

# setting our sights high





At Bausch + Lomb we set our sights high because what we do every day makes a difference. We preserve and restore the precious gift of sight. We enhance independence and self-esteem. We help people live full and productive lives. And we carry on a tradition of excellence and innovation that stretches back for over 160 years. This Code helps us do this important work by setting forth our standards of business conduct and expressing our unwavering commitment to business integrity. By following this Code and exhibiting our high performance behaviors, you'll be doing your part to help us pursue our action agenda and achieve our vision of becoming the best global eye health company.

*This Code is supplemented by more detailed Company policies, procedures, guidance documents and training materials which can be found on the Eyeway (our Company's internal website) or obtained from your manager. Be sure to take advantage of these resources to help both you and your team improve your effectiveness and better manage our business' legal and ethical risks.*

# our people

Our people matter the most because when they succeed, our business succeeds. It is essential that we create a work environment that attracts and retains talented people and unleashes our collective creativity and energy. We all have a responsibility to contribute to a positive work environment by promoting a culture of integrity, treating each other with respect, valuing diversity, making sound decisions, seeking help and raising concerns.

## PROMOTING A CULTURE OF INTEGRITY

Each of us contributes to our Company's culture by what we say and do every day. We all have a responsibility to promote and sustain a culture of integrity in which we always seek to get the right results the right way. It is for this reason that we must:

- > keep our promises and commitments and be accountable for our actions;
- > tell the truth, even when doing so may be difficult;
- > set a good example by always abiding by the law, this Code and all other Company policies and procedures that apply to our jobs;
- > seek advice from managers, supervisors or other knowledgeable personnel when uncertain about the right course of action;
- > help each other get the job done right the first time and in a safe manner;
- > create a positive work environment; and
- > treat others the way we would want to be treated.

In addition, no matter how urgent the business need:

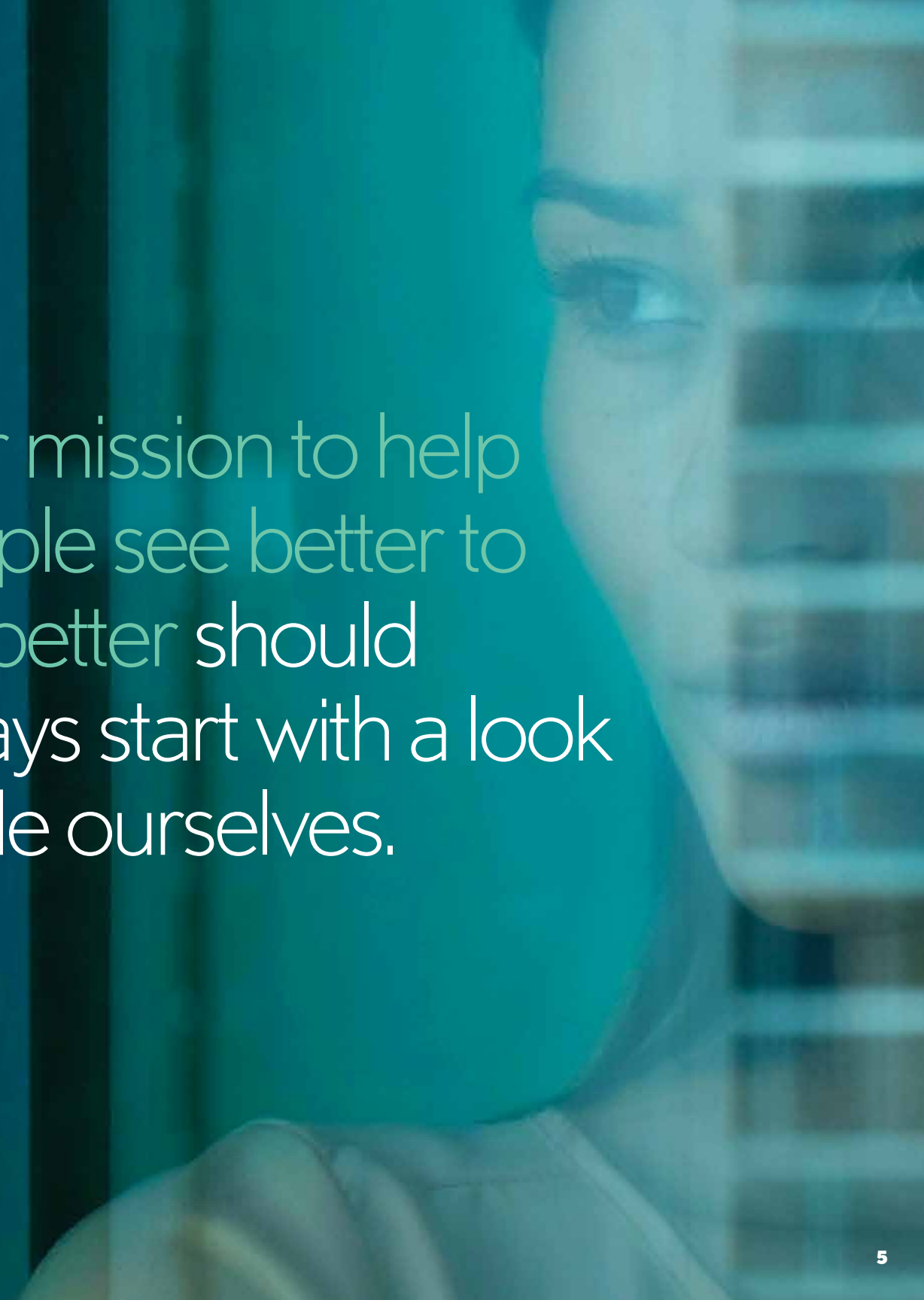
- > do not interpret high performance goals as direction or permission to overlook problems or do things the wrong way;
- > do not compromise our dedication to product quality and employee safety; and
- > do not put others in a position in which they feel pressured to violate the law, this Code, or Company policies and procedures.

*No work environment is perfect. Our jobs can often be challenging and stressful. Our managers and our colleagues might sometimes frustrate or disappoint us. Our Company may make decisions we disagree with or don't understand.*

*We may not be able to prevent these situations from arising, but we can always control the way we react to them. Instead of casting blame, complaining about how things are or focusing on what others should do, focus on what you can do to contribute to a positive work environment.*



Our mission to help people see better to live better should always start with a look inside ourselves.



## RESPECTING OTHERS AND SUPPORTING DIVERSITY

We each have a fundamental obligation to respect the rights and dignity of every person and to support a diversity of people, cultures and ideas in the workplace. This means we must:

- > conduct ourselves professionally and help each other achieve our collective and individual goals;
- > treat everyone fairly, regardless of their job title, disability, race, color, sex, age, national origin, citizenship, political views, marital status, sexual orientation, veteran status or religious beliefs;
- > support a workplace open to the free expression of ideas, where diversity is valued, frankness is encouraged, and innovation, teamwork and receptivity to change are rewarded;
- > respect everyone's confidentiality and privacy rights; and
- > ensure a safe and healthy workplace by following security, safety, health and environmental rules, looking out for one another, and promptly reporting any accidents, injuries or unsafe conditions.



Consistent with these responsibilities, it is never appropriate to:

- > behave in a violent or threatening manner;
- > act in a way that harasses, degrades or illegally discriminates against others;
- > engage in the unauthorized use, possession, distribution, purchase or sale of drugs or alcohol while on Company premises; or
- > conduct Company business or operate Company equipment while under the influence of any substance that may impair your judgment or otherwise present a hazard to you or others.

## SOUND DECISION MAKING

Our individual and collective performance depends upon whether the decisions we make are the right ones. Although many decisions are a routine part of our jobs, sometimes we encounter situations that require us to carefully consider our options before proceeding. In these circumstances, take the following steps to help you make the right choice:

### Evaluate the Situation

Make sure you have all the facts necessary to make an informed decision. In order to determine the best course of action, you must have a clear understanding of the situation. Base your decision on facts gathered from reliable sources rather than just rumors or assumptions.

### Check the Rules

Take the time to review applicable Company policies and procedures. Also determine whether you have the authority to make the decision on your own.

### Consider Your Options and the Consequences

Consider all reasonable options available to you and think through the likely consequences of each option. Also consider steps that might be taken to reduce the harm or risk of harm to people, the environment or the Company's reputation.

### Consult with Others

When making difficult decisions, don't try to do it by yourself. Seek help from colleagues, your manager or others to help you make the right choice. Take full advantage of all the resources that are available to help you, like those listed in the next section of this Code - Seeking Help and Raising Concerns.

### Use Your Best Judgment

Use your judgment and common sense to select the best option, taking into account the rules and the likely consequences. Remember, if something seems unethical or improper, it often is.



## SEEKING HELP AND RAISING CONCERNS

**We each have a responsibility – to ourselves, our Company and each other – to ask questions, raise concerns and report misconduct.** Living up to this responsibility is vital to our success because it helps us:

- > protect the people who use our products;
- > prevent and correct illegal or unethical conduct;
- > improve operations and avoid disruption to our business;
- > maintain a safe, healthy, respectful and productive workplace;
- > foster open communications and resolve workplace problems quickly; and
- > ensure our financial reports are accurate and complete.

### Local Resources

In many circumstances, we can meet this obligation by speaking directly and honestly with our colleagues or a manager. You should also consider involving your local Human Resources representative. Taking either of these approaches helps to resolve issues quickly by involving those with the knowledge and authority necessary to take immediate action.

### Corporate Resources

In addition, you can contact our Corporate Office by calling +1 - 800 - 782 - 5812 and asking to speak with one of the following departments:

- > Corporate Compliance
- > Corporate Human Resources
- > Law Department
- > Corporate Security
- > Corporate Audit Services

You can find detailed information about the types of questions, concerns and reports that each of these departments is prepared to assist you with on the Eyeway. If you are uncomfortable talking with any of these resources, or if you wish to remain anonymous, you can contact the Ethics Line.

### Ethics Line

The Ethics Line consists of toll-free telephone lines and online reporting services that are provided by an independent third party. Both of these services are available 24 hours a day, 7 days a week to employees worldwide (subject to certain limitations of local law) and are capable of receiving reports in any language. All questions, concerns and reports of misconduct will be handled confidentially and employees in most countries can choose to remain anonymous. Calls to the Ethics Line are never recorded or traced, and reports made online are managed through a secure third-party website that is specifically designed to protect confidentiality and/or anonymity. The information you provide will be forwarded to the appropriate person at Bausch + Lomb's Corporate Office in Rochester, NY, for response or investigation. Reports of misconduct must always be made in good faith, which simply means that you believe the information you are providing is truthful. The Ethics Line should never be used to make intentionally false or misleading reports.

**Detailed information about how to contact the Ethics Line or what happens when you submit a report can be found at your facility, on the Eyeway or at [bausch.ethicspoint.com](http://bausch.ethicspoint.com).**

Regardless of what resource you use, all requests for help or reports of misconduct will be taken seriously and handled promptly, professionally and with the highest degree of confidentiality possible.

**Q:** I observed a violation of our Company policies, but am afraid to report it because I fear I might be harassed or mistreated at work if I do so. If I do make a report, what will the Company do to protect me from retaliation?

**A:** The Company will protect you from retaliation by monitoring the situation and, if necessary, taking disciplinary action against anyone who engages in such misconduct. You should always report any retaliation to your manager, Human Resources or the Compliance Department, who will investigate and take appropriate action.



## WE DO NOT TOLERATE RETALIATION

**Bausch + Lomb strictly prohibits retaliation of any kind against employees who ask questions, raise concerns or make good-faith reports of misconduct.** It is also prohibited to retaliate against employees who participate in Company investigations into alleged misconduct. Employees are expected to cooperate with Company investigations and must always be truthful and forthcoming in the course of these investigations.

The Company will protect you from retaliation by monitoring the situation and, if necessary, taking disciplinary action, up to and including termination of employment, against anyone who engages in retaliation, which is a form of serious misconduct. You should always report any retaliation to your manager, Human Resources or the Compliance Department, who will investigate and take appropriate action.

**Q:** I am a manager and one of my team members has come to me to raise a concern. How should I handle the situation?

**A:** Regardless of the issue, an employee who raises a concern is doing the right thing. The first thing you should do is thank them. Speak with the employee in a private location so you can talk without being overheard by others. Listen to them with an open mind. Use open-ended questions to ensure you fully understand their concern. Tell the employee that the matter will be looked into by the appropriate people and instruct them regarding confidentiality. If it's not something you should handle yourself, immediately notify the appropriate people (Human Resources, Compliance Department, Corporate Audit Services, Quality or Law Department) to obtain guidance and assistance with next steps.

# our customers and patients

Our customers include a wide variety of entities from hospitals and wholesalers to individual healthcare professionals. Like any other business, our success depends, in part, on whether we engage in fair dealing and offer good products at a competitive price. But we also owe a special duty to our patients - the millions of people who rely on our products every day for their eye health, many of whom may be our own children, parents, relatives and friends. One important way we demonstrate our genuine concern for their well-being is through our commitment to product quality and safety and sales and marketing integrity.





## PRODUCT QUALITY AND SAFETY

As a manufacturer of eye health products, pharmaceuticals and medical devices, we are dedicated to ensuring patient safety. Regardless of our position in the Company, everyone involved in a product's development, production, distribution, sale or service has a responsibility to ensure our products are safe, effective and meet all applicable regulatory requirements and our customers' expectations.

### This means that each of us must:

- > work to develop, continuously improve and deliver the best products and services in the industry;
- > understand and abide by all quality policies and procedures and current good manufacturing practices applicable to our jobs;
- > conduct research, product development and clinical studies ethically, honestly and with scientific rigor;
- > establish and adhere to sound quality controls in our development, production and distribution operations with the objective of getting the job done right the first time;
- > label products with accurate and complete information;
- > comply with the law and cooperate with all regulatory agencies; and
- > take immediate action to report any issues or concerns and recognize the important contribution of those who do so.

### *The Importance Of Speaking Up*

*Our ability to consistently manufacture and deliver safe and effective products for our patients requires constant vigilance and attention to detail. It also requires each of us to tell others when we see something going wrong, especially in circumstances when you may be the only one who knows there might be a problem. When you learn of something that does not seem right, tell your manager or local quality professional about it immediately so appropriate action can be taken to ensure product quality and safety.*

## SALES AND MARKETING INTEGRITY

To help people receive and benefit from our products and services, it is essential that we develop and maintain close working relationships with healthcare professionals. However, our interactions with healthcare professionals are highly regulated by governments around the world and these regulations vary by country. This means that before you engage in any interactions with healthcare professionals on the Company's behalf, you must read, understand and abide by the Sales and Marketing Code of Conduct for the country in which the healthcare professional works.

Despite the variety of legal requirements in the countries in which we do business, the following 5 principles of sales and marketing integrity apply to all our job-related interactions with healthcare professionals:

1. We know and comply with the law, applicable industry codes and Company policies and procedures.
2. We don't "buy" business.
3. We promote our products fairly, truthfully, accurately and on-label.
4. We accurately and properly record all transactions and expenses.
5. We protect our own and respect others' confidential information.

Also, special care must be taken when interacting with healthcare professionals who are government employees, work for or at publicly owned healthcare institutions, or are sometimes reimbursed through a government healthcare program because additional laws, policies or procedures may apply in such cases. Our Sales and Marketing Codes of Conduct provide specific guidance in this area.

### *Did You Know?*

*Did you know that the term "healthcare professional" can refer to doctors, as well as individuals who do not practice medicine? Such individuals could include purchasing agents, buyers and employees of healthcare institutions, department stores, mass retailers, drug stores and other non-physicians. Check your Sales and Marketing Code of Conduct to ensure you know who is and is not considered a healthcare professional in your country.*

Bausch + Lomb  
is not just any company.  
It's our company.

# our company

Because Bausch + Lomb is our company, we each have a duty of care and loyalty to act in the Company's best interest when we do our jobs. This means that we must manage Company resources responsibly. It also means that we must avoid conflicts of interest that could hurt our ability to do what is best for the Company.

## COMPANY PROPERTY

### Intellectual Property & Confidential Information

Among Bausch + Lomb's most valuable assets are its intellectual property and confidential information. These include trade secrets, patents, copyrights, trademarks, business plans, engineering and manufacturing ideas, financial information, new product launch plans, databases, customer lists, pricing information and other Company records and ideas. Our intellectual property and confidential information are often the product of many years of work and considerable investment. We have an obligation to protect our intellectual property and confidential information from unauthorized use or disclosure. This means that you must never use or disclose the Company's intellectual property or confidential information to people inside or outside the Company unless:

- > individuals and organizations outside the Company to whom you need to provide confidential information have signed an approved confidential disclosure agreement prior to disclosure;
- > doing so serves a legitimate business purpose;
- > the recipients have a legitimate need to know; and
- > you are certain that you are authorized to release the information.

As detailed in the confidentiality agreements signed by every employee, our obligation to preserve the Company's intellectual property and confidential information continues even after employment ends.

### Physical Property

The Company's physical property includes such things as computers, copiers, phones, office furniture, supplies and manufacturing and laboratory equipment. As to Company physical property, each of us has a responsibility to:

- > protect it from theft, abuse or unauthorized use;
- > use it efficiently and avoid waste;
- > use it for appropriate business purposes; and
- > promptly report its loss, misuse or theft in accordance with Company policies and procedures.

Certain physical property, like phones, computers and copiers, may occasionally be used for non-business purposes, but only if such use is consistent with Company policy, local policy and the terms of any employment agreement, and is reasonable, of limited duration and does not interfere with doing your job.

## CONFLICTS OF INTEREST

We all have a duty to act in the Company's best interest and to avoid taking actions that conflict or even appear to conflict with the Company's interests. Conflicts of interest can arise when activities outside of work, ownership interests in other companies or your relationships with competitors, business partners, customers, family members or friends interfere with or appear to interfere with your ability to do your job or to exercise independent judgment when making decisions for the Company. It is impossible to list all circumstances that could create a conflict of interest, but, for example, a conflict of interest may exist if:

- > you engage in activities outside of work, like a second job, that may interfere with your ability to perform your work for Bausch + Lomb;
- > you are in a position that could influence compensation, performance evaluations, career development or similar matters of a family member or an individual with whom you have a close personal relationship;
- > you, a family member or close friend are serving or plan to serve as an employee, consultant, officer, director or become an owner (with greater than 1% interest) of any organization that competes with, does business with or seeks to do business with the Company; or
- > you, a family member or close friend has received or will receive money, gifts or favors of more than nominal value from people or organizations that compete with, do business with or seek to do business with the Company.

For additional guidance, see Company Policy 4 - Conflicts of Interest.

### *Most Conflicts Can Be Resolved By Talking With Your Manager*

*Conflicts of interest are quite common and can often be easily avoided or addressed if promptly disclosed and properly managed. If you are in a situation in which there may be a real or perceived conflict of interest, you must either take steps to avoid the conflict or disclose it to your manager. Most situations can be resolved by you and your manager, but managers may need to obtain additional guidance in certain circumstances.*

## CORPORATE OPPORTUNITIES

When you make a discovery in a Company laboratory, develop a new manufacturing method or learn of a new market for a Company product, you must bring these opportunities to the Company's attention and never:

- > take for yourself opportunities that are discovered through the use of Company property, information or your position;
- > use Company property, information or your position for improper personal gain; or
- > compete with the Company, either directly or indirectly.

**Q:** I'm thinking about starting my own business in my spare time outside of work. Is this a possible conflict of interest?

**A:** Yes, this is a possible conflict of interest. If there is a reasonable likelihood that starting and running your own business will have an impact on your ability to do your job at Bausch + Lomb, you must discuss this with your manager. Even if there is a possible conflict, by working with your manager, you may find a way to minimize the effect it will have on your ability to do your job.



## RECORDS MANAGEMENT

Accurate and well-maintained business records are essential to running our business and are required by law. Business records include all information created or used by the Company, like time records, expense reports, product quality data, handwritten notes, business plans, memoranda, engineering drawings, meeting minutes and email.

Failure to keep accurate records and properly manage them can result in lost business opportunities, damage to our reputation, increased costs, litigation and even criminal penalties for both the Company and individuals. We must take particular care with our records when we are involved in a lawsuit or a government investigation to make sure that records related to such matters are not intentionally or unintentionally destroyed. We all must understand and abide by the rules of the Company's records management program that apply to our jobs.

## DATA PRIVACY AND PROTECTION

In the course of our business, Bausch + Lomb collects, uses, maintains, processes and discloses information provided by consumers, patients, healthcare professionals, employees, vendors and others. This information is critically important to running our business, and some of it may contain personal information that is protected by numerous laws and regulations that vary from country to country.

When providing us with any kind of personal or personally identifiable information - even just a name - our consumers, patients, healthcare professionals, employees, vendors and others trust that we will protect that information and handle it in accordance with the law and our stated privacy notices and policies.

Each of us has a responsibility to be aware of the types of information we manage in the course of doing our jobs and to ensure that it is appropriately handled and protected. For more information, including definitions and specific guidance regarding personally identifiable information, refer to Policy 29 - Privacy and Protection of Personal Data.

Q:

Someone inadvertently copied me on an email that included a document containing the names, telephone numbers, home addresses and salary information of a few colleagues. What should I do?

A:

The type of information included in the document sent to you by email is personally identifiable information that must be appropriately handled and protected. If such information is mistakenly sent to you, do not forward the email or discuss what you saw with anyone else. You should immediately inform the sender about what happened and contact the Compliance Department or Corporate Human Resources Employee Relations, who will coordinate and oversee appropriate corrective actions. If you receive a message that you suspect may not be intended for you, it is always a good idea to check with the sender before opening any attachments.



## GIFTS, MEALS AND ENTERTAINMENT

In many places throughout the world, giving and receiving gifts, meals and entertainment is an important part of doing business and can serve legitimate business purposes like creating goodwill and building business relationships. However, these activities can also create real or perceived conflicts of interest and may be illegal in certain circumstances. It is for this reason that Bausch + Lomb generally discourages the exchange of gifts for business purposes and places limits on business meals and entertainment. When acting on the Company's behalf, you may give or receive gifts, meals or entertainment only if:

- > it is permitted by law;
- > it serves a valid business purpose;
- > it is consistent with the company policies of both the giver and the recipient;
- > it will not influence or appear to influence the independent judgment of the person receiving the gift, meal or entertainment;
- > any gifts are reasonable, customary and of small value;
- > any meals or entertainment are modest; and
- > all Company expenditures are accurately recorded in the Company's financial records.

When interacting with customers, suppliers or other third parties:

- > do not ask someone for a gift, meal or entertainment;
- > do not give or receive cash or cash equivalents like gift certificates unless specifically allowed by Company policy or approved by the Law Department;
- > do not give gifts, meals or entertainment in exchange for or as a reward for the purchase, recommendation or use of Company products or services; and
- > do not provide an advantage to someone outside the Company in exchange for them giving you a gift, meal or entertainment.

For more information on gifts, meals and entertainment, refer to Policy 4 - Conflicts of Interest, Policy 5 - Sourcing and the Conduct of Business with External Suppliers and PL/2 - Global Travel and Expense Policy.

**Q:** An account manager for a company that provides services to Bausch + Lomb sent me tickets to a professional sporting event. What should I do?

**A:** You should discuss this matter with your manager. If your manager believes that accepting the gift could influence, or create a perception that it might influence, your professional judgment in performing your work for Bausch + Lomb, you should return the tickets with a polite note explaining that you cannot accept them. Another option would be to ask Human Resources to accept the tickets on behalf of the Company and raffle them off to employees in a lucky drawing.

### **Additional Rules For Healthcare Professionals, Government Officials And Healthcare Institutions**

*Significant legal restrictions apply when providing gifts, meals and entertainment to healthcare professionals, government officials and healthcare institutions. You must make sure you fully understand and abide by the requirements in the relevant country-specific Sales and Marketing Code of Conduct, including all associated policies and procedures, before offering any gifts, meals or entertainment to a healthcare professional, government official or healthcare institution.*

# our business partners and competitors

To succeed in a competitive marketplace, we need to pursue business opportunities, keep an eye on our competition and foster productive relationships with our business partners. But we must always undertake these important business activities ethically and in accordance with the law. Playing by the rules may cost us some business in the short-term, but it is the best investment we can make in building a company our customers and patients can trust. Remember, how we conduct our business is just as important as the results we achieve.

## FAIR COMPETITION

We constantly strive to outperform our competition by delivering better products and services to our customers at the right price. However, we must always pursue this goal fairly and in accordance with the rules, including but not limited to fair competition laws (also known as “antitrust” laws).

These laws make it illegal to:

- > agree with competitors to fix prices or other terms of product sales;
- > agree with competitors to divide the market by only selling products to certain customers or in certain geographical territories;
- > exchange information with competitors about prices, pricing methods, terms of sale or other similar commercial information;
- > enter into agreements with distributors, retailers or customers to fix resale prices; or
- > engage in other similar anti-competitive activities.

Given the complexity of these laws and the severe penalties for violating them, contact the Law Department before you act whenever you have questions relating to these issues.

## FAIR DEALING AND DUE DILIGENCE

When conducting business on the Company’s behalf, we must always strive to be fair and reasonable, respect others’ intellectual and physical property and honor our contractual agreements.

When interacting with distributors, wholesalers and suppliers, we must:

- > engage in commercially reasonable due diligence as appropriate to ensure such business partners can reliably meet our needs and conduct their business in compliance with the law and applicable industry ethics standards;
- > take reasonable steps to ensure they act in accordance with contractual obligations; applicable quality standards; regulatory mandates; and antitrust, fair competition, anti-corruption, import/export, anti-boycott and embargo laws; and
- > never request them to engage in any activities on our behalf that are inconsistent with this Code, Company policies or applicable laws.

For more information, refer to Policy 5 – Sourcing and the Conduct of Business with External Suppliers and Administrative Procedure 213 – Global Distributor Assurance.

## COMPETITIVE INTELLIGENCE GATHERING—RESPECTING THE COMPETITION

Gathering accurate information about competitors, suppliers, customers and the markets in which we compete is vital to our business. However, when gathering this information, we must always understand and abide by Company policies and the law and never:

- > misrepresent our identity or engage in disreputable activities like listening in on private conversations or looking through trash bins;
- > induce or knowingly permit someone to breach their confidentiality agreements;
- > violate trade show rules to obtain competitor information;
- > take others' physical property without their permission;
- > violate others' intellectual property rights; or
- > hire or permit someone else to gather competitive intelligence on our behalf who does not first agree in writing to do so in full accordance with these principles.

**Q:** If a person interviewing for a job at Bausch + Lomb tells me that they know important, confidential details about a new product being developed by a competitor, what should I do?

**A:** You should politely explain to the interviewee that it would not be appropriate for them to tell us any of our competitors' trade secrets. We consider candidates for employment based on their experience and skills rather than any specific information they might have about our competitors' confidential activities.





## our investors

Those who invest in our Company provide us the resources we need to grow our business, develop new products and better serve our patients' needs. Our investors are counting on us to do our best to maintain sound financial controls and keep them apprised of our Company's performance by preparing accurate and timely financial reports. We also must never take unfair advantage of non-public information we might have about our Company or someone else's company.

### FINANCIAL CONTROLS AND REPORTING

Bausch + Lomb has established financial and disclosure control systems to ensure honest, accurate and timely recording and reporting of information in order to make responsible business decisions and adhere to various laws and regulations. Any activity that circumvents the Company's systems of financial or disclosure controls is prohibited.

All Company books, records, accounts and financial statements must accurately reflect our transactions, and conform to company policies, procedures and applicable legal requirements. These requirements help ensure that our business is managed effectively and our financial reports provide investors and regulators with fair and complete information about our Company's financial performance.

### INSIDER TRADING

Many of us have access to information about the Company that has not been disclosed to the public. In addition, we may learn of important non-public information about other companies through the course of performing our jobs. It is never appropriate to take advantage of such information by buying or selling publicly traded securities. This includes making investments based on your knowledge of non-public information. It is also illegal to pass such information on to others who might use it for their personal advantage.

#### ***People Are Critical To Effective Financial Controls***

Each of us, not just accountants and auditors, is responsible for doing our part to ensure accurate and timely accounting and financial reporting. Every time we report hours worked, process an invoice, file or approve an expense report, book a sale or make an entry on a balance sheet, we are creating financial records that both our Company and our investors are counting on to be accurate and complete. This means we must understand and perform the role we each play in making sure our financial controls really work. In almost every corporate financial scandal, many people knew that what was happening was wrong, but stood by and did nothing to stop it. We must resolve to never let that happen at Bausch + Lomb. If you are responsible for one or more of our financial controls, or if you see someone violating our accounting rules, we are all counting on you to take action and report such activities.

We measure our success  
not just by the bottom line,  
but by the difference  
we make in the world.



# our world

Every day, our world becomes more and more connected and interdependent. The impacts of our individual actions may be small, but together, they touch the lives of millions around the globe. We must each consider how what we do at work will affect both other people and the natural environment. Our aim should always be to leave to the next generation a world that is better because of our efforts.

## ANTI-BRIBERY

Almost every country in the world has anti-bribery laws. We support anti-bribery laws because they are designed to protect companies like ours that seek to compete based upon the quality of our goods and services, rather than on favors granted in exchange for bribes.

In addition to country-specific laws, because we are a company based in the United States, all Bausch + Lomb employees, officers and directors are obligated to comply fully with the U.S. Foreign Corrupt Practices Act (the "FCPA"). The FCPA strictly prohibits the payment of bribes to government officials anywhere in the world. To ensure compliance with anti-bribery laws, you must not provide, or ask others to provide, payments, meals, gifts or entertainment to any government official without first reading, understanding and complying with all applicable Company policies and procedures.

It is important to remember that healthcare professionals who work in government-owned healthcare institutions, like public hospitals, may be considered government officials under anti-bribery laws. Be sure to review and follow the Sales and Marketing Code of Conduct for the relevant country prior to offering a gift, a meal or anything else of value to healthcare professionals.

## INTERNATIONAL TRADE CONTROLS

Because Bausch + Lomb conducts business in many different countries around the world, we are subject to numerous international trade laws. These laws govern our ability to sell products or conduct business with certain countries and individuals. Significant fines, penalties, loss of license to export and possible jail time can result for those who violate these laws. All employees involved in the sale, marketing, distribution, transfer of technology or movement of materials across international borders must:

- > be familiar with and abide by all applicable laws and Company policies regarding international trade restrictions;
- > seek the assistance of the Global Logistics Department or the Law Department whenever any questions arise; and
- > promptly report to the Law Department any requests received from customers, suppliers or others to participate in a boycott against other people, companies or countries.



## GRANTS AND CHARITABLE CONTRIBUTIONS

Every year, our Company contributes millions of dollars of products and funds to support continuing medical education and independent medical research, and to assist others in need around the world. To ensure compliance with applicable anti-bribery and anti-kickback laws, and to maintain sound financial controls over the Company's charitable giving, all such expenditures must be made in compliance with the Company's Grants and Charitable Contributions policy and procedures. If healthcare professionals or healthcare institutions have questions about how to seek Company support for an educational event, research activities or charitable work, you should direct them to our website at [bausch.com/caring](http://bausch.com/caring) or suggest that they contact our Grants and Charitable Contributions Administrator via email at [caring@bausch.com](mailto:caring@bausch.com).

**Q:** A doctor told me he has a great idea for a research project and wondered if Bausch + Lomb would be interested in funding it. What should I do?

**A:** You should tell the doctor that he will need to go to our grants and charitable contributions website at [bausch.com/caring](http://bausch.com/caring) and submit an application for an independent research grant. You might further explain that an application will be reviewed by an independent team in the Company. The doctor should also know that because we receive many more applications than we can fund, there is no guarantee he will receive funding.



## COMMUNICATIONS WITH THE PUBLIC, INVESTORS AND THE MEDIA

It is important that all Company communications to the public, investors and the media are accurate and consistent. This means that Company communications to the public, investors or media (newspapers, magazines, trade journals, television or radio stations, or Internet sites) must be made only by those authorized to speak on the Company's behalf. Those authorized to speak on the Company's behalf are determined by the Global Communications Department. Any inquiries from the public, investors or the media regarding our financial performance or matters that might substantially affect our Company's public reputation must be directed to and/or coordinated in advance with the Global Communications Department.

## ENVIRONMENTAL STEWARDSHIP AND SUSTAINABILITY

We are committed to being a responsible corporate citizen and take our environmental stewardship obligations very seriously in every aspect of our global operations. We continuously strive to reduce the environmental impact of our products, supply chain, manufacturing, distribution, sales and administrative support functions. This means that all of us must do our jobs in a way that meets the needs of our patients, customers, consumers and stakeholders today while preserving and sustaining the community, the environment and natural resources so they are available for future generations. See Policy 32 - Sustainable Business for more information regarding our Company's commitment to responsible business practices and what you must do to support this effort.





## our legacy

We each have both the privilege and the responsibility of continuing the important work that our founders, John Jacob Bausch and Henry Lomb, began in 1853. By always setting our sights high, we can build upon our past achievements and find meaning in our work worthy of our best efforts. In so doing, we will continue to create an enduring legacy by helping people see better to live better for generations to come.

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### **Applicability Of This Code**

- > This Code applies to all Bausch + Lomb employees and certain contractors as specified in contractual agreements.
- > In the event that a part of the Code conflicts with local laws, local laws will apply.
- > Any violations of this Code may result in disciplinary action in accordance with established corrective action and progressive disciplinary procedures up to and including termination of employment.
- > This Code is not a contract, nor does it constitute or create any contractual obligation between you and the Company.

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