

Attachment #215B
Global Anti-Bribery and Anti-Corruption Principles

Zoetis has a corporate policy that prohibits colleagues or anyone acting on our behalf from providing any payment or benefit to any person or entity in order to improperly influence a government official or other third party or to gain an unfair business advantage. Zoetis is committed to acting ethically and legally in accordance with all applicable laws and regulations. We expect the same commitment from the consultants, agents, representatives or other companies and individuals acting on our behalf (“Providers”), as well as those acting on behalf of Providers, in connection with work for Zoetis.

Bribery of government officials

Most countries have laws that forbid making, offering or promising any payment or anything of value (directly or indirectly) to a government official when the payment is intended to influence an official act or decision to award or retain business. It is Zoetis policy to broadly interpret “government official” to include: (i) any elected or appointed government official; (ii) any employee or person acting for or on behalf of a government official, agency, or enterprise performing a governmental function; (iii) any political party, candidate for public office, officer, employee, or person acting for or on behalf of a political party or candidate for public office; or (iv) an employee or person acting for or on behalf of a public international organization. “Government” is meant to include all levels and subdivisions of governments (i.e., local, regional, or national and administrative, legislative, or executive).

Anti-bribery and anti-corruption principles governing interactions with governments and government officials

A Provider must communicate and abide by the following principles with regard to their interactions with governments and government officials:

- Providers, and those acting on their behalf in connection with work for Zoetis, may not directly or indirectly make, promise, or authorize the making of a corrupt payment or provide anything of value to any government official as an improper inducement for such government official to make any governmental act or decision to help Zoetis obtain or retain business or otherwise improperly benefit Zoetis’ business activities.
- Providers, and those acting on their behalf in connection with work for Zoetis, need to understand whether local laws, regulations, or operating procedures impose any limits, restrictions, or disclosure requirements on compensation, financial support, donations, or gifts that may be provided to government officials. Providers, and those acting on their behalf in connection with work for Zoetis, must take into account and comply with any applicable restrictions in conducting their Zoetis-related activities. If a Provider is uncertain as to the meaning or applicability of any identified limits, restrictions, or disclosure requirements with respect to interactions with government officials, that Provider should consult with his or her primary Zoetis contact before undertaking their activities.
- Providers, and those acting on their behalf in connection with work for Zoetis, are not permitted to offer facilitation payments. A “facilitation payment” is a nominal, unofficial payment to a government official for the purpose of securing or expediting the performance of a routine, non-discretionary governmental action. Examples of facilitation payments include payments to expedite the processing of licenses, permits or visas for which all paperwork is in order. In the event that a Provider, or someone acting on their behalf in connection with work for Zoetis, receives or

becomes aware of a request or demand for a facilitation payment or bribe in connection with work for Zoetis, the Provider shall report such request or demand promptly to his or her primary Zoetis contact before taking any further action.

Commercial bribery

Bribery and corruption can also occur in non-government, business to business relationships. Most countries have laws which prohibit offering, promising, giving, requesting, receiving, accepting, or agreeing to accept money or anything of value in exchange for an improper business advantage. Zoetis colleagues are not permitted to offer, give, solicit or accept bribes, and we expect our Providers, and those acting on their behalf in connection with work for Zoetis, to abide by the same principles.

Anti-bribery and Anti-corruption principles governing interactions with non-governmental parties and Zoetis colleagues

Providers must communicate and abide by the following principles with regard to their interactions with non-governmental parties and Zoetis colleagues:

- Providers, and those acting on their behalf in connection with work for Zoetis, may not directly or indirectly make, promise, or authorize the making of a corrupt payment or provide anything of value to any person to induce that person to provide an unlawful business advantage for Zoetis.
- Providers, and those acting on their behalf in connection with work for Zoetis, may not directly or indirectly, solicit, agree to accept, or receive a payment or anything of value as an improper inducement in connection with their business activities performed for Zoetis.
- Zoetis colleagues are not permitted to receive gifts, services, perks, entertainment, or other items of more than token or nominal monetary value from Providers, and those acting on their behalf in connection with work for Zoetis. Moreover, gifts of nominal value are only permitted if they are received on an infrequent basis and only at appropriate occasions.

Reporting Suspected or Actual Violations

Providers, and those acting on their behalf in connection with work for Zoetis, are expected to raise concerns related to potential violations of these Anti-Bribery and Anti-Corruption Principles or the law. Such reports can be made to a Provider's primary point of contact at Zoetis, or to the Zoetis Compliance Office by e-mail at Compliance@Zoetis.com or by phone at +1 (973) 822-7000.