

Explainer Pfizer Side Letter for COVAX Participants

One of the conditions of receiving Pfizer vaccine under the COVAX Facility is signing a “*country side letter*” with Pfizer. Pfizer have made this a requirement of supply for all COVAX Participants who do not have a direct contract with Pfizer. This document sets out a short overview of the contents of that side letter and key points to note for the benefit of COVAX participants. Please note, it is only a summary and you should read the full terms of the letter carefully before signing.

The side letter comprises three parts:

- The body of the side letter which deals with liability and implied warranties;
- Schedule 1, which deals with the legal terms relating to product handling requirements; and
- Annexes 1 – 6 which provide operational instructions for how to use and store the vaccine.

Side Letter

The side letter limits Pfizer’s direct liability to the COVAX Participant in respect of the supply of Vaccine and excludes any implied terms which might otherwise apply.

Schedule 1

You will have a number of obligations under Schedule 1 which you must comply with to ensure there is no delay in your receiving your Vaccine. These are summarised below:

1. **Delivery Locations** – you must make sure the locations to which Vaccine will be delivered meet certain requirements. You will need to work with the procurement agency to present evidence of this to Pfizer.
2. **Product Handling** – you are responsible for handling the Vaccine in accordance with the instructions provided by Pfizer. You must also return certain equipment to Pfizer after it has been used.
3. **Title to Product** – once Vaccine enters your territory you will own the Vaccine and you will be fully responsible for it upon delivery. Pfizer will not be responsible for any damage or loss of the Vaccine after it is delivered. You will also be responsible for obtaining any import licenses, completing customs formalities and applicable taxes.
4. **Rejection** – if any Vaccine you receive is faulty you must reject it within **24 HOURS** of delivery. After this period, Pfizer will not accept any rejections or returns of Vaccine. It is therefore important you inspect Vaccine as soon as it is delivered. **Pfizer’s contact details for this purpose are Alvin Liu at alvin.liu@pfizer.com and +1-267-847-6936**
5. **Records** – you must maintain a quality system to record your use of the Vaccine.
6. **Diversion Issues** – you must only use the Vaccine in your country and ensure it is stored and transported securely. If you become aware of any instances of theft, diversion or tampering you must inform your procurement agency.
7. **Recalls** – where Pfizer recalls Vaccine, Pfizer may require you to contribute to the costs of the recall. You will not be required to contribute to the costs where the recall is the result of Pfizer’s failure to comply with good manufacturing practice or Pfizer’s wilful misconduct.
8. **Confidentiality** – you must keep all information relating to the side letter confidential. You should consult your legal team before using or disclosing any information provided by Pfizer.

Annexes 1 - 5

These annexes contain important details setting out how to store and administer the Vaccine. It is important that you provide this information to your public health teams to avoid any Vaccine being wasted.

Annex 2 also includes detail on how you should return certain equipment to Pfizer. Please note, that if you do not return such equipment, Pfizer may charge you for the cost of this equipment.