

Roche Corporate Sustainability Charter

1. Sustainability at Roche

Our purpose is “doing now what patients need next”.

How we identify and meet those needs – what we do every day – must be sustainable if we are to succeed. This is why sustainability is built into our business strategy and is part of everyone’s job at Roche.

Our approach is holistic and integrates the three dimensions of sustainability: Society, Environment and Economy.

To fulfil our mission, we have established a sustainability strategy and a governance structure that enables us to advance our sustainability agenda in close alignment with the business and a deep engagement with external stakeholders.

This Charter establishes the governance of sustainability at Roche by describing the mandate, membership and responsibilities of the Corporate Sustainability Committees.

2. Sustainability strategy, outcomes and expected impact

A **Group sustainability strategy** is established and implemented based on objectives and ways to measure our progress.

We formally commit to achieving the following **sustainability outcomes**:

- We engage regularly and systematically with our internal and external stakeholders to understand their needs and build mutual trust. We ensure that we address legitimate interests of our stakeholders in order to make informed decisions on how we run our business.
- We identify, assess and mitigate significant social, environmental and economic risks and opportunities that might have an impact on our ability in the long-term to attain our business objectives and/or protect the interests of our stakeholders.
- As a global healthcare company, we are committed to supporting the UN Sustainable Development Goals (SDGs) in line with our business strategy. We measure our performance and report to all our stakeholders on the progress against the objectives we have set ourselves, applying the latest non-financial reporting standards. This transparency and accountability is essential to maintain trust and to fulfil our purpose of Doing now what patients need next.

- We have people, policies, standards, systems, and controls in place that ensure regulations, international standards and agreements we have committed to in the areas of social, environmental and economic sustainability are met.

We expect to have the following **impact**:

- Society - *we contribute to a better tomorrow for all.*
- Environment - *we minimise our impact on nature.*
- Economy - *we invest in medical advances, create jobs and ensure livelihoods.*

3. Sustainability governance

As sustainability is built into our business strategy, a strong commitment from all business areas and senior management is reflected in our sustainability governance structure:

- The [Corporate Governance and Sustainability Committee](#) of the Board of Directors (BoD) is responsible and accountable for governing sustainability at the Board of Directors level. It supervises and provides advice on the sustainability strategy.
- The [Corporate Executive Committee](#) (CEC) is responsible and accountable for the overall strategy of Roche. It has delegated the responsibility for establishing, managing and coordinating the implementation of the sustainability strategy to the Corporate Sustainability Steering Committee and appoints its members.
- The **Corporate Sustainability Steering Committee** sets the sustainability strategy and monitors its implementation.
- The **Corporate Sustainability Operations Committee** is responsible for implementing and advancing our sustainability agenda, and reporting on the objectives and progress towards these objectives, across all relevant global and affiliate functions that make up our global sustainability network.
- The **Global Sustainability Network** contributes to the sustainability agenda, and delivers on the objectives in cross-functional and cross-divisional working groups.
- Roche's approach to sustainability reflects our decentralised model: sustainability is implemented locally, answering local needs and meeting local expectations, and is the responsibility of the **local management teams**.
- Ultimately, sustainability is part of **everyone's job at Roche**.

3.1. Mandate of the Corporate Sustainability Steering Committee

The Corporate Sustainability Steering Committee is responsible for developing the Group sustainability strategy and getting it endorsed by the Corporate Executive Committee as well as monitoring its implementation and progress. The Corporate Sustainability Steering Committee submits regular reports on its activities to the Corporate Executive Committee and to the Board of Directors' Corporate Governance and Sustainability Committee.

Responsibilities of the Corporate Sustainability Steering Committee members include but are not limited to:

- Bring relevant functional and divisional expertise in Roche's sustainability strategy and priorities,
- Drive the implementation of Roche's sustainability strategy by ensuring the right focus and resources to deliver on Roche's sustainability objectives,
- Monitor progress on the delivery of the sustainability strategy in alignment with the business objectives,
- Foster an open and continuous dialogue between all business functions in order to share progress and challenges on the delivery of the sustainability strategy,
- Ensure regular assessment and prioritisation of risks & opportunities and ensure mitigation actions are being taken.

The Corporate Sustainability Steering Committee is chaired by a person nominated by the Chief Executive Officer (CEO). Its members are appointed by the CEC and are subject to review and revision on a regular basis.

It is a cross-functional and cross-divisional body composed of:

- Delegates of the Divisions and divisional functions with special sustainability-related responsibilities,
- Delegates of the Corporate Functions with special sustainability related responsibilities,
- Representatives from the CEO and BoD offices.

See current membership in Appendix A.

The Corporate Sustainability Steering Committee meets at least three times a year, in addition to the annual Global Sustainability Forum that gathers the Global Sustainability Network to exchange best practices on sustainability activities with the greatest impact between Corporate, Divisional Functions and the Affiliates.

3.2. Mandate of the Corporate Sustainability Operations Committee

The Corporate Sustainability Operations Committee is responsible for defining, implementing/coordinating the implementation and tracking progress on the sustainability agenda, as well as reporting on objectives and impact measurements. To do so, the Corporate Sustainability Operations Committee is working in close collaboration with a Global Sustainability Network made of affiliates, global functions, external experts and advisors, as well as communities of interest.

Responsibilities of the Corporate Sustainability Operations Committee include but are not limited to:

- Define, implement/coordinate implementation and track progress on the sustainability agenda,
- Discuss and report on objectives and impact measurements,
- Ensure a close link and increased awareness within the organisation through adequate relection programmes and proper communication within the Group on sustainability matters,
- Support the implementation of the agreed positions and regulations within their areas of responsibility,
- Identify gaps and propose adequate steps to close them,
- Prepare and coordinate external stakeholder dialogue,
- Prepare, produce and maintain the sustainability section of the corporate website and Annual Report,
- Coordinate the submission of selected sustainability related questionnaires that were identified as key for our company.

The Corporate Sustainability Operations Committee works in an agile way, creating working groups on prioritised sustainability topics and initiatives.

The Corporate Sustainability Operations Committee is chaired by the Corporate Sustainability Managers. Its members are appointed by the Corporate Sustainability Steering Committee and are subject to review and revision on a regular basis.

It is a cross-functional and cross-divisional network that comprises members representing the main Corporate Functions, global functions, Affiliates and also selected experts responsible for sustainability related projects:

- Delegates of the Corporate Functions with special sustainability related responsibilities,
- Delegates of the Divisions and divisional functions with special sustainability related responsibilities,
- Representatives from ad hoc expert groups,
- Representatives from Corporate, Divisional and Functional communication functions
- Representatives from Affiliates.

See current membership in Appendix B.

The Corporate Sustainability Operations Committee meets at least three times a year, in addition to the annual Global Sustainability Forum that gathers the Global Sustainability Network.

This Corporate Sustainability Charter was approved by the Corporate Sustainability Steering Committee in April 2022.

Appendix A - Membership of the Corporate Sustainability Steering Committee

Chair: Chief Sustainability Officer

Members: Delegates of:

- Diagnostics
- Pharmaceuticals (including Global Access)
- Diabetes Care
- Foundation Medicine
- Group Safety, Security, Health & Environmental Protection
- Group Audit & Risk Advisory
- Global Procurement
- People & Culture
- Group Finance
- Group Informatics
- Group Communications
- Global Patents
- CEO office
- Board of Directors office

The Corporate Sustainability Steering Committee is chaired by a person nominated by the Chief Executive Officer (CEO). Its members are appointed by the CEC and are subject to review and revision on a regular basis.

Appendix B - Membership of the Corporate Sustainability Operations Committee

Chair: Corporate Sustainability Managers

Members: Delegates of:

- Diagnostics
- Pharmaceuticals
- Diabetes Care
- Foundation Medicine
- Group Safety, Security, Health & Environmental Protection
- Group Audit & Risk Advisory
- Global Access
- Global Procurement
- People & Culture
- Group Finance
- Group Informatics
- Group Communications
- Global Patents
- Group Legal
- Group Government Affairs
- Corporate Donations & Philanthropy
- Pharma Research & Early Development
- Pharma Product Development
- Pharma Technical Operations
- Pharma Partnering
- Affiliates

The Corporate Sustainability Operations Committee is chaired by the Corporate Sustainability Managers. Its members are appointed by the Corporate Sustainability Steering Committee and are subject to review and revision on a regular basis.