Supplier Code Of Conduct

SUPPLIER CODE OF CONDUCT PROGRAM ELEMENTS

OVERVIEW
Suppliers are expected to comply with all applicable laws, rules and regulations as well as the standards set forth herein. This Supplier Code of Conduct highlights certain legal, ethical and business requirements that are of particular importance to Charles River, but is not meant to cover all laws and standards which may apply to a supplier’s activities or its relationship with Charles River.

ETHICS AND COMPLIANCE
Suppliers are expected to conduct business in accordance with the highest ethical standards and act with integrity.

Legal Compliance. Suppliers will comply with all applicable laws and regulations of the countries of their operations.

Anti-Bribery/Anti-Corruption. Suppliers will not engage in bribery, corruption, extortion or embezzlement in any form. Suppliers will comply with all applicable anti-corruption laws or regulations. Suppliers will not offer or accept bribes, kickbacks or participate in other illegal inducements in business or government relationships.

Fair Business Practices. Suppliers will uphold fair business standards in sales and advertising. Suppliers will conduct business in compliance with applicable fair-competition and anti-trust laws.

Information Disclosure. Suppliers will accurately record and disclose information regarding their business activities, financial situation and performance in accordance with applicable laws and regulations. Suppliers will keep financial books and records in accordance with applicable legal, regulatory and fiscal requirements and follow accepted accounting practices.

Confidential Information. Suppliers will comply with applicable laws and contractual requirements regarding the storage, transmission, protection, disclosure and use of confidential information. Such information may include, without limitation,
personal data about any individuals and our confidential information (e.g., nonpublic financial plans, business plans, standard operating procedures, new or improved products, services or processes, pricing and marketing strategies, customer lists), intellectual property rights (e.g., patents, trademarks, copyrights, trade secrets) and innovative ideas.

**Supply Chain.** Suppliers will exercise responsible sourcing in the supplier’s supply chain, acting in reasonable and practical accordance with the Organization for Economic Cooperation and Development Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas (http://www.oecd.org/corporate/mne/mining.htm), as applicable, and provide information as may be requested by Charles River to enable Charles River to accurately report, as required, on the source and chain of custody of conflict minerals.

**Government.** Suppliers will disclose any sanction, exclusion or other event that would make the supplier ineligible from participating in any government-funded program or contract.

**Food and Drug Testing.** Where a supplier’s activities include food or drug testing, suppliers will comply with all applicable food, drug and cosmetic laws, which may include, without limitation, the United States Food, Drug and Cosmetics Act and the International Conference on Harmonization Guidelines.

**Animal Welfare.** Where a supplier’s activities include use of animals, suppliers will adopt an Animal Welfare and the Humane Treatment of Animals Policy similar to that adopted by Charles River, which requires suppliers to treat animals with respect and to strictly follow all applicable laws for animal treatment.

**Gifts and Entertainment.** Suppliers will refrain from providing or offering gifts to our officers, directors and employees that could be viewed as inappropriately influencing our business decisions or gaining an unfair advantage.

**Reporting Mechanisms.** Suppliers will provide workers methods to report concerns or illegal activity without retaliation or reprisals. Suppliers will investigate reports and take necessary corrective action.

**FAIR TREATMENT AND HUMAN RIGHTS**

Suppliers are expected to treat their employees with dignity and respect, and to adhere to the following principles:

**Anti-Discrimination.** Suppliers will promote a diverse workforce and provide a workplace free from discrimination and harassment. Suppliers will treat its employees fairly and respectfully, regardless of gender, race, color, national origin, ancestry, nationality, citizenship, religion, creed, age, marital or family status, sexual orientation, gender identity or expression, military or veteran status, mental or physical disability, genetic information, pregnancy, childbirth or related medical conditions or any other characteristic protected by applicable laws.

**Wages, Benefits and Working Hours.** Suppliers will comply with applicable wage and hour laws, will pay their employees at least the minimum wage required by applicable laws or regulations in a timely manner, and will provide all legally-mandated benefits. Working hours for employees will not exceed the maximum set by applicable laws or regulations.

**Freely Chosen Employment.** Consistent with the principles of Charles River’s Statement Regarding the Prohibition of Human Trafficking, which can be found at http://www.criver.com/files/pdfs/legal/cr_humantrafficking_prohibition.aspx, as well as the requirements of 48 CFR §52.222-50 (Combating Trafficking in Persons) and the UK Modern Slavery Act, Suppliers will maintain a work environment that is free from human and sexual trafficking, forced, indentured, involuntary labor and/or unlawful child labor.

**Prohibit Use of Child Labor.** Suppliers will comply with the minimum employment age limit defined by applicable laws or regulations, as well as the relevant International Labor Organization standards. Suppliers will not permit children to perform work that exposes them to hazardous work environments or unnecessary physical risks.
Freedom of Association. Suppliers will respect employees’ right to freedom of association and collective bargaining, consistent with local laws, including the right to join labor unions and worker organizations, and to engage in collective bargaining.

HEALTH AND SAFETY
Suppliers will provide a safe and healthy working environment, including for any supplier-provided living quarters.

Worker Protection. Suppliers will protect workers from chemical, biological and physical hazards. Suppliers will provide appropriate controls, procedures and protective measures to mitigate health and safety risks in the workplace, including ventilation controls where feasible, and appropriate personal protective equipment and training. Appropriate personal protective equipment and training will be provided at no cost to the worker. Safety information relating to hazardous materials will be available to educate and protect workers from such hazards in a language that workers can understand.

Safety Procedures and Systems. Suppliers will establish procedures and systems to manage, track and report occupational injury and illness as required by applicable country laws. Such procedures and systems will encourage worker reporting and provide necessary medical treatment and corrective action to eliminate their causes. Necessary medical treatment for work-related injuries and illnesses will be provided at no cost to the worker. Workers will not be disciplined or otherwise discriminated in any way for raising safety concerns.

Emergency Prevention, Preparedness and Response. Suppliers will identify and assess likely and potential emergency situations in the workplace and minimize the impact by implementing emergency plans and response procedures. Such procedures will include worker training and drills, appropriate first-aid supplies, appropriate fire detection and suppression equipment and adequate facility exits.

ENVIRONMENT
Suppliers will operate in an environmentally responsible manner and will commit to reducing the environmental impact of their operations.

Sustainability. Suppliers will work to establish sustainable business practices including the conservation of natural resources, including water and raw materials, and reduction of energy usage. Suppliers will seek to reduce or eliminate solid and hazardous waste, wastewater and air emissions, as applicable, by implementing appropriate methods or technologies in their production and facilities processes. Suppliers will endeavor to recycle or reuse such materials. Suppliers are encouraged to develop sustainable products and processes to reduce energy consumption and greenhouse gas emissions.

Waste Management. Suppliers will implement systems to ensure the safe handling, movement, storage, disposal, recycling, reuse and management of waste, air emissions and wastewater discharges, as applicable.

Risk Management. Suppliers will implement systems to prevent and mitigate accidental spills and releases into the environment.

Environmental Permits and Reporting. Suppliers will obtain, maintain and keep current all required environmental permits, licenses and registrations and follow all required reporting and operational requirements of such permits.
MANAGEMENT SYSTEMS

Suppliers are expected to implement management systems to facilitate compliance with applicable laws and the principles of this Supplier Code of Conduct that include:

**Commitment and Continual Improvement.** Suppliers will demonstrate commitment to the principles in this Code by adopting a social and environmental responsibility statement or policy and by allocating appropriate resources. Suppliers are expected to continually improve their sustainability performance by utilizing such measures as setting performance objectives and executing implementation plans.

**Risk Mitigation.** Suppliers will implement methods to identify and manage risks in the areas addressed by this Code and applicable legal requirements. The supplier will implement a business continuity plan to ensure that their business operations will continue with minimal disruption in the event of a disaster.

**Audits, Assessments and Corrective and Preventive Action.** Suppliers will conduct periodic self-evaluations to verify their compliance with applicable laws and regulations and the principles set forth in this Code. Suppliers will have a process for timely correction of any deficiencies identified by an internal or external audit, assessment or inspection. Suppliers will identify preventive action and a process for evaluating the effectiveness of corrective action taken. Suppliers will allow Charles River access to audit their operations and appropriate books and records so we may assess the suppliers’ ability to adequately serve Charles River business requirements.

**Documentation.** Suppliers will maintain adequate documentation to demonstrate compliance with applicable legal requirements and the principles set forth in this Code.

**Supply Chain.** Suppliers will communicate the principles set forth in this Code to their supply chain and periodically evaluate their supply chain’s compliance with applicable laws and these principles.

**Training and Communication.** Suppliers will establish programs to ensure workers are informed of and understand the principles set forth in this Code. Suppliers are encouraged to publically communicate clear and accurate information about their corporate responsibility practices and performance.

Suppliers are expected to take necessary corrective actions to promptly remedy any identified noncompliance with this Code. Supplier’s employees or contractors may report suspected violations of this Code by calling our Compliance & Ethics Helpline at 1-866-294-3699 or visiting [http://helpline.criver.com](http://helpline.criver.com), which is available in 10 languages and allows for anonymous reporting, if desired. We reserve the right to terminate our business relationship with any supplier who is unwilling or unable to comply with this Code.