

Johnson & Johnson Procurement Code of Conduct

Procurement employees and other employees of Johnson & Johnson and the Family of Companies engaged in procurement teams and processes (hereinafter referred to as Procurement Employees) are required to prevent conflicts of interest and avoid circumstances that pertain thereto.

Any circumstance that could cast doubt or the appearance of doubt on a Procurement Employee's ability to act with total objectivity with regard to the interests of Johnson & Johnson (the employer) is considered a potential conflict of interest. Procurement Employees are required to avoid such circumstances and prevent conflicts of interest. A key to accomplishing this is disclosure and review by the individual's supervisor. The following are examples of such circumstances:

1. Procurement Employees and members of their families may not have an ownership interest in suppliers, except for holdings of less than 1% of the outstanding stock of such companies as may be publicly traded. Said holdings must not amount to a significant part of the employee's personal worth.
2. Procurement Employees and members of their families shall not accept gifts, gratuities, entertainment, travel or hospitality from a supplier. Dinners and luncheons that provide a continuity of business discussions are allowed as a time-saving expediency. Gifts of inconsequential value, such as calendars, pens, note pads, appointment books, may be accepted in circumstances where such minor gifts are customary.
3. Procurement Employees and members of their families may not seek to profit from confidential information or business opportunities made known to them as a result of their positions within Johnson & Johnson. This includes, but is not limited to, stock transactions, real estate and other personal business ventures.

4. Johnson & Johnson employees engaged in procurement processes shall not disclose to any third party, or other Johnson & Johnson employee without a need to know, confidential information of any kind with respect to the decisions, pricing, proceedings or other activity of the sourcing group in which they are participating.
5. Additionally, those Procurement Employees who on behalf of the Company make purchases which are deemed significant enough to influence specific commodities which are subject to futures trading, may not engage in personal investment or speculation in such futures either on their own behalf or on behalf of their family members.
6. Procurement Employees or members of their families may not act as director, officer, partner, employee, agent or consultant - with or without compensation - for a present or proposed supplier or customer.
7. Procurement Employees or members of their families may not receive fees, commissions or other compensation from a supplier or competitor.
8. Procurement Employees may not knowingly purchase goods or services from a company owned or controlled by, or whose sales contact with Johnson & Johnson is, an employee or relative of an employee of Johnson & Johnson unless such relationship has been previously disclosed to appropriate levels of management.
9. Procurement Employees who have a financial interest in another entity, or who act as a director, officer, partner, employer, agent, or consultant for another entity, may not influence or attempt to influence any business transaction between the Company and such entity.
10. Procurement Employees shall not solicit favors or contributions from suppliers or customers for any non-profit or charitable organization.

In appropriate cases, after full written disclosure of the facts utilizing the Conflict of Interest Disclosure form, an exception to the foregoing standards may be authorized by the employee's supervisor if it is determined that no material conflict of interest exists. Any such exception must be reported annually to the management board member with responsibility for the employee's department.