

Anti-Bribery Policy

1 Policy Statement

This policy provides guidance to employees of Pacira BioSciences, Inc. and its subsidiaries (collectively, “Pacira”) regarding compliance with anti-bribery and anti-corruption laws, such as the US Foreign Corrupt Practices Act (“FCPA”), the UK Bribery Act (“UKBA”) and the Canadian Corruption of Foreign Public Officials Act (“CFPOA”), as well as applicable local laws and regulations. Pacira personnel should always be mindful that other anti-corruption laws, rules, regulations or policies may apply. This is particularly relevant because certain countries impose even more stringent requirements than the FCPA, UKBA and CFPOA. Pacira does not tolerate any type of Corruption (this and all capitalized terms are defined in Section 2), including bribery and/or improper payments, regardless of the local customs or rationale for the payment. This policy applies to all employees of Pacira, wherever they are located, and to Third Parties engaged in activities on behalf of Pacira.

In particular, interactions with Government Officials anywhere in the world must be in compliance with all applicable laws, rules, and regulations, including the FCPA, UKBA and CFPOA. Anything of value offered or provided by or on behalf of Pacira to a Government Official(s) and/or other Third Parties must comply with Pacira’s policies and all applicable laws, rules and regulations. In addition, any transactions with such entities or individuals must be reasonable, justified and fully transparent.

Pacira’s books and records also must accurately reflect all financial transactions and the use of the company’s assets, which means that transactions and uses of assets are recorded in reasonable detail, and must be in accordance with this policy. It is very important that the amount and nature of any payments that Pacira makes in connection with its international or domestic business is always accurately recorded in compliance with applicable finance and accounting principles.

2 Definitions

- 2.1. “Anything of Value” means anything that has monetary value or would constitute an advantage, financial or otherwise, to the recipient or any family member or designee of the recipient, such as but not limited to: cash or a cash equivalent, services, offers of employment, fee-for-service contracts, charitable donations, political contributions, travel and/or entertainment expenses, meals, drug samples, loaned devices, Business Courtesy Items, conference and registration fees, and discounts not readily available to the public.
- 2.2. “Business Courtesy Item” is an item of nominal value that may be provided on the occasion of an official visit or as part of an official holiday, custom, or tradition in a particular country. Examples of appropriate business courtesy items are tea, coffee, fruit, nuts or small traditional pastries specific to that country or region.
- 2.3. “Charitable Contributions” include both monetary and product charitable support to qualified non-profit organizations in order to improve the overall health and well-being of our communities.
- 2.4. “Corruption” means any offer, promise, authorization or payment that is intended to or may appear to induce or reward the recipient to misuse his or her official position to obtain preferential treatment or improper business advantage or to improperly perform his or her relevant function or activity.
- 2.5. “Facilitating Payments” or “Grease Payments” are small payments of cash or Anything of Value to a Government Official for the purpose of expediting or securing the performance of a routine governmental action which may include:
- 2.5.1. Obtaining permits, licenses, marketing authorizations, or other official documents to qualify a person or entity to do business in a foreign country;
 - 2.5.2. Processing governmental papers, such as visas and work orders;
 - 2.5.3. Providing police protection, mail pick-up and delivery, or scheduling inspections;
 - 2.5.4. Providing phone service, power and water supply, loading cargo, or protecting goods from deterioration; or
 - 2.5.5. Actions of a similar nature.
- Facilitating payments do not include legitimate fees for expediting services, including situations where the expediting fee is clearly and publicly posted, available to the public, and the payment is not provided to someone in an individual capacity.

2.6. “Foreign Government Official” or “Government Official” means: (i) an official (elected, appointed, or career) or employee of a federal, national, state, provincial, local, or municipal government or any department, agency, or subdivision thereof; (ii) an officer or employee of a public international organization (e.g., UN, World Bank, EU, WTO, NATO); (iii) an individual, with or without payment, acting for or representing a government or a public international organization in an official capacity, even if he/she may not be an employee of such government or organization; (iv) an individual who is considered to be a government official under applicable law; (v) a candidate for political party; (vi) a political party official or a political party; (vii) a family member of any of the government officials described in this definition; and (viii) any member of a royal family that may be influential in advancing Pacira’s business interests.

2.6.1. Foreign Government Officials include officers or employees of state-controlled or state-owned entities, **such as Healthcare Professionals affiliated with public healthcare facilities** or with healthcare facilities that provide care through government-run insurance funds.

2.7. “Grants” are financial support provided to reputable institutions, organizations, or associations (both non-profit and for profit) in the healthcare arena for the purposes of supporting a targeted, identified project, study or other healthcare-related endeavor. Grants may only be provided pursuant to the Policy on Grants and Charitable Contributions.

2.8. “Healthcare Community” refers to Healthcare Professionals (defined below), Healthcare Organizations (“HCOs”), Healthcare Professional associations, payers, non-Healthcare Provider consultants (e.g., PhDs, statisticians, chemists, etc.), patients, patients’ associations, and patients’ advocacy groups, collectively.

2.9. “Healthcare Professional” (“HCP”) means members of the medical, dental, pharmacy, and nursing professions and any other persons who, in the course of their professional activity, are qualified or permitted to prescribe, supply, administer, purchase, recommend, reimburse, pay for or acquire a medicine or medical device, or influence or authorize any of the foregoing. The term also includes health service managers and administrative or clinical support staff that provide support to HCPs, as well as any employees of any entity that is owned by or comprised of HCPs.

2.10. “Hospitality” broadly means any travel, accommodations, meals and entertainment.

2.11. “Third Party” means any individual, company, association, partnership, collaborator or other entity retained to act on behalf of or for the benefit of Pacira, for example: consultants, dealers, suppliers, distributors, etc.

3 Application of the Policy

Pacira does not tolerate any form of Corruption from its employees, officers, directors or Third Parties acting on its behalf in the course of its business. Pacira personnel or Third Parties acting on Pacira's behalf may never directly or indirectly offer, promise or give Anything of Value to any person with the intention to improperly obtain or retain business or gain any business advantage or to improperly influence the recipient's behavior or to induce or reward the recipient to improperly perform a relevant function or activity.

Pacira strictly prohibits Facilitating Payments of any kind, regardless of whether such payments are considered as "routine governmental action" or are permitted under local laws. Personal funds must not be used to accomplish what is otherwise prohibited by this policy.

The following are examples of improper business advantages that may result from Corruption:

- i. Influencing or preventing a governmental action, or any other action, such as the awarding of a contract, imposition of a tax or fine, or the cancellation of an existing contract or contractual obligation;
- ii. Obtaining a license, permit, marketing authorization, or any other authorization that Pacira is not otherwise entitled to receive from a government entity or government official;
- iii. Obtaining confidential information about business opportunities, bids, or the activities of competitors;
- iv. Influencing the award of a contract;
- v. Influencing the termination of a contract that is disadvantageous to Pacira; or
- vi. Securing any other improper advantage.

All payments made must be supported by adequate documentation and accurately recorded in detail in Pacira's books and records. The documentation must be in accordance with both US and local laws, as well as the finance and accounting policies and procedures as outlined below.

3.1. **Accurate Books and Records and Internal Controls:**

Pacira must create and maintain accurate books and records that reflect financial transactions and expenditures. Such transactions must have supporting documentation and must be entered into company expenditure records before payments are disbursed. False or misleading entries in Pacira's books and records, such as "slush funds," splitting transactions to avoid triggering signing authority or other "off-the-books" accounts are strictly prohibited.

Further, Pacira must maintain a sufficient system of internal accounting controls, which provides the following reasonable assurances:

- (1) Pacira's transactions are accurately recorded in its books and records in accordance with local finance and accounting policies and procedures; and
- (2) All Pacira assets and liabilities are accounted for, and access to Pacira assets is controlled.

Even if Corruption is not involved, failure to maintain accurate books and records or internal accounting controls violates the company's internal policies and may result in a violation of US or local law.

3.2. Proper Payments: Payments must have legitimate business purposes or be charitable and/or philanthropic in nature, as outlined below, and must be supported by adequate documentation:

3.2.1. Discounts and rebates: Discounts and rebates on products and services that are in compliance with Pacira's current pricing, discounts and rebate program and that are transparent, market-driven and based on arm's-length commercial terms may be provided. Discounts and rebates may never result in an improper benefit, either directly or indirectly, to any business counterparty, member of the Healthcare Community, Government Official or customer. All discounts and rebates must be supported by adequate documentation and must be accurately recorded in sufficient detail in our books and records.

3.2.2. *Charitable Contributions:* Pacira may provide both monetary and product support to registered charities and other qualified non-profit organizations in order to improve the overall health and well-being of our communities. All Charitable Contributions must be transparent and accurately recorded in our books and records and publicly disclosed where required by applicable law, regulation or codes. Charitable Contributions may only be provided pursuant to the Policy on Grants and Charitable Contributions.

3.2.3. *Grants:* Pacira provides Grants for the purpose of supporting scientific research, medical education, patient education and compliance, patient access to healthcare and/or the overall development of healthcare systems. Grants must only be provided in accordance with the Policy on Grants and Charitable Contributions. This activity is carried out through the Pacira Grants Review Committee only. All Grants must be transparent and accurately recorded in our books and records and publicly disclosed where required by applicable law, regulation or codes.

3.2.4. *Political contributions:* Pacira generally does not provide contributions to support politicians or political parties either directly or indirectly (through intermediaries). Due to the complex nature of local laws and regulations governing political contributions, advance written approval of Pacira's General Counsel, or his/her designee or supervisor, is required for any political contribution.

3.3. Business Courtesy Items and Hospitality: Any provision of Business Courtesy Items and Hospitality to US and/or Ex-US HCPs or any other person or entity of the Healthcare Community must comply with the guidelines established in the Pacira Compliance & Ethics Manual (the "Ethics Manual"), or the relevant policies for the region in which you are doing business. In addition, the provision of Business Courtesy Items and Hospitality, must always comply with the following guidelines:

- a) Must not be offered or provided as a quid pro quo or other "exchange" relationship (*i.e.*, with the intention of improperly influencing the recipient to do or refrain from doing something that would benefit Pacira);
- b) Must never be offered as per diems or lump sum payments or in the form of cash or cash equivalents (*e.g.*, gift certificates, shopping vouchers, or bonus cards);
- c) Must not exceed value limits prescribed by local laws, regulations or codes of practice applicable to the recipient in the country, province, or state, as applicable, in which the recipient resides and/or is licensed and/or where the Hospitality takes place;
- d) Hospitality must be directly related to the business discussion and should only be provided occasionally. Hospitality can be provided if it is a reasonable and bona fide expenditure directly related to a legitimate Pacira business activity.
- e) Must comply with local laws, regulations and industry accepted ethical codes of conduct and codes of practice governing interactions with HCPs in the relevant jurisdictions.

3.4. Managing and Engaging Third Parties: Pacira engages Third Parties to act on its behalf. All such engagements must be based on a bona fide business justification and payments related to such engagements must be reasonable and result from bona fide, arms-length negotiations.

- 3.4.1. Any employee seeking to establish a business relationship between Pacira and a Third Party must conduct appropriate due diligence on the Third Party and/or its representatives whose functions involve activities and/or conduct outside of the US. Due diligence will be conducted at the time of vendor creation and/or contract request. Any questions may be directed to Legal or Compliance.
- 3.4.2. Such Third Party and/or its representatives must be engaged through written contracts that include, without limitation, provisions relating to anti-corruption representations, warranties, and other safeguards.

