside information." It is against the law – and against Company policy – to trade in the securities of a company when you have material inside information about that company. Also, you must not "tip" the information to anyone else.

## I-COMPLY DO YOU?

“Material inside information” is any non-public information that a reasonable person would consider important in making an investment decision. Some examples are:

- Earnings or estimates or other financial information before public release
- Significant changes in levels of operations
- Discussions about major transactions including acquisitions, joint ventures, or dispositions
- Information about our financial condition, prospects or plans, marketing and sales programs, and research and development information
- Changes in senior management that have not yet been publicly announced
- Awards or cancellations of major contracts with clients or suppliers
- Development of new products, services or processes
- Developments relating to significant litigation or government investigations
- Internal discussions and deliberations relating to business issues and decisions, whether conducted among employees, officers and/or the Board of Directors

To avoid even the appearance of improper trading, to prevent inadvertent violations of the insider trading rules, and to make sure that the interests of directors, officers and employees who invest in Company stock are aligned with the interests of our other shareholders, you should not trade in options or enter into any hedging transactions, purchases on margin, speculative trading or pledges involving Charles River stock and securities.

Charles River policy subjects our directors, senior officers and certain other employees to additional restrictions on trading in Company securities because of their regular access to confidential information as part of their responsibilities. The Legal Department will inform you if you are subject to these additional restrictions.

If you have any questions about your ability to buy or sell stock or other securities, **contact the Legal Department before you trade.**

**ADDITIONAL I-COMPLY POLICIES:** [Insider Trading Policy](#)



## COLLABORATE

Be a clear communicator across the hall and across the globe. Be inclusive of diverse people and ideas. Be the team player. Be the one who sees the big picture and the greater good.

### Protecting Our Reputation with Accurate Communications

Our reputation is one of our most valuable assets. Each of us must strive to protect and enhance our Company's reputation in all that we do. Our filings and disclosures that we make to the public about our business performance and financial results, including our filings with regulatory authorities (such as the U.S. Securities and Exchange Commission) must be full, fair, accurate, timely and understandable. We must not mislead the government, our clients, our investors or the public. Employees who have a role in preparing our public disclosures and our filings with regulatory authorities have a special responsibility to help us meet these standards. We have also formed a Disclosure Committee consisting of senior management to monitor our disclosures to the public.

To help protect our reputation and brand, we must ensure that communications to the public by or on behalf of the Company are (1) factually accurate, (2) timely, (3) effective, and (4) compliant with applicable laws. Accordingly, only a limited number of Charles River employees are authorized to speak publicly on behalf of the Company which enables leadership and management to ensure clarity and prevent conflicting messages. This includes communications to the media, market professionals and investors.

#### I-COMPLY DO YOU?

If you are not specifically authorized to speak for Charles River, you should avoid taking any actions that might appear as if you are making statements on the Company's behalf. Refer any questions or inquiries you receive to **Corporate Communications or Investor Relations**.

### Using Social Media Appropriately

Charles River recognizes that social media creates opportunities for the Company to enhance its name recognition and its brand, and to strengthen business relationships; however, social media channels involve certain risks and as such, special consideration needs to be paid to the appropriate uses of these applications.

If you have any questions about these Guidelines, **please contact Corporate Communications or the Legal Compliance team**.

#### I-COMPLY DO YOU?

When engaging with social media, here are some guidelines to remember:

- 1. Use Good Judgment:** Think through what and how you want to post. Remember, anything you publish has the potential to be accessed on public networks and viewed globally.
- 2. Protect Confidential and Proprietary Information about the Company:** Do not share any non-public information about Charles River, our clients or our partners.
- 3. Use Appropriate Conduct:** Be respectful of all individuals, including all cultures, races, ethnicities, and religions.
- 4. Respect Copyright and Fair Use Laws:** Do not abuse the rights of owners of copyrighted materials, including Charles River's own copyrights and brands.

#### I-COMPLY Q&A

**Q:** Last night, I saw some information about Charles River in a colleague's Facebook post, including some sensitive, confidential information that we had learned at one of our employee meetings. I also saw some inaccurate comments about the Company that need to be addressed. What should I do?

**A:** Contact Corporate Communications as soon as possible to tell them about the information you saw that you think is confidential. You should not respond to the false information unless you are explicitly authorized to speak on the Company's behalf. Instead, bring it to the attention of Corporate Communications, the Legal Department or Investor Relations. They can take any necessary action to address the inaccurate information.

**ADDITIONAL I-COMPLY POLICIES:** [Disclosure Policy](#), [Social Media Guidelines](#), [Disclosure Policy](#), [Electronic Communications and Internet Acceptable Use Policy](#), [Insider Trading Policy](#), [Preventing Harassment and Discrimination Policy](#), [Antitrust and Fair Competition Policy](#)

## Dealing and Competing Fairly

We compete in the marketplace on the basis of our therapeutic and scientific expertise, our quality, reputation, flexibility, responsiveness, pricing, innovation and global capabilities. Our goal is to be a leader in each of the markets in which we participate.

We deal fairly with our clients, suppliers and competitors. We must be professional and never take unfair advantage through manipulation, misleading statements or misinformation or any other conduct that involves improper or questionable business practices. We must always be truthful and accurate about our products and services. We must also be impartial and fair in our selection of suppliers, basing our decisions on objective factors, such as quality, price, service and reliability.

We must never make any false or misleading statements about our competitors or use improper means to get confidential or proprietary information about a competitor from a client, competitor or any other source. If you are a new hire or were a consultant with another company or a governmental employee, never use or share confidential or proprietary information that you obtained from your prior employer or in the work you did for the government or the other company in your job at Charles River.

We believe in fair and vigorous competition. We are committed to full compliance with all applicable competition laws, including the U.S. antitrust laws which apply to our business activities in every part of the world.

We must not engage in any activity that could be viewed as fixing prices, unfairly restraining trade or keeping competitors out of any market. As a result, we must avoid any communications with competitors that touch upon prices, costs, clients, terms or conditions of sale, allocating markets or clients, territories, market strategies, client or supplier boycotts, limits on production or services and other competitive information.

### COMPLY ANT REMINDS US: COMMUNICATION WITH COMPETITORS

Be careful when you attend any formal or informal social interaction with competitors, including trade association meetings or other industry events. You should avoid any conversations with competitors about topics that you know are off limits. Likewise, if someone begins a conversation that mentions any of these matters, you should object, end the conversation immediately and contact the Legal Department as soon as possible.



**ADDITIONAL I-COMPLY POLICIES:** [Antitrust and Fair Competition Policy](#)

The global laws governing competition are complex and vary among different jurisdictions. **Consult the Legal Department** before you take action or if you have any concerns involving Charles River's compliance with competition and antitrust laws.

### I-COMPLY Q&A

**Q:** I received an email from a client that has confidential proprietary information about a competitor. The competitor is competing with Charles River for a new project with the client and I think that I got the competitor's information by mistake. What should I do?

**A:** Contact the Legal Department as soon as possible. They can provide guidance on what you need to do with the information that was sent to you by mistake. In the meantime, do not use the competitor's information or share it with anyone else.





## Doing Business with the Government

While we act with the highest level of integrity and honesty with all clients, special rules apply when we do business with the government. Violations of government procurement laws could result in substantial penalties for our Company, and in some cases, the individual employees involved. In all of our dealings with actual or potential government clients, these basic rules should be followed:

- Ensure that all costs are properly and accurately charged and recorded, including proper time charging for hours worked.
- Ensure that all invoices which the Company submits to the government are accurate and complete and comply with the applicable procurement regulations.
- Be truthful and accurate in all representations and certifications made to government agencies.
- Never ask for or use another company's bid or proposal information, non-public government source selection information, or other proprietary or confidential information. If you receive such information, promptly report it to Legal Compliance.
- Never try to restrict a subcontractor from also selling their products and services directly to the government.
- Strictly follow the specific requirements of each contract and the laws and regulations referenced in each contract.
- Never discuss employment or consulting opportunities with any current or former government employee without first consulting with the Legal Department.
- Immediately disclose any suspected legal or regulatory violations involving government clients to Legal Compliance or through the Charles River Helpline.

If you are involved in bidding on or providing products or services for a government contract, or if you are involved in any other aspect of managing or performing government contracts, you are expected to understand and comply with all rules, regulations and Company policies related to government contracting. If you have any questions, please **contact your manager or Legal Compliance**.

**ADDITIONAL I-COMPLY POLICIES:** [Global Trade Compliance Manual](#), [Anti-Bribery Policy](#)

## Complying with International Trade Requirements

The laws governing global trade practices are complex and subject to frequent change. As a global business, Charles River must comply with international agreements and conventions, as well as the national, regional and local laws and regulations that apply to our international business. Each of us must also follow all Company policies and procedures when conducting business across jurisdictions, including:

- Maintaining required certifications, standards, procedures and other documentation
- Properly classifying and recording all imported or exported goods, services, and technology
- Complying with laws and regulations governing the importing or exporting of goods, services and technology, including obtaining appropriate licenses
- Furnishing accurate and complete information to any customs officials or anyone we engage to facilitate our imports and exports, including accurate payment of customs duties and taxes

The Company is also subject to laws that prohibit transactions with certain countries, organizations or people, and laws concerning our participation in international boycotts. Since the list of prohibited countries and parties can change, employees should check with the Company's Trade Compliance team before taking action. Likewise, if you are involved in any international activities that may be subject to these laws, or if you have any questions or concerns about the applicable requirements, **contact the Trade Compliance team**.

### I-COMPLY Q&A

**Q:** In my country, our local laws differ from the rules outlined in the Code. What should I do?

**A:** If there is a conflict between the requirements of the Code and the laws or practices of a particular area, consult both your manager and the Legal Department to determine the appropriate course of action.

## Engaging in Lobbying and Political Activities

Charles River complies with the many laws that regulate political contributions and activities. Even when the law allows political contributions to be made, because the purpose of political contributions and activities may be viewed with suspicion in some situations, Charles River will not fund or support any political party or official or any candidate for public office without the prior **approval of our Chief Executive Officer, Chief Financial Officer and General Counsel.**

We will also comply with the laws that regulate any contacts we may have with legislators or others to influence legislation or administrative actions. If your work involves these types of contacts and efforts, **contact the Legal Department** to determine whether disclosure or other rules apply.

Charles River supports your individual participation in political activities on your own time and respects your right to make personal political contributions in your own name. We do not reimburse personal political contributions directly or indirectly.

## Cooperating with Government Inquiries and Investigations

From time to time, the Company may receive an inquiry from a government agency or entity. This could include requests for information, notices of an investigation or service of a subpoena. When this happens, it is important that we cooperate fully and respond in an organized way.

If you receive a government inquiry that is outside the routine course of our business, you should **contact the Legal Department** as soon as possible. In all situations, we must ensure that the information we provide in response to these inquiries is accurate and truthful.



**ADDITIONAL I-COMPLY POLICIES:** [Anti-Bribery Policy](#)

## OTHER INFORMATION

### Acknowledgments and Reaffirmations

All employees and directors are required to review the Code, sign an acknowledgment that you have read and understand the Code, and agree to comply with the standards set forth in the Code. Annually and/or upon request, management employees, directors and others selected on the basis of their role within the Company will be required to sign a reaffirmation statement indicating their compliance with the Code. If you have a question about any of the matters discussed in the Code, **you should speak with your manager or Legal Compliance.**

### Amendments and Waivers

The Company may modify the Code from time to time to address developments in the Company, and applicable law and best practices. It is your responsibility to periodically review the Code so that you are aware of these modifications, since they govern your conduct and establish standards of behavior that may impact you. Legal Compliance and the General Counsel have primary authority and responsibility for enforcing and interpreting this Code (including approving minor amendments), subject to the supervision of the Corporate Governance and Nominating Committee of the Charles River Board of Directors. In the case of accounting, internal accounting controls or auditing matters, this responsibility falls to our Audit Committee. Material amendments to the Code must be approved by the Charles River Board of Directors, and will be publicly disclosed.

Any waiver of any provision of the Code for anyone who is not an executive officer or director of Charles River Laboratories International, Inc. may be made only by the General Counsel or Legal Compliance. Any waiver of any provision of the Code for an executive officer or director of Charles River Laboratories International, Inc. must be granted by our Corporate Governance and Nominating Committee and promptly disclosed to the Company's shareholders.



# OUR ETHICS AND COMPLIANCE RESOURCES AND OTHER IMPORTANT CONTACTS

Charles River offers numerous options to help you address issues or report concerns. In addition to the policies referenced within the Code which are available on [iConnect](#), here are other available resources:

Contact and Contact Information	Reason to Contact
Any Charles River manager	To discuss whether a proposed course of action is consistent with the law and the Code, or to raise any questions or concerns regarding legal compliance or ethical conduct at Charles River
Legal Compliance <a href="mailto:LegalCompliance@crl.com">LegalCompliance@crl.com</a>	To discuss any issues or concerns relating to legal compliance or ethics, or to report suspected violations of law or the Code
Your local Human Resources Business Partner or the Corporate Human Resources Department 1-781-222-6000	To discuss Human Resources-related issues and concerns, including concerns about employment discrimination and harassment; to handle inquiries, other than from news media, relating to current and former employees
Internal Audit 1-781-222-7048	To discuss questions or concerns relating to the integrity of our books and records
General Counsel or the Legal Department <a href="mailto:GeneralCounsel@crl.com">GeneralCounsel@crl.com</a>	To seek advice about legal compliance or to report requests by government agencies for information or the receipt of any requests or documents relating to litigation, legal claims or government inquiries or investigations; to coordinate any dealings with public and elected officials, including all meetings with government officials and members of their staffs
Charles River Helpline <a href="http://www.helpline.criver.com">www.helpline.criver.com</a>	To report legal, ethical or compliance issues or other inappropriate behavior at Charles River while protecting your anonymity (where legally permitted). Includes option to report either online or via phone, with applicable phone numbers available at the linked site.

Contact and Contact Information	Reason to Contact
Animal Welfare <a href="mailto:Humane.Care@crl.com">Humane.Care@crl.com</a> <a href="mailto:hcare@charlesriverlabs.com">hcare@charlesriverlabs.com</a>	To report any potential inhumane or cruel treatment of animals, or any act of animal abuse.
Investor Relations 1-781-222-6455	To handle questions from the investment community, including security analysts
Corporate Communications 1-781-222-6168	To handle questions from the media and public relations requests
Global Technology <a href="http://crl.service-now.com/crl">crl.service-now.com/crl</a> 1-781-222-7000	To report issues relating to the security of computer or information resources and electronic devices used in your work for Charles River
Privacy Team <a href="mailto:privacy@crl.com">privacy@crl.com</a>	To address questions or concerns related to privacy and data protection.
Trade Compliance <a href="mailto:Trade-compliance@crl.com">Trade-compliance@crl.com</a>	To address any issues or concerns relating to trade compliance, including exports, imports, sanctions and embargoes.
Corporate Governance and Nominating Committee of the Charles River Board of Directors <a href="mailto:CRLLeadDirector@crl.com">CRLLeadDirector@crl.com</a>	To handle ethics and compliance issues relating to our board members and executive officers

# INDEX

Animals, humane care .....	11-12	Computers and other electronic devices .....	18, 20, 28	Government contracting.....	14, 25	Outside work (See Conflicts of interest) .....	14
Anonymous reports .....	7	Confidential information .....	18, 21-24	Government inquiries or investigations .....	25-26, 28	Patents.....	21
Anti-money laundering.....	17	Conflicts of interest.....	14	Government officials and employees .....	15-16	Personal data and privacy .....	19,28
Antitrust and competition laws .....	14	Copyrights .....	21, 23	Harassment.....	8-9	Personal or family relationships (See Conflicts of interest) .....	14
Biosecurity .....	12	Corruption and corrupt practices.....	16-17	Humane Care Imperative.....	11, 28	Personal use of Charles River assets.....	14, 20, 22
Bribes and bribery .....	16	Data integrity .....	13	Human Rights .....	13	Political activities and contributions .....	16, 26
Business courtesies (including gifts, hospitality and entertainment) .....	15-16	Data privacy and protection.....	19, 28	Illegal drugs .....	10	Proprietary information .....	18, 23-25
Business and corporate opportunities.....	14	Disciplinary action.....	7	Information and communication systems .....	20	Raising concerns.....	7
Business records.....	20-21	Disclosure of conflicts of interest .....	14	Information security.....	19-20, 28	Records management responsibilities .....	20-21
Careful communications .....	18, 24	Discrimination .....	8-9	Inside information.....	18, 21-22	Retaliation .....	7, 9
Charles River assets.....	18, 20	Diversity, equity, and inclusion .....	9	Insider trading .....	18, 21-22	Safety in the workplace.....	10
Charles River Helpline.....	5, 7, 28	Electronic systems and devices .....	20	Intellectual property.....	21	Social media .....	23
Charles River Values.....	3-4	Email communications.....	20	Internal controls .....	7, 21, 27	Theft.....	20
Communications systems.....	20	Environmental regulations and sustainability .....	10	International transactions and trade.....	25, 28	Third parties.....	16
Communications with market professionals and investors .....	23, 28	Equal opportunity .....	8-9	Kickbacks .....	16	“Tipping” material inside information .....	21
Communications with the media .....	23, 18	Ethical Decision-Making.....	6	Lobbying.....	26	Trade compliance .....	25, 28
Communications using social media .....	23	Legal Compliance Resources .....	28	Marketing and advertising materials .....	22	Trade conferences.....	24
Competition laws and antitrust.....	24	Fiduciary duties of directors and officers .....	17	Material inside information.....	21-22	Trademarks .....	21
Competitor information .....	18, 24	Financial assets.....	18	Monitoring of systems and content by Charles River.....	19-20	Violence and threats of violence .....	10
Competitors, Restrictions on interactions with ...	18, 24	Financial interests (See Conflicts of interest).....	14	Non-retaliation, Commitment to.....	7, 9	Weapons.....	10
		Financial records .....	16, 20-21	Outside board service (See Conflicts of Interest).....	14		
		Fraud .....	21				

I-COMPLY  DO YOU?