

Supplier Requirements Guideline

1.0 Purpose

The purpose of this Supplier Requirements Guideline is to provide a guidance document with the expectations and requirements Baxter has of its suppliers.

The requirements within this guideline are provided as a supplement to, and do not replace or alter the terms or conditions within Baxter's Purchase Orders, Quality Agreements, engineering drawings and/or specifications or any agreement between Baxter and the supplier.

2.0 Applicability

This guidance is applicable to suppliers that provide quality impacting materials, products or services to Baxter.

Suppliers are expected to have a Quality Management System that is applicable to the products or services provided.

Some suppliers may need to comply with additional local and industry regulations and standards.

3.0 Associated Documents

3.1 Reference

ISO 9001	Quality Management Systems – Requirements
ISO/TR 10017	Guidance on Statistical Techniques for ISO 9001
ISO 13485	Medical Devices – Quality Management Systems – Requirements for Regulatory Purposes 2 nd Edition
ISO14001	Environmental Management Standard
ISO14971	Medical Devices – Application of risk management to medical devices
ICH Q7A	Good Manufacturing Practice Guide for Active Pharmaceutical Ingredients
ICH8	Pharmaceutical Development
ICH9	Quality Risk Management

ICH10	Pharmaceutical Quality Systems Handbook
EudraLex – Volume 1	Pharmaceutical Legislation Medicinal Products for Human Use
EudraLex – Volume 2	Pharmaceutical Legislation Notice to applicants and regulatory guidelines medicinal products for human use
EudraLex – Volume 4	Good Manufacturing Practice (GMP) Guidelines
EUCD 93/42	European Union Commission Directive – Medical Device Directive (MDD)
FDA 21 CFR §820	Title 21 Food and Drugs, Subchapter H Medical Devices, Parts 820 Quality System Regulation
FDA 21 CFR §210 & 211	Title 21 Food and Drugs, Subchapter H Medical Devices, Parts 210 & 211 cGMP in Manufacturing, Processing, Packaging, or Holding of Drugs and Finished Pharmaceuticals
FDA 21 CFR § 606	Title 21 Food and Drugs, cGMP for Blood and Blood Components
FDA 21 CFR § 610	Title 21 Food and Drugs, General Biological Product Standards
Health Canada	Canadian Medical Device Regulations
Health Canada	Canada Good Manufacturing Practices (GMP) Guidelines
IPEC–PQC GMP	The Joint IPEC-PQC Good Manufacturing Practices Guide for Pharmaceutical Excipients
MHLW	Japanese Pharmaceutical Affairs Law
MHLW No. 179	Japan - Ministerial Ordinance on Standards for Manufacturing Control and Quality Control for Drugs and Quasi-drugs
MHLW No. 169	Japan – Ministerial Ordinance on Standards for Manufacturing Control and Quality Control for Medical Devices and In-vitro Diagnostic Reagents
REACH (EC 1907/2006)	Registration, Evaluation, Authorization and Restriction of Chemicals
RoHS Directive (2011/65/EU)	Use of Certain Hazardous Substances in Electronic and Electrical Equipment)
US Conflict Minerals (2010 Dodd-Frank Wall Street Reform and Consumer Protection Act)	Section 1502 added Section 13(p) to the Securities Exchange Act of 1934, which requires the Commission to promulgate rules requiring issuers with conflict minerals that are necessary to the functionality or

production of a product manufactured by such person to disclose annually whether any of those minerals originated in the Democratic Republic of the Congo or an adjoining country.

4.0 Definitions

Definitions are available in Appendix I (Section 12) of this standard.

5.0 Responsibility and Authority

It is the responsibility of the supplier to understand and ensure with Baxter's guidelines, a Quality Management System that is applicable to the products or services provided, and Baxter's engineering requirements, specifications and drawings.

Personnel from Baxter's Supplier Quality, Purchasing, Ethics & Compliance, Sustainability & Diversity and Environmental, Health & Safety are responsible for evaluating and maintaining supplier compliance to the requirements stated in the guideline (as applicable).

6.0 Introduction

This guideline emphasizes:

- The importance of establishing defined and mutually agreed upon requirements.
- The expectation that suppliers develop and maintain a comprehensive quality system that ensures Baxter receives product and services that conform to requirements.
- A continual focus on improvement in quality, cost, and innovation, including sustainability, to mutually benefit the supplier and Baxter.
- Supply of goods and services in accordance with appropriate current Good Manufacturing Practices (cGMP), standards and regulatory requirements.
- Responsible business practices and operations that respect human rights and minimize environmental impact.

6.1 Supplier Expectations

Baxter's suppliers are expected to develop and maintain a management system to assure consistent conformance of their products and services to specified requirements.

Note: A quality system that demonstrates conformity to ISO 9001 establishes a base from which a supplier can focus on quality and continually strive to improve. Although not required by Baxter, suppliers are encouraged to have their conformance confirmed by an independent audit (such as 3rd party certification).

The supplier is expected to operate and conduct itself in accordance with current Good Manufacturing Practices (cGMP). The methods used in the design, manufacture, packaging, labeling, storage, installation and servicing of all products and services are expected to ensure Baxter product is safe and effective and in compliance with all applicable regulations.

The supplier is expected to notify Baxter upon receiving notification of any regulatory inspection or action of or relating to supplier's business activities with Baxter.

6.2 Suppliers are fully responsible for the quality of their products.

Suppliers are expected to ensure that each of their products or services comply with all the requirements mutually agreed to with Baxter as well as all applicable requirements defined by regulatory agencies (e.g. FDA and Health Canada). Suppliers are accountable for and assume full responsibility for the quality of the products or services they provide. Approval and verification, by Baxter, of supplier's facilities, systems, and records does not absolve the supplier of the responsibility to provide acceptable product.

6.3 Suppliers are fully responsible for their supply chain.

Baxter's suppliers are responsible for the quality and material compliance related activities of their suppliers, subcontractors, service providers, and/or material sources. Suppliers are expected to document and verify that their suppliers' facilities, procedures, materials, and controls meet or exceed the agreed-upon requirements. Baxter will request supporting data of these evaluations. Baxter relies on its suppliers to maintain control of their supply base, but reserves the right to audit or evaluate these sources to ensure supply chain safety and/or understand other potential impacts to Baxter.

7.0 Quality System Requirements

Baxter's suppliers are expected to have a defined quality system. This section specifies the requirements of a comprehensive quality system that is important to ensure Baxter receives products and services that conform to requirements.

7.1 Quality Manual, Policy and Objectives

The supplier is expected to document its quality system. This should include a stated quality policy and quality manual.

Note: A quality manual defines the structure of the organization's quality system, by defining the scope of the quality system, by describing how processes of the quality system interact and by referencing documented procedures used to implement the quality system.

The quality policy defines a supplier's intent and direction with respect to quality and serves as a general framework for action.

Measurable quality objectives are expected to be established. The supplier's quality objectives are expected to be measurable and consistent with the quality policy. Once quality objectives are established for relevant functions and levels of the supplier's organization, Baxter expects the supplier to monitor to ensure an effective quality system and customer focus.

The supplier is expected to identify its necessary procedures and records that ensure effective operation and control of its processes.

7.2 Control of Documents

The supplier is expected to identify essential documents relating or pertinent to the quality system and control such documents. The supplier's document control methods are expected to ensure that only approved, issued, and effective documents are utilized.

Documents are expected to be legible and identifiable. With respect to documents which become obsolete but are retained, the supplier is expected to have a method of identification of such documents as obsolete and segregation of such documents to prevent accidental use.

7.3 Control of Records

The supplier is expected to maintain legible, readily identifiable and retrievable records as evidence its products meet Baxter's requirements. Examples of records a supplier should retain, to demonstrate its conformance to requirements, include test results, equipment verification records and calibration records.

The supplier is expected to define how it identifies, stores, protects, retains and disposes of its records.

Note: A supplier should determine its record retention period to be equivalent to the lifetime of the product, as defined by the supplier unless Baxter defines the record retention duration per the Quality Agreement.

Note: The supplier should use Good Documentation Practices (GDP) when creating and maintaining records to ensure clear, complete and accurate information is recorded. Baxter recommends that the supplier have rules that describe GDP when approving, making handwritten entries on, copying, and/or modifying documents. Some GDP examples are avoiding the use of white out to make corrections, avoiding the use of pencil, ensuring records are dated correctly at the time created, recording the appropriate approvals, and ensuring personnel don't review and approve their own work.

7.4 Management Responsibility

The supplier is expected to ensure that responsibilities and authorities are defined, documented, and communicated within its organization. The supplier is expected to maintain the appropriate resources for an effective quality system.

7.5 Management Review

The supplier is expected to regularly review its quality system to ensure the ongoing suitability, adequacy and effectiveness of the quality system.

Note: A review of the quality system should include written documentation of audit results, customer feedback, process monitoring results, and product performance. After the review opportunities for improvement should be considered.

The supplier is expected to maintain records of its decisions or actions from the review in accordance with Section 7.3.

7.6 Design and Development Control

The supplier is expected to use specified requirements, specifications and drawings as the basis for its design and development plan.

Note: The plan, sometimes called a quality plan, defines the design stages with necessary steps and resources to assure the product satisfies Baxter's requirements. The plan should be maintained throughout the design process and should incorporate design reviews, verification and validation plans, monitoring activities, inspection criteria or test requirements.

The supplier's design verification is expected to be planned and recorded to confirm the supplier's design meets requirements.

The supplier's design validation activities are expected to be planned and recorded to confirm the product meets the user requirements and is fit for use.

The supplier is expected to use its design outputs to establish a controlled operation at its manufacturing, test or inspection location.

Note: Design outputs are engineering drawings and specifications of the design, critical process parameters (CPP), critical to quality (CTQ), essential requirements checklist (ERC), or essential to design outputs (EDO), and product acceptance criteria.

Baxter's suppliers are expected to implement a change process that ensures any effects on the product are understood. The supplier's change process is expected to include necessary reviews, verification of change and validation of the product before the change is implemented in accordance with Section 9.0.

7.7 Purchasing Controls

Baxter's suppliers are expected to define requirements and establish a supplier selection process that ensures that their suppliers have the potential and ability to meet specified requirements.

The supplier is responsible for the quality of all components and raw materials it purchases for its product. Where components and raw materials do not meet specified requirements then the supplier is expected to document its mitigation activity. If necessary, the supplier is responsible for additional controls to ensure its product satisfies requirements.

When the supplier implements inspection or other activities to ensure that purchased product meets requirements then these methods and results are expected to be documented. Records are expected to be maintained in accordance with Section 7.3 and made available to Baxter upon request.

7.8 Production Provisions

The supplier is expected to document and control its production conditions to ensure its product meets specified requirements.

Note: This may require the supplier to make use of documented procedures, work instructions, reference materials, suitable equipment and specific monitoring and measurement devices where the absence of such could affect quality.

The supplier's controls are expected to be established using the appropriate design outputs and available at the manufacturing, test, or inspection location.

Note: This should include current engineering drawings and specifications, critical process parameters (CPP), critical to quality (CTQ), essential requirements checklist (ERC), or essential to design outputs (EDO), and product acceptance criteria.

The supplier is expected to protect product, equipment, and personnel against potential contamination.

Note: The supplier should document cleanliness requirements, monitor conditions or make special arrangements to protect product quality and health of personnel.

When a sterilization process is necessary, the supplier is expected to record its process parameters and maintain traceability for each production batch.

Baxter's suppliers are expected to employ process controls, which are consistent and appropriate for the operations being conducted. Where the operation may result in product not meeting specifications Baxter's suppliers are expected to implement documented mitigation activities, such as enhanced control plan, verification and inspection, or process control parameters.

Note: Process control is a system for ensuring that product consistently falls within predefined process parameters (limits).

Equipment, monitoring and measuring, labeling, packaging, cleanliness, and release activities are expected to ensure the product meets Baxter's requirements. Records are expected to be maintained in accordance with Section 7.3 and made available to Baxter upon request.

7.9 Monitoring and Measuring of Process and Product

The supplier is expected to use appropriate measurement methods to monitor planned results of processes to confirm its product meets specified requirements. Defining test methods in an established control plan or similar document should ensure testing is conducted in accordance with the established limits and frequency.

Baxter's suppliers are expected to monitor critical to quality (CTQ), essential requirements checklist (ERC), or essential to design output (EDO) product characteristics at appropriate stages of the production process to confirm that product produced meets requirements. Records of these results are expected to be used to authorize release of product to Baxter.

Note: Acceptance criteria for performance testing when planned and monitored are evidence the product meets requirements.

Products not meeting specified requirements are cause for the supplier to investigate the process for the cause, and take appropriate corrective action as necessary. Controls are expected to be in place to prevent product delivery to Baxter until the conformity of the product is confirmed.

7.10 Validation of Processes for Production

Baxter's suppliers are expected to qualify critical equipment and computerized systems before validation.

Note: This qualification should be carried out by conducting the appropriate design qualification (DQ), installation qualification (IQ), operational qualification (OQ), performance qualification (PQ) and/or process validation (PV).

When the output of a process is unable to be verified by testing, validation activities are expected to be conducted by the supplier using a documented procedure. The qualified individual that conducts the validation activity are expected to document its result and make the results available to Baxter upon request.

The supplier's validation is expected to confirm with objective evidence that the process consistently meets the planned outcome. Therefore, the supplier is expected to validate products made from its production tools, processes, and cycle times to confirm they meet the product requirements, specifications and parameters.

The supplier is expected to periodically review and maintain process parameters established during validation. These parameters are to be monitored and controlled to ensure product specifications continue to be met.

Note: If trends outside predefined process parameter limits are found the trend should be investigated, corrective action may be taken and revalidation considered.

Prior to implementing any modification to a process, the supplier is expected to complete necessary verifications and tests (including preliminary capability studies) to ensure the process produces product that meet specified requirements. The supplier is expected to implement changes in accordance with Section 9.0 Supplier Notice of Change.

7.11 Product Identification and Traceability

The supplier is expected to establish a system for the control of all materials.

Note: Control procedures are to ensure that products are properly identified and do not become mixed with other orders.

The supplier is expected to identify product status throughout the production process to ensure that only product that has passed the required inspections and tests are shipped to Baxter.

The supplier is expected to establish a traceability system that tracks components from raw material through inspection, test, and final release operations, including rework and sub-supplier procedures.

7.12 Control of Inspection, Measuring, and Test Equipment

The supplier is expected to establish monitoring and measurement processes to ensure product meets specified requirements. Measurement uncertainty is expected to be known. The supplier is responsible for its gauges, tool masters, fixtures and measurement/test equipment and verifying the accuracy of measurements to ensure the integrity of the measurement system.

Note: Measurement uncertainty or measurement error may be defined within the measurement instrument's specification by its manufacturer.

The supplier is expected to ensure measuring and test equipment is routinely calibrated, inspected, checked and maintained with a documented procedure. Any standards the supplier uses for calibration are expected to meet applicable regulations, have specified directions and limits to ensure accuracy and precision. The supplier's records are expected to be available to Baxter upon request.

When nonconforming equipment is found the supplier is expected to confirm the validity of previous measurement results made with the nonconforming equipment. An impact analysis is expected to be performed by the supplier when a product is shipped after being approved by a measurement system operating outside of agreed upon limits of variation. Baxter is expected to be notified immediately when the impact analysis concludes Baxter's product is impacted.

Note: Baxter may require use of accredited laboratories for testing or calibration.

7.13 Internal Quality Audits

The supplier is expected to have an independent audit program; the program must ensure auditors cannot audit work for which they are responsible.

A supplier is expected to conduct internal audits in accordance with an established audit plan to ensure continued compliance with the quality system, internal procedures and customer requirements. Results and actions taken are expected to be documented. Such records are expected to be made available to Baxter upon request.

7.14 Control of Nonconforming Product

The supplier is expected to have a documented process to control product that does not meet requirements. Nonconforming product is expected to be identified, segregated and evaluated. The evaluation results of the nonconformance and its analysis of the impact to the product are expected to determine what action is to be taken with the product.

Disposition of the nonconforming product is expected to be reviewed and documented by an individual with the designated authority and appropriate expertise. The supplier is expected to record any actions, including any justification of use and approvals for disposition of the nonconforming product.

If the nonconforming product is corrected by the supplier, acceptance criteria are expected to be used to confirm the product meets requirements.

If the supplier detects nonconforming product after delivery, an impact analysis is expected to be performed by the supplier. Baxter is expected to be notified immediately when the impact analysis concludes Baxter's product is impacted.

Note: When a product nonconformance is identified by Baxter, a Supplier Corrective Action Report (SCAR) may be issued to the supplier. If a SCAR is issued the supplier is expected to provide an appropriate response using the SCAR system.

7.15 Handling, Storage, Packaging, Preservation, and Delivery

The supplier is expected to comply with specified packaging requirements and instructions. Packing operations are expected to be controlled to prevent mislabeling, cross contamination, and/or adulteration.

Suppliers are expected to establish and follow packaging standards and methods to ensure that material is adequately protected from alteration, damage and contamination during transit. Every effort should be taken to ensure package integrity.

Supplier labeling is expected to meet applicable regulations and standards, remaining legible and attached to product during normal handling, storage and distribution conditions.

If applicable or when required, the supplier is expected to ensure labels have the correct expiration date, control number, handling, storage instructions and location of manufacture, and remain legible and affixed to the product.

7.16 Training

The supplier is expected to develop and maintain a competent workforce with the necessary education, skills, and experience to implement its quality system and ensure its product meets specified requirements.

When the supplier conducts training or takes other action to improve the competence of its workforce, the effectiveness of training or other actions taken are expected to be periodically evaluated.

The supplier is expected to maintain records that document workforce competence. Records for personnel should include education, training, or experience.

Supplier personnel are expected to be aware of their responsibilities that prevent defects and ensure the quality of the supplier's product.

Note: The supplier can use defect awareness training to ensure personnel understand how improper job performance can cause product defects.

7.17 Analysis of Data

Baxter's suppliers are expected to use appropriate analysis of data to identify defects or opportunities to prevent defects. Such records are expected to be made available to Baxter upon request.

Note: The supplier should use data analysis to understand if its product conforms to requirements, if its processes achieve planned results, or if process or supplier trends may result in defects.

Baxter suppliers are expected to utilize the appropriate statistical techniques, when making decisions about products and monitoring process performance (i.e. first pass yield, SPC, etc.).

7.18 Continual Improvement

The supplier is expected to implement continuous improvement efforts.

Note: The supplier should use its quality objectives, audit results and management review process to facilitate overall improvement of its quality system.

7.19 Corrective Action and Preventive Action

Baxter suppliers are expected to establish and maintain documented procedures for implementing corrective and preventive action with disciplined problem solving methods.

Supplier corrective or preventive actions are expected to eliminate the causes of actual or potential non-conformities and be appropriate to the magnitude of problem or risk encountered.

The supplier's corrective actions are expected to prevent recurrence when a nonconformance to specification or requirements occurs.

The supplier's preventive actions are expected to prevent occurrence and eliminate potential nonconformance to specifications or requirements.

The supplier is expected to record any corrective and preventive action taken, its result and review the effectiveness of the action.

Note: Baxter may require the Supplier Corrective Action Request (SCAR) process be followed to make its root cause evaluation and conclusions available to Baxter.

7.20 Servicing (If applicable)

A supplier responsible for servicing Baxter products, facilities or operations is expected to document its process and conduct operations in a controlled environment. Equipment, monitoring and measuring, labeling, packaging, cleanliness, and release activities are expected to ensure the workproduct meets requirements. Records are expected to be maintained in accordance with Section 7.3 and made available to Baxter upon request.

A supplier responsible for servicing potentially contaminated products is expected to ensure documented prevention methods are in place to protect other product, equipment or personnel from potential contamination.

8.0 Supplier Notice of Change (SNC)

Suppliers are expected to notify Baxter prior to making any change that may affect conformance to defined requirements, product quality, or a regulatory filing.

Note: The supplier should use the Baxter Supplier Notice of Change Form (Baxter Form CQF0061) and submit it with any change documentation demonstrating the acceptability of the change to SNC@Baxter.com. Baxter' SNC form can be obtained at [http://www.baxter.com/partners and suppliers/suppliers/forms and information.html](http://www.baxter.com/partners_and_suppliers/suppliers/forms_and_information.html).

The supplier's change control activities are expected to be planned and documented to assure compliance of products to requirements. Baxter may require the supplier to make its evaluation data and conclusions available to Baxter.

At a minimum, the supplier is expected to:

- Ensure that personnel executing the change are qualified
- Evaluate all changes for product or process risk (including efficacy and safety)
- Document and communicate changes to Baxter in writing prior to execution, and
- Obtain Baxter's approval, in writing using a Baxter SNC Form, prior to implementation.

9.0 Approved Supplier Requirements and Locations

Baxter purchases materials, parts, assemblies, printed materials, services, and finished goods from suppliers that appear on Baxter's Approved Supplier List. Baxter evaluates and approves each supplier manufacturing location independently.

9.1 Evaluation

Baxter evaluates and identifies potential sourcing partners prior to proceeding with the supplier approval. The supplier evaluation is completed on a risk basis to determine if each supplier is capable of meeting Baxter's quality, delivery, performance, and continuous improvement objectives.

A typical supplier evaluation may include:

- gathering and analysis of data about the supplier
- an on-site assessment of the quality system or regulatory compliance review by Baxter personnel
- completion of the quality agreement.

Baxter may consider financial standing, cost, product expertise, past performance (if known), technology, logistics, ability to manufacture in accordance with appropriate current Good Manufacturing Practices (cGMP), supply chain integrity, business continuity risk, and known

significant environmental, safety or human rights compliance or other serious sustainability concerns when evaluating a potential supplier.

9.2 On-site Audit (Initial)

Baxter representatives may conduct an on-site audit to:

- Assess the supplier's facilities, quality system, and process controls and determine if there is potential impact on Baxter's manufacturing process
- Assign risk levels on parts/materials, as appropriate, and determine if there is potential product or regulatory risk.
- Confirm the capability of the supplier to manufacture to Baxter's requirements.

9.3 Quality Agreements

Baxter may require a quality agreement for suppliers of parts, materials, assemblies, services, and finished goods or with any other supplier as deemed appropriate. A quality agreement is a supplier's commitment to meeting Baxter's quality expectations.

9.4 Regulatory Conformance

Baxter requires each supplier site have the appropriate regulatory approval for the product the supplier provides Baxter. The approval confirms the conformance of a supplier's facility relative to the production of a specific product to applicable regulatory requirements.

10.0 Supplier Monitoring

Baxter entities may commonly use the following criteria to rate a supplier's performance:

- Quality of products or materials provided
- Delivery performance
- Service provided
- Supplier responsiveness/communication
- Total number of SCARs, supplier response time, and or defective parts per million (PPM)
- Total Cost/Cost Containment

Each Baxter entity may periodically communicate results to their suppliers.

10.1 On-site Audits, Assessments, and Reviews (Maintenance)

At the discretion of Baxter, an on-site process audit at the supplier may be deemed necessary. Conditions which should warrant audits include quality issues, engineering changes, process changes, plant location changes or the criticality of the part. When an audit is necessary, Baxter should contact the supplier to schedule the on-site visit and confirm the agenda.

Baxter is committed to supplier development and may conduct supplier assessments and reviews to identify opportunities to improve quality, delivery, or productivity.

10.2 On-Time Delivery of Quantity Ordered

Given the essential nature of many of Baxter's products, Baxter calculates its supply inventories and plans production based on an expectation of 100% on-time delivery. Suppliers not meeting this expectation should thoroughly investigate the cause of each late delivery and implement corrective and preventive action plans to achieve continuous improvement.

11.0 Business Practices

11.1 Ethics and Compliance

Baxter's suppliers shall be law abiding and comply with legal requirements relevant to the conduct of all their businesses. Suppliers shall fully comply with Baxter's Ethics and Compliance Standards for Suppliers. Baxter's Ethics and Compliance Standards for Suppliers can be accessed via the internet at http://www.baxter.com/about_baxter/corporate_governance/ethics_and_compliance/standards_for_suppliers.html.

11.2 Confidential Information

Disclosure and use of confidential information obtained from Baxter when conducting business is defined and agreed to within the contract. When it is necessary to discuss confidential matters, a nondisclosure agreement is expected to be executed between Baxter and the Supplier before exchanging any information.

11.3 Regulatory

The supplier is expected to operate and conduct itself in accordance with current Good Manufacturing Practices (cGMP). The methods used in the design, manufacture, packaging, labeling, storage, installation and servicing of all products and services is expected to ensure Baxter product is safe and effective and in compliance with all applicable regulations.

The supplier is expected to notify Baxter upon receiving notification of any regulatory inspection or action of or relating to supplier's business activities with Baxter.

11.4 Human Rights

Baxter respects the human rights, dignity and diverse contributions of all individuals. These comprehensive principles are documented in the Universal Declaration of Human Rights and are reflected in Baxter's Leadership Expectations, Code of Conduct, and Sustainability Program, as well as numerous global policies that set the company's direction.

Suppliers are expected to:

- Ensure fair employment practices, including complying with local laws and regulations governing workers' human rights and those prohibiting human trafficking and any form of forced, indentured, slave or child labor.
- Protect the privacy of its employees and within its supply chain.

- Ensure compensation and benefits programs align with the market and comply with local laws governing minimum wage, overtime hours and mandated benefits.
- Foster an environment of open communication where employees express ideas, concerns and issues appropriately and without retaliation.
- Promote an inclusive and diverse workplace where various ideas, backgrounds, experiences and perspectives are respected and valued.
- Promote a safe and healthy work environment where risk is reduced to prevent employee injuries, employee wellness is enhanced, and verbal or physical harassment or intimidation is not tolerated. Worksite safety includes emergency response and preparedness to minimize potential safety hazards in the community.

11.5 Environmental

Baxter is committed to developing manufacturing processes that are inherently less wasteful and hazardous, minimizing or eliminating adverse environmental impacts.

Suppliers are expected to operate in an environmentally responsible manner and should be striving for, at a minimum:

- Elimination and reduction of restricted, toxic and hazardous constituents/substances in products.
- Tracking and reducing environmental impacts of their operations, including natural resource and energy consumption, greenhouse gas emissions, waste generation, waste water discharges, and air emissions.
- Preventing accidental releases of hazardous materials into the environment and adverse impacts on the local community.

11.6 Material Compliance

Suppliers are expected to agree to comply with all Baxter requests for information relating to material compliance, including but not limited to EU and other country Restriction of Hazardous Substances Directives and related substance declarations or evidence as requested, human rights supply chain related laws such as the U.S. Dodd-Frank Act (Conflict Minerals provisions) and related declarations, and EU and other country Registration, Evaluation and Authorization of Chemicals (REACH directive) data by providing the material content data on the products / materials Baxter purchases from supplier. Supplier shall provide information in forms provided by Baxter or as agreed upon by the parties.

Suppliers of Finished Goods that are electrical or electronic in nature will provide Baxter a RoHS/RoHS-2 Conformity Declaration/Certificate in advance of purchase of the finished good.

Baxter suppliers are expected to comply with all global environmental and human rights rules and regulations, including implementing programs to ensure products do not contain restricted or banned substances or take steps to ensure the raw materials do not originate from areas of conflict and significant human rights abuses (Conflict-Affected and High Risk Areas as defined by the OECD) and make the proper documentation available on a periodic basis as requested by Baxter or its authorized representatives. With regards to requests for the origin of substances in products, suppliers agree to cooperate with Baxter and conduct reasonable due diligence of its upstream suppliers to facilitate Baxter's compliance efforts.

11.6 Customs – Trade Partnership against Terrorism (C-TPAT)

The C-TPAT program is a voluntary government–business initiative with the purpose of building cooperative relationships that strengthen and improve international supply chain and U.S. border security. Baxter has committed to ensure the integrity of our security practices and communicate and verify the security guidelines of our suppliers.

When Baxter is the customs importer of record and the supplier ships product from a non-U.S. location to a Baxter U.S. operation, the supplier is expected to complete the following forms:

- Supplier C-TPAT Security Assessment Form
- Supplier C-TPAT Security Agreement

12.0 Appendix 1 – Definitions and Glossary for Supplier’s Use

As used in this standard, the terms below have the following meaning. The definitions from the Baxter Glossary have been used as the basis for this glossary.

Approved Suppliers are suppliers that have demonstrated evidence of being able to meet Baxter requirements and are listed on Baxter’s Approved Supplier List.

Change is any modification to design, structure, or intended use of a product, process, or system within the scope of the Quality System. A change includes initiation, relocation, or retirement of a product, equipment, process, or system.

Computerized Systems are a broad range of systems including, but not limited to, automated manufacturing equipment, automated laboratory equipment, process control and process analytical, manufacturing execution, laboratory information management, manufacturing resource planning, clinical trials data, vigilance and document management systems. The computerized system consists of the hardware, software, and network components, together with the controlled functions and associated documentation.

Controlled Environment is a specific working area that has the primary objective of controlling one or more physical, chemical, or biological variables.

Correction is an immediate action taken to eliminate an existing exception or nonconformance.

Corrective Action is an action taken to eliminate the cause(s) of a detected, existing exception, non-conformance, or other undesirable situation, in order to prevent recurrence.

Critical Process Parameter (CPP) - A process parameter whose variability has an impact on a critical quality attribute and therefore should be monitored or controlled to ensure the process produces the desired quality.

Critical to Quality (CTQ) - Key characteristics of a product or process whose performance standards are expected to be met in order to satisfy the specified requirements. CTQs may overlap with Essential Characteristics and Essential Design Outputs. Performance CTQs representing top performance characteristics, when fully defined, should be measurable with a target, specification limit(s), and have a quality goal.

Critical System is a system that has the potential to directly impact the quality of the product produced such as, but not limited to, Distilled Water, Environmental Air, and Process Air systems.

Design Input is the physical and/or performance requirements of a device that are used as a basis for device design.

Design Output is the iterative result of a design effort during design and at the end of the total design effort.

Essential Design Output (EDO) are the functions, features or other design output elements necessary to achieve freedom from unacceptable risk, specifically those functions relied upon for safety and effectiveness as identified by the device's risk management process, including the device's claimed, and medically relevant, intended uses and other known uses widely prescribed within the practice of medicine.

Essential Requirements Checklist (ERC) is a document providing the relevant information to demonstrate the compliance with the Essential Requirements of the Medical Device Directive.

Installation Qualification (IQ) is the documented verification that a system is installed according to written and pre-approved specifications.

Operational Qualification (OQ) is the documented verification that a system operates according to written and pre-approved specifications throughout all specified operating ranges.

Performance Qualification (PQ) is the documented verification that a system is capable of performing or controlling the activities of the processes it is required to perform or control, according to written and pre-approved specifications, while operating in its specified operating environment.

Preventive Action is action taken to eliminate the cause(s) of a potential exception, nonconformance, or other undesirable situation, in order to prevent occurrence.

Product Change is a permanent or temporary modification made to the design or manufacture of a component or finished good.

Production Part Approval Process (PPAP) demonstrates the manufacturing process has the potential to produce product that consistently meets all requirements.

Quality Impacting Supplier A supplier that provides materials or services that are used for, in support of, and during the creation, production, and distribution of therapeutics (drugs and biologics) and medical devices. This includes suppliers that provide materials or services used throughout the product lifecycle (design, development, manufacturing, distribution, control, and post market surveillance) of Baxter’s products.”

Quality Manual defines the structure of a quality system with scope, a description of how processes of the quality system interact and by referencing documented procedures used to implement the quality system.

Quality Records are original or true copies of documentation proving that activities required by the quality system have occurred. Examples of quality records include: training records, change history files, test results, calibration records, exception reports, and master production records.

Requirement is a need or expectation that is documented in writing. Requirement may be related to the product, system or process.

Specifications are the physical, chemical, biological, and performance requirements of a product, written to an engineering level of detail, that are used as a basis for product design.

Supplier is any entity that provides goods and/or services to Baxter.

13.0 Document Authors and Owners

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