

## UCB's Comprehensive Ethics and Compliance Program

At UCB our focus is on creating value for people living with severe diseases in immunology and neurology now and into the future. We hold ourselves to the highest standards of ethical behaviors and comply with all applicable laws, regulations and codes. Our Code of Conduct outlines the general principles of ethical business practices that are expected from every UCB colleague and UCB's partners throughout the world. Our comprehensive Ethics and Compliance Program is built on a foundation of the Code of Conduct principles and is designed to inspire the organization to create an environment that drives the right behavior and supports our employees to make ethical business decisions. Our Ethics and Compliance Program continually evolves as we stay abreast of updates and changes in our business, regulatory and social environment. The Program is consistent with the guidance from the Office of the Inspector General of the U.S. Department of Health and Human Services, State compliance program requirements and the Pharmaceutical Research and Manufacturers of America (PhRMA) Code. A copy of our Ethics and Compliance Program can be downloaded here, by calling 770-970-8500 or toll free at 1-800-459-5768.

Below is an overview of our Comprehensive Ethics and Compliance Program:

### 1. Leadership and Structure

**Chief Ethics & Compliance Officer:** Reports directly to the EVP and General Counsel while exercising independent judgement. The Chief Ethics & Compliance Officer has regular access to the Board of Directors, and the authority to effectuate change within the organization as necessary in order to exercise oversight and operation of the UCB Ethics and Compliance Program.

**Compliance Committee:** The Ethics and Compliance personnel work in partnership with designated Compliance Committees to provide oversight and support for compliance efforts and priorities. The Compliance Committees are comprised of senior leaders from cross-functional departments as well as key members from Ethics and Compliance.

### 2. Written Standards

Our comprehensive group of written documents such as the Code of Conduct, Policies and Standard Operating Procedures, help guide the decisions of our employees. Our employees, contractors, agents and other third parties conducting business on behalf of UCB are made aware of and trained on the Code of Conduct and applicable written documents pertaining to their roles and responsibilities. Employees understand our expectations and framework for ethical conduct and decision making so that they can perform with integrity. They also understand the consequences of misconduct. The Code of Conduct can be accessed [here](#).

### 3. Education and Training

Our robust Ethics and Compliance learning program includes training for new hires and continued training opportunities for experienced employees. All employees are required to complete training on the Code of Conduct as well as training on Ethics and Compliance foundations on an annual basis. Our Decision Dilemma Tool framework was created to assist all employees in ethical decision-making when confronted with complex decisions. Training and guidance materials as well as

methods and modalities are routinely reviewed and adjusted to ensure they meet the needs of employees based on their roles and responsibilities.

#### **4. Risk Assessments, Auditing and Monitoring**

Our annual risk assessment enables UCB to more quickly identify, analyze, and address compliance risks as well as identify emerging risks and areas of concern. The risk assessment involves review of both external and internal risks. Some of the activities assessed include transfers of value to healthcare professionals, market access activities, and interactions with government officials. The results are reviewed, and a mitigation plan is developed.

We use identified and prioritized risk areas to inform our auditing and monitoring activities throughout the year. We assess if our business activities are occurring as anticipated and in accordance with our policies and procedures, laws, regulations and applicable codes. The results of our auditing and monitoring activities inform business decisions and process improvements.

#### **5. Internal Lines of Communication**

Our employees are expected to act with trust, integrity, transparency and respect in everything we do. Employees are encouraged and support one another to raise concerns or challenge ideas that could negatively impact our reputation, value to patients, other stakeholders or how we do business. Speaking up is grounded in our culture of open feedback and transparent conversations. If an employee suspects potential illegal, unethical or behavior that contradicts the standards found in our Code of Conduct, they are expected to say something to their manager. Additional channels for employees to report concerns or suspected misconduct are Ethics and Compliance, Talent Partner or Legal Partners. In instances where an employee does not feel comfortable sharing a concern with their manager or the support functions listed above, the UCB Integrity Line is available. The UCB Integrity Line is available to both employees and external third parties 24/7 via website or phone and is operated by an independent third party. Concerns can be reported anonymously. Employees can report concerns without fear of retaliation and will not be penalized for reporting, in good faith, what is believed to be a violation, even if it turns out that a violation did not occur. Retaliation is **not tolerated** in any form and is subject to discipline, up to and including termination. We take all reports seriously and will conduct a thorough review. More information on the UCB Integrity Line can be found [here](#).

#### **6. Investigations and Responding to Potential Violations and Corrective Action**

We enable our employees to do the right thing by nurturing a culture of transparency and trust as well as clearly defining expectations. Any potential concerns or issues that are reported by employees or external third parties are treated as confidential and promptly investigated. UCB takes all reports seriously and has a process in place to handle each report on a case-by-case basis. The exact nature and level of thoroughness of the investigation will vary depending on the circumstances in accordance with OIG Compliance Program Guidance. After an investigation has concluded, corrective actions may be taken including disciplinary action as warranted. Preventative measures may also be developed if deemed necessary. A violation of the Code of Conduct, policies and procedures, laws, regulations and applicable codes may result in disciplinary action up to and including termination.

## **7. Third Party Management**

Due diligence for our third-party relationships is also a part of our Comprehensive Ethics and Compliance Program. Any interactions with third parties including agents, consultants, and distributors are analyzed to ensure that there is a need to engage with the third party and that activities are performed in an ethical way by the third-party partners. This includes reviewing any efforts third parties may take to conceal unethical actions such as bribes to foreign officials or other international business transactions. It also includes a review of compensation standards for industry/geographic region as well as tracking those third parties that do not meet our due diligence standards.