



**Mylan®**

**SUBJECT: Political Contributions Policy**

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<b>APPROVALS</b>		
<b>Authorities</b>	<b>Signature</b>	<b>Approval Date</b>
Brian Roman Sr. VP & Chief Compliance Officer	Signature on file	2/1/2013
Kristin Kolesar Sr. VP & Global General Counsel, Operations	Signature on file	2/1/2013
Leah Summers VP Global International Affairs	Signature on file	2/4/2013
Rajiv Malik President	Signature on file	2/4/2014

<b>DOCUMENT HISTORY</b>			
<b>Date</b>	<b>Revision #</b>	<b>Author</b>	<b>Changes Made and Reasons for Change</b>
06/04/10	00	B. Welch	New
03/14/12	01	B. Roman	Updated Definition of "Political Contribution"
02/01/13	02	OGC	Various updates



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**1.0 SCOPE**

This Policy is global in scope and applies to Mylan Inc., all of its subsidiaries and affiliates (collectively the "Company") around the world, and all employees, officers, directors, and agents acting on behalf of the Company (collectively, "Company Personnel").

**2.0 PURPOSE**

To establish Company policy related to the (i) making of a Political Contribution to a Political Candidate, Political Organization, or related to a Ballot Initiative, and (ii) support of Trade Associations that engage in political or lobbying activities.

**3.0 REFERENCE DOCUMENTS**

- Mylan Inc. Code of Business Conduct and Ethics
- Mylan Inc. Anti-Corruption Policy

**4.0 DEFINITIONS**

- 4.1 *Ballot Initiative:* A measure or referendum that is put to a vote as a result of petitioning by eligible voters.
- 4.2 *Company:* Mylan Inc. and its Affiliates. Any corporation, partnership, company, joint venture, or other legal entity of which Mylan Inc. directly or indirectly owns more than fifty percent (50%) of its outstanding equity interests shall be considered an 'Affiliate' for purposes of this Policy.
- 4.3 *Company Personnel:* Any employee, officer, director, or solely for the purposes of this Policy, individual agent acting on behalf of the Company. Nothing contained in this Policy shall be deemed to create an employment relationship between the Company and any third party contractor or agent.
- 4.4 *MyPAC:* A nonpartisan political action committee established, administered, and financially supported by eligible U.S. Company Personnel to raise money and make contributions to the campaigns of U.S. Political Organizations or U.S. Political Candidates who support positions and/or initiatives that are consistent with the values of the Company, the communities in which it operates, and the pharmaceutical industry in general.
- 4.5 *Political Candidate:* With respect to any public office, an individual who has announced intends or to announce his or her candidacy for nomination or election to such office.
- 4.6 *Political Contribution:* Any payment, gift, subscription, loan, expenditure, good, commodity, advance or deposit of money, time or anything of value, or any in-kind or other non-monetary contribution (i.e., the use of Company facilities, personnel or equipment; payments for services of third parties; appearances by Political Candidates at Company facilities or events), other than through MyPAC, made: (a) for the purpose of



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influencing or supporting any election for any public office or Ballot Initiative; or (b) to pay debt incurred in connection with any such election or Ballot Initiative.

- 4.7 *Political Organization:* A party, committee, association, fund, or other organization or group (whether or not incorporated) organized and operated primarily for the purpose of directly or indirectly accepting contributions or making expenditures, or both, for a Political Candidate or party at the national, state, province, local, or other jurisdictional level. The definition of Political Organization includes corporations or entities organized pursuant to section 501(c)(4) of the Internal Revenue Code and engaged in political activities or issue advocacy.
- 4.8 *Trade Association:* Any organization, usually organized as a not-for-profit corporation, that may engage in advocacy activities, legislative and congressional lobbying, public and membership information services, research and education, and other functions promoting the interests relevant to Mylan, the pharmaceutical industry, and the U.S. business climate in general.

## **5.0 INDIVIDUAL POLITICAL CONTRIBUTIONS BY COMPANY PERSONNEL**

- 5.1 The Company encourages individual participation in the political process by Company Personnel. Company Personnel may participate in the political process in their individual capacity as they see fit, and make Political Contributions of their own time and money to the Political Candidates and Political Organizations of their choice. This Policy does not restrict Political Contributions made by Company Personnel acting on their own behalf and with no relation or reference to the Company, or the Company's name or resources.
- 5.2 This Policy does, however, apply to Political Contributions made by the Company or Company Personnel to Political Candidates, Political Organizations, and/or in support of Ballot Initiatives *on behalf of the Company, or using Company resources, or in the course of Company Personnel's work for the Company.* No Company Personnel may make a Political Contribution on behalf of the Company, while using Company resources, or in the course of their work for the Company except pursuant to the terms of this Policy.
- 5.3 Company Personnel wishing to make an individual Political Contribution to a U.S. or non-U.S. Political Candidate or to a U.S. or non-U.S. Political Organization (i) on behalf of the Company, (ii) using Company resources, or (iii) in the course of their work for the Company must comply with this Policy, including but not limited to Section 7, and obtain prior written approval in accordance with Section 8.1.
- 5.4 At no time may anyone acting in an individual capacity suggest any form of support by the Company or its officers, directors, or employees when engaging in personal political activity, without advance written authorization obtained in accordance with Section 8.1. This prohibition extends to a broad range of communications, including e-mails and telephone calls transmitted through Company equipment or on Company property and time, and any statements that are made on behalf of the Company or using the Company's name.



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**6.0 POLITICAL CONTRIBUTIONS BY MyPAC**

- 6.1 In addition to encouraging Company Personnel to participate in the political process in their individual capacity using their own time and money, the Company also supports the establishment of a Political Action Committee (PAC) by U.S. Company Personnel. PACs raise voluntary contributions from a restricted class of individuals and use those funds to support Political Candidates and Political Organizations. U.S. Company Personnel have established MyPAC for this purpose.
- 6.2 Consistent with applicable U.S. laws, MyPAC may contribute to U.S. Political Candidates and Political Organizations whose views and work are consistent with the interests of MyPAC and its members. MyPac recognizes that Political Candidates and Political Organizations may support positions that align with some, but not all, of those interests. The Company will adhere to all applicable U.S. federal and state laws regarding the solicitation, acceptance, contribution, and/or disbursement of funds collected through MyPAC. Any questions regarding MyPAC should be directed to the Office of Global Policy.

**7.0 POLITICAL CONTRIBUTIONS BY THE COMPANY OR IN THE NAME OF THE COMPANY; PAYMENTS TO TRADE ASSOCIATIONS**

- 7.1 All Political Contributions (i) by, on behalf of, or in the name of the Company, (ii) using Company resources, or (iii) made in the course of an employee's work for the Company must comply with all applicable laws and regulations, both in the U.S. and in any applicable foreign countries, and with this Policy, and must be approved in advance in writing by in accordance with Section 8.1.
- 7.2 In certain countries including the United States, Political Contributions involving expenditures of corporate funds or use of other Company resources are prohibited or strictly regulated. Mylan may not make direct Political Contributions to Political Candidates in connection with U.S. Federal elections. However, Mylan and its affiliates incorporated in the U.S. may make certain independent expenditures in connection with federal elections, including those directed at communications advocating the election or defeat of a federal candidate, providing such expenditures comply with 11 CFR 114 and all other applicable laws and regulations.
- 7.3 In certain circumstance, *and only to the extent allowed by law*, the Company may directly contribute to Political Candidates and Political Organizations whose views and work are consistent with the interests and values of the Company, the communities in which it operates, and/or the pharmaceutical industry in general. Any such allowable Political Contribution must be approved in writing in advance in accordance with Section 8. Additionally, any approved Political Contribution involving the provision of money or a gift to a Political Candidate or Political Organization by or on behalf of the Company, in the U.S. or elsewhere, must be presented directly to the Political Candidate or Political Organization by the Senior Vice President, OGP, or his or her designee, or the President of the appropriate region or operating entity, or his or her designee, and not by other Company Personnel.

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7.4 Mylan and its affiliates incorporated in the U.S may also make payments in order to secure membership in Trade Associations that engage in political activity to protect interests relevant to Mylan, the pharmaceutical industry, and the U.S. business climate in general. All expenditures and contributions referenced in this paragraph must be approved in advance, in writing by the Senior Vice President, OGP, or his or her designee, and the President of the relevant Region, or his or her designee. In the case of payments made to secure memberships in Trade Associations outside the U.S., those payments must also be approved in advance, in writing, by the Senior Vice President, Office of Global Compliance (“OGC”), or his or her designee, in addition to the Senior Vice President, OGP, or his or her designee. Prior to authorizing any membership in a Trade Association that engages in political or lobbying activities and with membership fees of \$25,000 or more annually, OGP must notify the Chief Executive Officer, OGC, and Chief Legal Officer.

**8.0 APPROVAL GUIDELINES FOR POLITICAL CONTRIBUTIONS BY OR ON BEHALF OF THE COMPANY**

8.1 All Political Contributions TO Political Candidates or to Political Organizations referenced in Section 7.1 must be approved in writing, in advance, by the Senior Vice President, OGP, or his or her designee and, in the case of Political Contributions outside the U.S., by the Senior Vice President, OGC, in addition to the Senior Vice President, OGP, or their respective designees, and must:

- i. comply with all current applicable laws and regulations in the jurisdictions in which the contributions are made (including but not limited to U.S. Federal Election Commission regulations and the U.S. Foreign Corrupt Practices Act); and
- ii. adhere to this Policy, in addition to Mylan’s Code of Business Conduct and Ethics and the Mylan Anti-Corruption Policy.

8.2 In determining whether or not to approve a request to make a Political Contribution by or on behalf of the Company, OGP and OGC may consider a number of factors, including, but not limited to:

- i. the Company’s interest in supporting the Political Candidate, Political Organization, or Ballot Initiative;
- ii. the consistency of the Political Candidate’s or Political Organization’s views and with the interests and values of the Company, the communities in which it operates, and/or the pharmaceutical industry in general;
- iii. the value of the contribution to the Political Candidate, Political Organization, or Ballot Initiative; and/or
- iv. the legality and appropriateness of the Company’s level of involvement in the Political Candidate, Political Organization, or Ballot Initiative.

8.3 Any Political Contribution by or on behalf of the Company, in the U.S. or elsewhere, must be presented directly to the Political Candidate or Political Organization by the Senior Vice President, OGP, or his or her designee, or the President of the appropriate region or operating entity, or his or her designee.

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- 8.4 Prior to making any Political Contribution that falls within the scope of this Policy, OGP must notify the Chief Executive Officer and the Chief Legal Officer.
- 8.5 Even where applicable law would permit the Company to make a Political Contribution, OGP may nevertheless decide to deny the contribution request.
- 8.6 OGP shall maintain records of all Political Contributions and Trade Association memberships, and shall retain such records for five years.

**9.0 COMPANY WEBSITE DISCLOSURE OF POLITICAL CONTRIBUTIONS**

9.1 OGP shall be responsible for preparing a summary of Political Contributions that fall within the scope of Section 7.1, as well as a summary of Political Contributions made by MyPAC (“the Political Contributions Reports”) on a semi-annual basis. The Political Contributions Reports shall be organized according to state (whether the recipient of the contributions seeks federal, state or local office) and will include the following information:

- i. each candidate’s full name;
- ii. the full name of each candidate committee to which contributions were directed;
- iii. the state in which each candidate’s district is located;
- iv. the district that each candidate seeks to represent (if applicable);
- v. each candidate’s party;
- vi. the office to which each candidate aspires;
- vii. the aggregate amount of the Company’s contribution directed to each during the interim and full-year periods;
- viii. the aggregate amount of the Company’s contribution directed to each state during the interim and full-year periods;
- ix. the aggregate amount of the Company’s political contributions for the reporting period;
- x. in the case of the MyPAC report, the aggregate amount of MyPAC’s contributions to the candidate during the interim and full-year periods;
- xi. in the case of the MyPAC report, the aggregate amount of MyPAC’s contributions directed to each state during the interim and full-year periods; and
- xii. in the case of the MyPAC report, the aggregate amount of MyPAC’s political contributions for the reporting period.

9.2 OGP shall be responsible for semi-annually posting the Political Contributions Reports on the Mylan Inc. corporate website. The Mylan Inc. corporate website shall also include a permanent link to the external websites where the Company’s quarterly lobbying reports to the U.S. Senate and the U.S. House of Representatives, as required under the Lobbying Disclosure Act of 1995, may be found.

**10.0 COMPANY WEBSITE DISCLOSURE OF TRADE ASSOCIATION MEMBERSHIPS AND CONTRIBUTIONS**

10.1 OGP shall be responsible for preparing a summary of trade memberships by the Company (“the Trade Association Membership Report”) every year. The Trade Association Membership Report shall include a list of all U.S. trade associations to which



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Mylan makes combine payments of \$50,000 or more per year in the form of dues, assessments and major sponsorships. The Trade Association Membership Reports shall also contain a brief description of the purpose and scope of activities of the Trade Association.

10.2 OGP shall be responsible for annually posting on Mylan Inc.'s corporate website the name of all Trade Associations receiving \$50,000 or more in support from the company during the previous year.

10.3 For any Trade Association or other entity organized under 26 U.S.C. Section 501(c)(4) or 501(c)(6) that receives \$50,000 or more from the Company during a calendar year, the Company shall ask that organization to identify the portion of the Company's payments that are used for political expenditures or lobbying activities as defined by 26 U.S.C. Section 162(e)(1)(B). The Company shall annually disclose on its website any amounts reported in response to such requests.

**11.0 REVIEW BY COMPLIANCE COMMITTEE**

11.1 The Senior Vice President, OGP, or their respective designees, shall be responsible for presenting the Compliance Committee of the Mylan Inc. Board of Directors ("Board") with a report on Political Contributions by the Company at least semi-annually. Such report shall include confirmation the Political Contributions were made consistent with this policy and any other information requested by the Compliance Committee. Such report shall also include a summary of lobbying and political contribution activities undertaken by the organizations that appear on the most recent Trade Association Membership Report.

**12.0 BIENNIAL AUDIT**

12.1 OGP shall be responsible for maintaining all records related to political contribution and trade associations activity for the purpose of the biennial audit.

**13.0 COMPANY RIGHTS**

13.1 The Company reserves the right to amend or rescind, in whole or part, this Policy at any time and without notice. Neither this policy, nor its terms or definitions, nor its enforcement shall constitute or be construed or relied on as a contract of employment, or as a promise or commitment of benefits or continued employment.

**14.0 COMPLIANCE**

14.1 Failure to comply with the terms of this policy may subject the individual to disciplinary action, up to and including termination of employment. Any Company Personnel who become aware of a violation or possible violation of this policy shall immediately report those facts to the Senior Vice President, OGP, or his or her designee and to the Chief Legal Officer.