



Inspired by patients.  
Driven by science.

Beatriz  
living with epilepsy

# UCB Code of Conduct: Performance with Integrity



UCB Code of Conduct:  
Performance with Integrity  
Updated: 08 December, 2020

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**Bernadette**  
living with lupus

# UCB's Values

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# Patients at the Heart

We aspire to be the patient-preferred biopharma leader transforming the lives of people with severe diseases.

## Innovation



## Passion for Performance



## Embracing Difference



## Entrepreneurship



## Care



## Accountability



## Integrity





## Letter from Our Chief Executive Officer and Chairman of the Executive Committee

Everything we do starts with one simple question: How will this make a difference to the lives of people living with severe diseases? At UCB, we aspire to be the patient-preferred biopharma leader. Each day, we continue to work according to our company values and this Code of Conduct. This helps us ensure we deliver safe and effective products and solutions to our patients, their families and other stakeholders. It also reminds us of our responsibilities to the customers and communities in which we operate and, just as importantly, to each other.

We have established this Code of Conduct to help us better understand the key principles that govern how we — as UCB colleagues and third parties acting on behalf of UCB — conduct our business worldwide. This Code outlines the general principles of business conduct and ethics that are expected from every UCB colleague and UCB’s partners throughout the world.

Together with UCB’s Values, this Code provides the framework for how we operate. It is the responsibility of each one of us to read and understand our Code and to take the associated training. That way, each of us will be sure to understand the importance of business ethics and how to work in a way that makes us all proud to be a part of UCB.

Adhering to the UCB Code of Conduct is an enabler to doing business in an ethical way and to fulfill our aspiration.

Jean-Christophe Tellier  
Chief Executive Officer and  
Chairman of the Executive Committee

“ At UCB, we aspire to be the patient-preferred biopharma leader. Each day, we continue to work according to our company values and this Code of Conduct. ”

This Code of Conduct, along with UCB’s Values and Policies, will help you to navigate through and comply with the laws and regulations that govern our business conduct wherever UCB does business.





**Alison**  
living with rheumatoid arthritis

# Understanding the Code of Conduct

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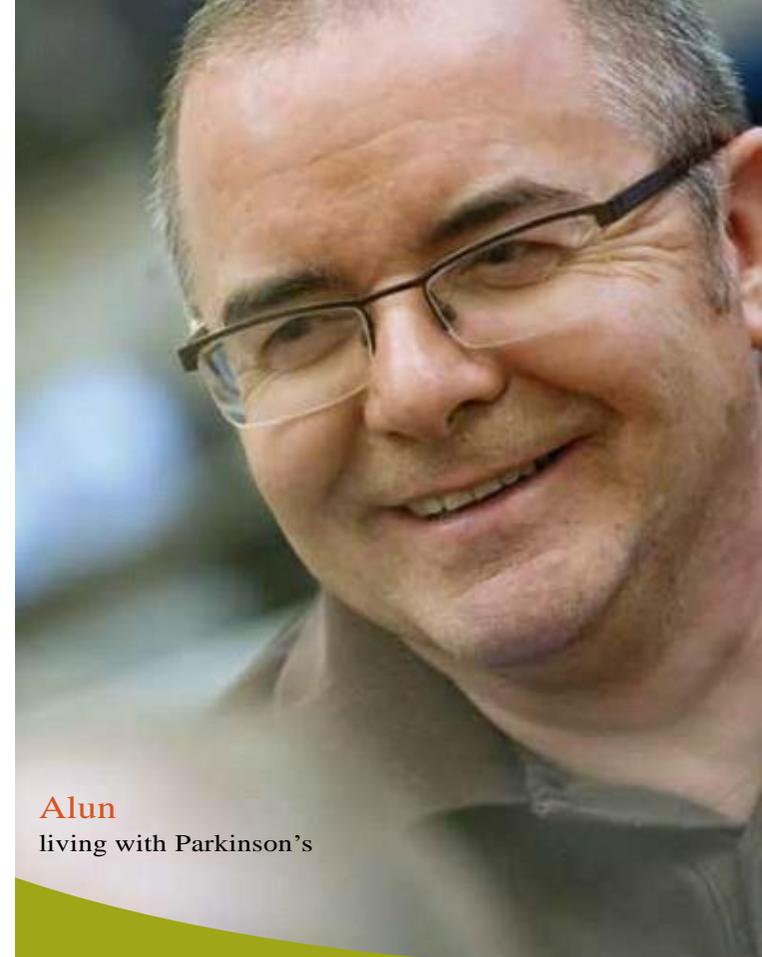


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## Introduction

UCB is engaged in the business of researching, developing, manufacturing, selling and distributing biopharma medicinal products to improve the lives of patients and thereby create value for the company, its shareholders and society in general. As a biopharma company, and as colleagues, agents or other third parties acting for or on behalf of UCB, we face challenging and evolving business and legal environments. Almost every aspect of our activities is regulated, beginning with drug discovery and acquisition, and continuing on through testing, development, product registration, manufacturing, pricing, shipment, advertising, sale and use. Similarly, our relationships with healthcare professionals, our competitors, governments and their colleagues, and others are subject to many restrictions. Part of the inherent complexity in working with a global footprint is that applicable laws and regulations often differ from country to country, and may in some cases seem to conflict with each other.

This Code does not intend to describe in detail every applicable law, regulation or company policy, but rather to set forth a values-based policy that provides guidance on the spirit and direction of our business practices; of what UCB (hereafter “Company”) expects of its colleagues and those third parties acting for or on UCB’s behalf. This Code will not tell you what you can or should do in every circumstance, but it sets forth a set of ethical principles that can help guide you through the decision-making process. Therefore, this Code must be read and understood in the context that if local laws and regulations and other more specific Company policies and procedures exist, the stricter shall apply.



Alun

living with Parkinson’s

As a biopharma company, and as colleagues, agents or other third parties acting for or on behalf of UCB, we face challenging and evolving business and legal environments.





Catherine  
living with epilepsy

## Global Business Practices

UCB is fully committed to observing all applicable laws and regulations. While we are committed to competing vigorously in the marketplace, we are equally committed to doing so in a highly ethical and compliant manner. Every UCB colleague must be familiar with the laws, regulations and Company policies that apply to his or her area of responsibility, as we are all expected to conduct our daily business in accordance with these. In addition, colleagues are also required to be familiar with all applicable UCB policies and procedures, including, but not limited to, the ones regarding pharmacovigilance, corporate communications, social media, antitrust and IT security. UCB will continuously train colleagues to ensure an informed, compliant and competent workforce capable of achieving UCB's objectives.

History has shown that a failure to maintain high legal and ethical standards in our industry can compromise patient safety, interrupt the ability to manufacture and/or supply products, and lead to significant financial penalties and loss of jobs, any of which may interfere with our mission of improving patients' lives. It also can result in criminal sanctions being imposed, not only on those who have either engaged in or authorized unlawful conduct, but also on the Company.

## Applicability

This Code applies to all full- and part-time colleagues of UCB S.A. and its affiliates throughout the world. Other third parties, such as temporary workers, agents, consultants, vendors and service providers, must also follow the guidance and requirements of this Code when working with, for, or on behalf of UCB. UCB personnel contracting with third parties are to ensure they are aware of this Code and know that they are expected to abide by it.

# The Code in Action

Lucas, part of UCB's Global Operations, is working with several vendors, located in India, the United States and Africa, all of whom have been contracted by UCB. Lucas is uncertain of all the rules and regulations that apply to each country, but he certainly knows that when contracting with third parties, UCB shares the responsibility (in case something goes wrong). He understands that third parties

contracting with UCB receive a copy of (or link to) the Code and confirm that they share the principles of this Code. Lucas also knows that further information might be found in other UCB Policies. That is why he teams up with the Legal, Compliance and Purchasing Departments to take all the necessary measures to secure the relationship with the vendors.



## Applicability (continued)

While this Code applies to UCB's operations in every country in which UCB does business, its application may vary because of local laws, regulations and business practices. In cases where the laws and regulations of more than one country are applicable, the stricter law will apply. Conversely, if there is no relevant law or regulation, or such mandates are less stringent than this Code, this Code shall apply. Similarly, to the extent anything stated herein is inconsistent with the local laws and/or regulations, compliance with the local laws and regulations is required.

UCB reserves the right to modify any part of this Code and/or any other Company policy for any reason and/or at any time. The most current version of this Code is available electronically on UCB's Internet website and intranet. The electronic version takes precedence over any printed version of this Code.

## Individual Responsibilities

As a UCB colleague, it is your responsibility to ensure that you have read and understood this Code, as well as taken the associated training. In addition, each UCB colleague must become familiar with and follow all the laws, regulations and Company policies and procedures that apply to his/her job and level of responsibility. By upholding the principles outlined in this Code, you become an integral part of protecting UCB's reputation.

We expect you to communicate any violations or suspected violations of law, regulation or UCB policy to your immediate manager, Compliance, Human Resources, or the Legal Department. Violations or suspected violations also may be reported to UCB's Compliance reporting systems (UCB Integrity Line™). When confronted with non-compliance, do not assume that senior management is aware — if you have reason to believe that another UCB colleague has acted, or is about to act, in a non-compliant way, it is your responsibility to report this to your line manager or to the Compliance Department. Each manager is responsible to help ensure that members of his/her team(s) understand this Code and that any questions that arise with respect to its practical application are promptly addressed, with support from other departments, such as Compliance, Human Resources, or the Legal Department, as needed and appropriate.

## Corporate Social Responsibility

Corporate Social Responsibility (CSR) is the responsibility of enterprises for their impact on society. UCB must meet its social responsibility by integrating social, environmental, ethical, consumer and human rights concerns into business strategy and operations, in cooperation with its stakeholders.

### Consequently,

wherever we are located, UCB is committed to:

- Observing all applicable laws and regulations
- Maintaining high ethical and legal standards
- Fully cooperating with government inquiries and investigations
- Protecting our colleagues, patients and the environment





**Christer**  
living with Parkinson's

# Our Staff and Workplace

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Sten  
living with RLS

## Equal Treatment

UCB encourages workplace diversity and prohibits harassment and discrimination of any kind, including that based on race, color, religion, gender, age, national origin, citizenship or marital status. Additional local requirements may also apply. All reasonable efforts should be made to accommodate colleagues with disabilities.

Discrimination or harassment of any sort, including sexual or moral harassment, or forced or compulsory labor or child labor, has no place at UCB and will not be tolerated.

Remarks or other conduct that negatively interferes with another person's work performance or that creates an intimidating, hostile or offensive working environment is never acceptable. All such conduct should be reported to your manager or the Human Resources Department.

## Drugs and Alcohol

The sale, purchase, possession or use of any illegal drug while on Company property or while conducting Company business is prohibited. Any improper use of alcohol, drugs or other such substances by any Company colleague on Company premises or while carrying out Company business is prohibited and should be communicated immediately to your manager or to the Human Resources Department. In some Company locations, consumption or possession of any alcohol on Company premises is strictly prohibited. In locations where possession or consumption of alcohol is permitted, excessive use or intoxication is never acceptable on Company premises or while carrying out UCB business. UCB colleagues are responsible for knowing and following the rules regarding alcohol possession and use at their work site.

**Lena**, a project manager for UCB, has a desk located in an open space and occasionally overhears some neighboring colleagues tell each other off-color jokes. Some of these jokes she thinks are sexist and make her feel uncomfortable.

Understanding that this is covered within UCB's Code of Conduct, she asks her colleagues to stop, knowing that she can always go to her line manager or Human Resources for additional guidance.

# The Code in Action



## Company Money, Property and Time

UCB colleagues must use and protect the Company's valuable assets with care, protecting them against waste, misuse or theft.

### Consequently,

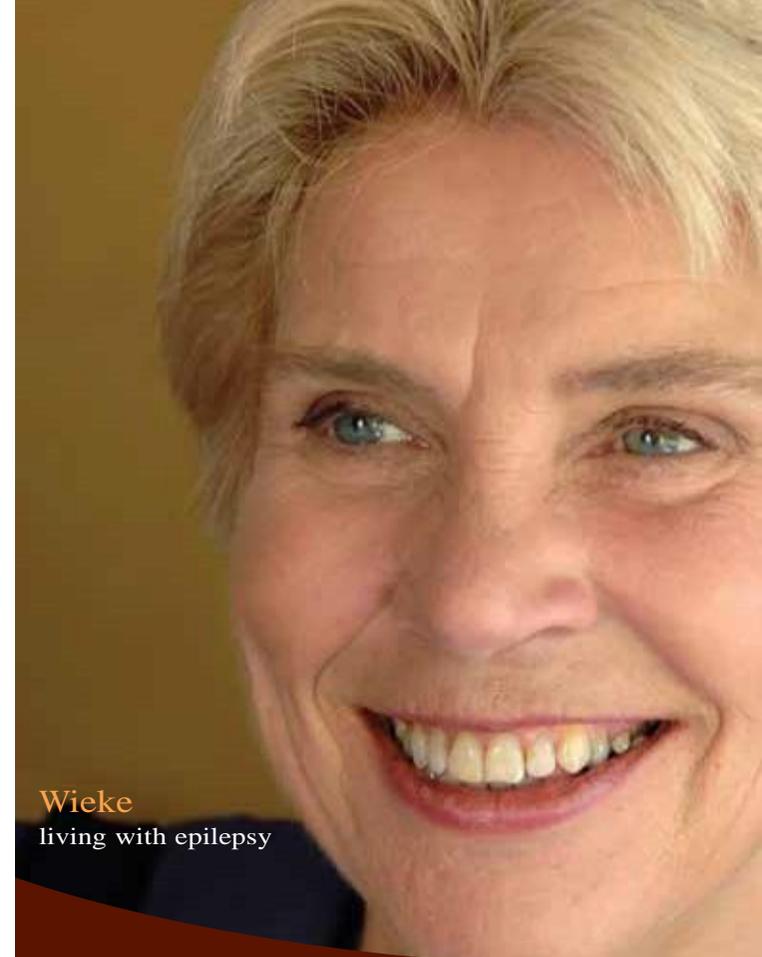
- Colleagues are expected to behave responsibly and exercise good judgment in their utilization of company property.
- Company property must be used in a lawful manner and only for the benefit of the Company.
- Company funds should be expended only in the most efficient manner, ensuring maximum benefit and value.

## Data Privacy, Personal Privacy and Confidential Information

Many countries have laws to protect personally identifiable information. In general, these laws are intended to protect people who provide personal information, including but not limited to medical information, by requiring the recipients of such information to provide a full description of how such information will be used and how it will be protected from misuse. The disclosure of confidential medical information is prohibited in many countries, unless pursuant to the data subject's written informed consent.

UCB and those working on its behalf are responsible for the privacy and security of the personally identifiable personal information they collect and maintain with regard to UCB colleagues and any other third parties. In case of doubt or questions regarding your compliance with privacy laws in a particular circumstance, please seek advice from the Data Privacy Department or your local counsel.

During the course of employment, some UCB colleagues may be involved in internal projects which are highly sensitive in nature. These UCB colleagues are bound by the same requirements of confidentiality for these internal projects as they are for external matters (as set forth in UCB's employment agreement). This means it is the duty of each UCB colleague to protect this information and not to disclose any such information except to those internal colleagues who have a legitimate business need to know and who are also bound by confidentiality requirements.



Wieke  
living with epilepsy

UCB colleagues must use and protect the Company's valuable assets with care, protecting them against waste, misuse or theft.





Nele  
living with lupus

Users must duly protect their personal password and avoid disclosure to any other person at all times.

## Information Technology

Information technology — Company computers, hardware, software, digital or mobile devices, networks, and the information that runs on them — are the property of UCB or are licensed to UCB. Everyone who uses these resources has a responsibility to use them appropriately and for the business uses intended.

Access to systems or applications for any IT resource must be approved by a business process or data owner and, as relevant, by the user's UCB management representative and be in line with job and role responsibilities. Users must not modify their PC's operating system, configuration or antivirus protection and must not use any unlicensed software or provide unauthorized access. Users must duly protect their personal password and avoid disclosure to any other person at all times.

Security events (unauthorized access, suspicious e-mails, potential viruses, incidents and weaknesses) must be reported immediately to your manager or the UCB Global Helpdesk so that they may be evaluated and appropriate action can be taken.

## Consequently,

- All personally identifiable information collected or maintained directly or indirectly by UCB and by third parties collecting and maintaining such information on UCB's behalf must be maintained in accordance with local applicable laws.
- Company computers must be used responsibly and primarily for legitimate business purposes. Personal use must be kept to a minimum. No personal use is permitted with regards to visiting websites that might be considered offensive, derogatory, promoting violence or religious proselytism or sectarianism, defamatory, pornographic, harassing, obscene or otherwise vulgar.
- UCB has the right to access and review all communications, records and information created at work or with Company resources aligned with local regulations.





**Monica**  
living with epilepsy

## Press Relations

All corporate media relations and inquiries are handled at corporate level by the Global Communications or Investor Relations teams according to the nature of the subject (see Shareholder chapter in the document).

At local level, only authorized and designated employees are entitled to talk to the press on local matters, in alignment with the Global Communications team.

## Social Media

Social media includes the various online technology tools that enable people to communicate via the Internet to share information and resources. Social media can include text, audio, video, images, podcasts, and other multimedia communications. Appropriate use of social media protects patients as well as UCB and its colleagues.

UCB's business involves sensitive information of a highly regulated nature. This means that colleagues should avoid posting unapproved work-related activities or information to social media sites, as this could lead to an unapproved promotional claim or the unintentional disclosure of proprietary information.

Only designated UCB colleagues may use social media on behalf of UCB. Colleagues using social media on behalf of UCB must gain approval by completing required training and must have a specific business objective approved by their Country/General Manager (GM) and, if applicable, their Global Functional Vice President. Colleagues not approved as a spokesperson must not engage in product- or Company-related discussions in social media channels.

Any social media sites used on behalf of UCB must be registered in UCB's digital inventory.

# The Code in Action

**Sofia**, an executive assistant at UCB and online forum aficionada, stumbled upon an online discussion about Cimzia® on a health and beauty website forum. One of the participants is recommending a use that is clearly an off-label indication. As she has received basic training about the product, she could provide information about the right use

of Cimzia®. However, she knows that only designated UCB colleagues can engage in social media on behalf of UCB and that product-related discussions are prohibited. That is why Sofia lets the UCB Corporate Communications team know about the inaccuracies so that they can determine the best way forward.



## Social Media (continued)

All content, either corporate or product-related, must undergo review by the appropriate local and/or global review committee to ensure compliance with relevant laws and regulatory requirements. UCB, and in some instances its colleagues, can be held responsible for behavior or comments that are inconsistent with UCB's Code of Conduct, even if a colleague is only using social media for personal purposes.

UCB colleagues should not use public forums, such as Internet bulletin boards, chat rooms or blogs, to discuss matters related to UCB or any of its industries, or to make or respond to comments about the Company or its products.

The use of internal social media tools should likewise comply with the responsibilities as outlined in the "Individual Responsibilities" and use of "Information Technology" tools as outlined in this document.

Any UCB colleague who becomes aware of an adverse event or product quality complaint regarding a UCB product reported through a social media site must immediately notify their Manager and UCB's Drug Safety Department, and/or their Local Safety Officer.

## Consequently,

All UCB colleagues using social media both professionally and personally must adhere to the following principles:

- Colleagues using social media on behalf of UCB must use their full name and be transparent about their role at UCB.
- Colleagues must pay attention to their wording, act respectfully and remain polite and objective in their online conversations.

Colleagues must pay attention to their wording, act respectfully and remain polite and objective in their online conversations.





Tom  
living with Crohn's

## Potential Conflicts of Interest

UCB colleagues may be engaged in activities outside of UCB and may have personal relationships within and outside the Company that can create, or have the potential to create, a conflict of interest. A “conflict of interest” can arise when a colleague’s personal, social, financial, civic, charitable or political activities have the potential of interfering with his or her loyalty to UCB and objectivity.

Conflicts can arise with a second job or other employment outside UCB, or where you, your close relative, or any other person with whom you have a close personal relationship has an employment or financial interest in an organization that does business with or is a competitor of UCB.

Conflicts can also arise when actions, such as gift giving or receiving, can potentially influence your objectivity or that of the other party in making business decisions. Actual conflicts should be avoided and at a minimum be proactively disclosed to management. Any actual or potential conflicts of interest must be promptly disclosed to your manager. Many conflicts of interest can be resolved, but full disclosure and absolute transparency is required.

Even the appearance of a conflict of interest — a situation where a colleague’s ability to perform duties objectively or effectively could be called into question — must be avoided, e.g., where a manager and subordinate are involved in a close personal relationship with one another.

# The Code in Action

**Anna**, the wife of a UCB colleague, is part owner of a printing company. Her husband, Theo, works for a UCB department that has some printing that needs to be done. Theo understands that he cannot suggest UCB contract with his wife’s company, as it could represent a conflict of interest.

**Mary** is employed by UCB, whereas her husband, Rajesh, works for a competing biopharma company. Mary knows that this situation is not prohibited but understands the potential for conflict and therefore informs her line manager, Human Resources and Compliance of this situation.



## Personal Political Activity

UCB colleagues are free to support the candidates or parties of their choice; however, colleagues must engage in such political activities only on their own time, and using their own funds. Company time, property (including the UCB name), or equipment, including e-mail, should never be used for personal political activities.

## Freedom of Association and Right to Collective Bargaining

UCB upholds the freedom of association and the effective recognition of the right to collective bargaining.

Freedom of association implies a respect for the right of all employers and all workers to freely and voluntarily establish and join organizations of their own choice. Collective bargaining refers to a voluntary process or activity through which colleagues and workers discuss and negotiate their relations, in particular terms and conditions of work and the regulation of relations between employers, workers and their organizations.

## Consequently,

- While employed by UCB, do not work for or provide, in your private capacity, services to a UCB competitor, customer, supplier, or provider of goods or services.
- Work for charitable organizations is permitted but must never interfere with Company responsibilities.
- Any appointment to serve as a director or officer of any corporation or board must be approved by management.
- Close relatives (including spouses) and those UCB colleagues involved in a close personal relationship

with one another may work in the same business unit only with management approval and may never have direct or indirect reporting relationships.

- Never become involved in any activity on behalf of UCB with any organization in which you or a member of your family has a direct or indirect interest, affiliation or investment. In the event that your spouse or other family members work for a competitor or a company that does or is seeking to do business with UCB, you must promptly and proactively notify your manager of all relevant information. Your manager, along with the Human Resources Department, will advise you how the actual or potential conflict can be managed.

Freedom of association implies a respect for the right of all employers and all workers to freely and voluntarily establish and join organizations of their own choice.



## Protection of Health, Safety and the Environment (HS&E)

UCB is conducting its worldwide business in such a manner that it protects the health and safety of people and preserves the environment. We consider the effective management of health, safety and the environment to be a high priority and an integral part of our business.

It is UCB's policy to ensure the evaluation and control of risk to prevent harm to persons or loss of operations and to provide a safe working environment. In this same regard, UCB is committed to high standards of environmental protection. It is the policy of UCB to minimize environmental impacts from Company activities, products and services by using processes, practices, materials and products that help avoid, reduce or control pollution.

UCB therefore takes a conscientious approach to environmental challenges and encourages UCB colleagues to undertake initiatives to promote greater environmental responsibility and to develop and implement environmentally friendly technologies.

## Consequently,

- All UCB colleagues must comply fully with local HS&E governmental laws, regulations, and company health, safety and environmental standards.
- UCB expects the same behavior from consultants and others acting on behalf of UCB.
- HS&E is the responsibility of everyone; all UCB colleagues are accountable for HS&E and are expected to actively participate in our HS&E programs and share our ambition to continuously improve. You should notify your Manager or HS&E of any situation involving the Company that has or could be potentially damaging to the health and safety of colleagues or the environment.

## Respecting Human Rights

UCB and its colleagues are required to comply with all applicable laws and to respect human rights and act with due diligence to avoid infringing on the rights of others, as expressed by the International Bill of Human Rights and the principles set out in the International Labour Organization's Declaration on Fundamental Principles and Rights at Work.

UCB expects the same behavior from consultants and others acting on behalf of UCB.

Respecting Human Rights is the responsibility of everyone. UCB colleagues should notify their Manager or report via the UCB Integrity Line™ of any adverse impacts involving the company, colleagues or contractors.

## Biopharmaceutical Research

UCB takes seriously public concerns about animal use and welfare in biopharmaceutical research. UCB is using animals appropriately and responsibly and complies with all applicable laws and industry standards. This commitment must be applied by all UCB colleagues and external contractors.

UCB also fully complies with the legal and regulatory requirements governing the ethical sourcing of human biological samples.





**Anna**  
living with epilepsy

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Lloyd  
living with epilepsy

## Patient Safety

Patient health and safety are of utmost importance — as a patient-centric company, patients are at the heart of everything we do.

One key obligation of UCB and its colleagues is the monitoring and reporting of adverse events. Regulations define an adverse event as any untoward medical occurrence in a patient or clinical-trial participant administered a medicinal product and which does not necessarily have to have a causal relationship with this treatment. An adverse event, therefore, is a response to a medicine (drug) which is noxious & unintended.

All adverse events and product quality complaints that come to the attention of any UCB colleague must be promptly notified via established communication channels to their Local Safety Officer (LSO) and/or the Drug Safety Department. Adverse events will be reviewed and properly reported to the appropriate regulatory authorities and other defined parties in accordance with applicable laws and regulations.

## Consequently,

- If you hear of an Adverse Event in connection with one of UCB's products, regardless of a causal relationship, it is important to report this promptly:
  - by e-mail or fax to the Drug Safety Department
  - or by telephone/e-mail/fax to your Local Safety Officer

# The Code in Action

Luis was attending a party at his friend's house one weekend when he overheard someone mention that their mother was taking Vimpat® and had what appeared to be an allergic reaction to the product. Luis knows that all adverse

events must be promptly reported to Drug Safety. That is why he immediately contacts his Manager and UCB's Drug Safety Department and reports this event.



## Quality

UCB is committed to conducting business in a manner that ensures patients worldwide receive pharmaceutical products and/or services that are fit for their intended use and that meet all quality and regulatory standards. The attainment of these objectives requires strong commitment and participation of all UCB colleagues across all departments, locations and levels.

UCB is committed to ensuring an effective pharmaceutical quality system is in place to achieve the desired quality objective, and that roles and responsibilities are defined and communicated throughout the company. UCB is committed to creating and promoting a culture of quality, product risk prevention and continuous improvement and implementing sound policies, procedures and objectives based upon the principles outlined in this document.

Every stage of the research, development, manufacture, storage and distribution of our products must be conducted in accordance with all applicable internal and international Quality Standards and regulatory requirements. We will strive for quality and excellence throughout our business in order to meet customer requirements, and to help ensure the safety and efficacy of our products.

## Consequently,

- Product quality complaints, whether received with or separately from an Adverse Event, must be reported to your Local Safety Officer and/or Quality Assurance.
- All UCB colleagues are responsible to notify their Management of any quality or compliance issue that has a potential impact on patient safety or to the reputation of UCB.
- It is the responsibility of all UCB colleagues and contractors with an influence upon product storage and distribution to ensure that UCB product integrity is maintained.



Sheila  
living with Parkinson's

We will strive for quality and excellence throughout our business in order to meet customer requirements, and to help ensure the safety and efficacy of our products.



Anja  
living with epilepsy

## Marketing Ethics

The interest of the patients must always be at the heart of UCB marketing strategies and actions. The promotion of UCB products may only take place in accordance with all relevant promotional laws and regulations after a product is approved and with the bona fide intention of improving the patient's access to treatments.

UCB emphasizes the importance of truthful and accurate communication of scientific and other information about UCB's products and services to healthcare professionals (HCPs), patients, the general public, governmental agencies and other customers. All such communications must conform to the regulations and/or laws governing them and will be delivered fairly and accurately to HCPs and regulators worldwide. All promotional materials and other information disseminated by or on behalf of UCB must be reviewed and approved pursuant to UCB policies and procedures and be consistent with applicable laws (e.g., consistent with product label, accurate, truthful and balanced).

Competitive intelligence (gathering knowledge about competitors' products) is necessary for free and open marketplace competition; such intelligence gathering must be obtained ethically and with respect to all applicable laws and regulations, especially those related to intellectual property and antitrust laws (for more information, see the "Competition and Antitrust Laws" and "Competitive Information" sections of this Code).

# The Code in Action

Sara, part of UCB's Global Operations, has prepared a presentation for her manager to present at an external conference. Before sending the slides to the conference organizer, Sara knows that the content must first be

reviewed and approved by UCB, following the appropriate procedure. Sara also knows that the content must be accurate and balanced without any false or misleading information.



## Scientific Ethics

Non-promotional scientific engagement with our stakeholders is an important aspect to advance our scientific and medical understanding of our products. This scientific engagement can begin early in the development of the product and may continue after the product is approved and can include, among other things, looking at aspects such as the mechanism of action, the safety and efficacy of the product, and also of disease management, patient care and the appropriate use of our products.

For these reasons, UCB enters into agreements with doctors, hospitals, universities, and contract research organizations, and other legitimate organizations, to perform or support the performance of clinical trials and other sponsored research. UCB may engage patient organizations as experts and advisors if such services are provided for the purpose of supporting healthcare or research and are subject to all criteria defined in the international and industry codes (e.g.: European Federation of Pharmaceutical Industries and Associations (EFPIA)) and/or local codes. UCB must always demonstrate complete integrity and honesty during these trials and research and in our relationships with healthcare professionals, collaborators, patients, universities and hospitals.

Services of HCPs may only be retained for proper, scientific reasons, unrelated to any purchases, prescriptions or distribution of our products by those healthcare professionals or to their position, and only for fair market value (recognizing that fair market value may differ from country-to-country). More detailed Policies and Procedures are to be followed by those of you interacting with HCPs, Healthcare Institutions and Patient Organizations.

## Consequently,

- All communications should be credible, accurate, balanced (safety and efficacy), up-to-date and ethical.
- Business pressures or time constraints should never be allowed to compromise the integrity of our scientific investigations and the resulting data.
- Good laboratory, manufacturing, clinical and other practices must always be followed as required by law and regulation.
- Only accurate and complete information about research programs is to be communicated.
- We must always define in detail the roles, responsibilities and deliverables in agreements and properly document and monitor these relationships.
- Compliance with laws and Company policies and guidelines and international and local industry codes and/or local codes relating to medical scientific practices is mandatory.



Jennifer  
living with Crohn's

All communications should be credible, accurate, balanced (safety and efficacy), up-to-date and ethical.





Peter  
living with Crohn's

## Gifts and Entertainment

Giving or receiving gifts or entertainment may be viewed as compromising or appearing to compromise the recipient's impartiality and give the impression that the recipient will do something in return.

To this end, UCB colleagues should not provide gifts directly or indirectly to persons not employed by UCB, with the exception that gift giving is allowed to recipients other than HCPs solely if the gift is nominal in value, and totally independent from a business decision, and compliant under local laws and customary under local culture.

In addition, UCB colleagues should not accept gifts from third parties (except if nominal in value, totally independent from a business decision, compliant under local laws and customary under local culture).

UCB believes that its commitment to patients is not served by the use of giveaways or gimmicks. In many markets the use of giveaways and gimmicks ('small gifts'...) has been strictly regulated, and in several markets they are forbidden. UCB does not support the use of such giveaways in any of its direct business operations.

Business meals or other hospitality must be reasonable in value and frequency, and should never be a condition on or be a reward for the receipt of something in return, including but not limited to the purchasing, prescribing or promoting of UCB's products and services. When provided to HCPs, their monetary value must be disclosed publicly, in compliance with local rules and regulations, as applicable.

## Informational and Educational Materials and Items of Medical Utility

If permitted by local laws and the industry codes, informational and educational materials and items of medical utility can be provided to HCPs if they are inexpensive, directly relevant to the practice of medicine or pharmacy and directly beneficial to the care or education of patients or HCPs.

As a general matter, the above mentioned items and materials must not be used to incentivize the recommendation, prescription, purchase or use of a UCB product and must be totally independent from a pending business decision.

# The Code in Action

Samuel, a UCB General Manager, received an invitation to participate in a weekend trip sponsored (and paid for) by a supplier that is contracted to do some work for his affiliate. Samuel understands that if he were to attend such an event

that is not considered reasonable in value or hospitality, it might appear to compromise his impartiality in supplier selection. Therefore, Samuel correctly declines the invitation.



## International Trade

UCB does business worldwide, and therefore it is subject to, and complies with, trade regulations of every country in which it does business. Additionally, UCB complies with the import and export licensing requirements of each jurisdiction in which it does business. The definitions of “import” and “export” can include not only products and technology, but also information contained in documents, e-mails or face-to-face discussions, or gained during visits to a company facility. UCB also complies with all applicable customs and related laws and regulations, and supplies customs authorities in each applicable country with accurate and truthful information about the products or other items that we are importing or exporting.

UCB supports international efforts to prevent trade in chemicals which can be used for warfare or terrorist activities or trade in illicit drugs.

UCB observes all laws, regulations and applicable trade restrictions that prohibit or restrict export and trade dealings with certain countries, entities and individuals. These trade restrictions are often complex and may include bans on: exports to a sanctioned country; imports from, or dealings in property originating from, a sanctioned country; new investments in a sanctioned country; and financial transactions and dealings involving a sanctioned country or designated individuals and entities.

## Consequently,

- As a general matter, UCB colleagues should not accept or provide gifts or entertainment, even if nominal in value and/or permitted by local law and the local industry codes. Exception applies as to giving (except for HCPs) or receiving gifts when nominal in value, totally independent from a business decision, compliant under local laws and customary under local cultures.
- If permitted by local laws and the industry codes, informational and educational materials and items of medical utility can be provided to HCPs if they are inexpensive, directly relevant to the practice of medicine or pharmacy and directly beneficial to the care or education of patients or HCPs.
- Before traveling to a sanctioned country, UCB colleagues should make sure that no travel restrictions — be it under applicable embargoes or under a UCB guidance — apply.
- Any transactions and dealings involving any request for or expectation of compliance with any embargo, boycott, or similar trade restriction should be immediately referred to the Legal Department for guidance.

As a biopharma company, and as employees, agents or third parties of UCB, we face challenging business and legal environments.



## Corporate Political Activity and Lobbying

Many of the countries in which UCB does business have laws regulating the activities of corporations in the political process. Some of these laws set strict limits on contributions by corporations to political parties and candidates. Some prohibit them altogether. “Contributions” include things like buying tickets for a political fundraising event, providing goods or services, loaning personnel during working hours for fundraising activities and paying for advertisements and other campaign expenses.

Also, in many countries the act of “lobbying” (presenting the Company’s position, or advocating the Company’s interests, to any government colleague or agency) is regulated or requires public disclosure. All UCB colleagues must comply with these laws.

Several of the anti-bribery laws to which UCB is subject treat candidates for public office, political parties and political party officials as “government officials.” That means, among other things, that no direct or indirect contribution to a candidate for public office, political party or political party official ever should be made with the expectation that UCB will receive something in return.

## Government Inquiries and Investigations

UCB is regulated by the laws and regulations of every country where UCB does business. UCB is committed to cooperating with all governmental inquiries and investigations. Dealing honestly with government investigators is essential and critical. Any such investigations or inquiries need to be reported promptly to the Legal Department.

## Consequently,

- UCB colleagues may not make any political contribution for, or on behalf of, UCB unless authorized by the Country Managing Director and the Legal Department or local legal counsel in writing. This includes contributions to candidates, office holders, political parties and political party officials. All proposed lobbying activities should be discussed with your manager or the Legal Department to determine whether they are appropriate, and whether disclosure rules may apply.
- If you receive a request for information from a government investigative agency, notify the Legal Department immediately in order to ensure that all appropriate steps are taken to protect UCB’s legitimate interests.
- Contact your manager and the Legal Department if you know or believe that a governmental investigation or inquiry is under way.
- Do not destroy company documents that relate to a known or suspected government investigation.





**Raffaele**  
living with epilepsy

# Our Shareholders

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Carlos  
living with Parkinson's

## Inquiries

Shareholders, investors, financial analysts, creditors, and other capital market participants are served by the Investor Relations team, based in Brussels HQ. However, they may from time to time call us seeking information on our Company operations, performance and outlook. Certain laws govern how such information must be disseminated. It is important to UCB's success that we meet these requirements and comply with the relevant laws in the countries in which UCB does business.

All inquiries about the Company's strategy, operations, performance, products, R&D and financial outlook must be referred to the Investor Relations Department for handling.

## UCB Confidential Information

UCB regularly produces valuable, non-public ideas, discoveries, strategies and other kinds of business information. UCB owns this confidential or proprietary information, just as it does other kinds of property. A few examples are sales, marketing and other corporate databases; marketing strategies and plans; pricing information; negotiations with third parties; customer and colleague records; manufacturing techniques; research and development results and strategies and technical data; proposals; inventions and developments. Various laws allow UCB to protect this information from use by outsiders as long as we use diligent efforts to keep the information confidential.

It is vital that all Company policies relating to the publication or any other disclosure of company technical or other information be closely followed. Failure to do so can result in disciplinary action, including, in serious cases, dismissal.

# The Code in Action

**John**, working at UCB supporting Clinical Trials, received a call from a financial analyst working for a well-known pension fund asking for information about UCB's phase 3 projects. Even though John knows that a lot of information about UCB and its R&D activities can be found on our

Company's website, he forwarded this request to Investor Relations as their core competence and responsibility is to comply with the capital markets laws and understand better what can and cannot be communicated.



## Consequently,

- No UCB colleague may respond to inquiries from members of the investment community (e.g., shareholders, brokers, investment analysts, etc.), government or the media and newswires, unless specifically authorized to do so.
- All information disclosed must be accurate and fairly presented with common access to this information for all stakeholders..
- All UCB colleagues must protect the confidentiality of UCB's proprietary information to ensure the Company receives the benefits it deserves.
- Do not discuss or expose UCB confidential information in public places, such as restaurants and airplanes, where others might overhear or observe. Be careful not to leave confidential material in public places, even for a short period of time.
- If you need to disclose any confidential information to third parties, you should get your manager's prior approval and make certain that a fully executed confidentiality agreement approved by the Legal Department is in place prior to the disclosure of such information.

## Intellectual Property — Patents, Trademarks, Trade Secrets and Copyrights

UCB's confidential and proprietary information is a valuable asset that must be protected by all UCB colleagues. This protection is available under laws concerning trade secrets and other forms of intellectual property, such as patents, trademarks, trade secrets and copyrights. It is important to identify and protect any new works of authorship, technological and medical advances, inventions or unique solutions to business problems. Company policies concerning the disclosure or publication of such information must be followed.

Please contact the Intellectual Property Department:

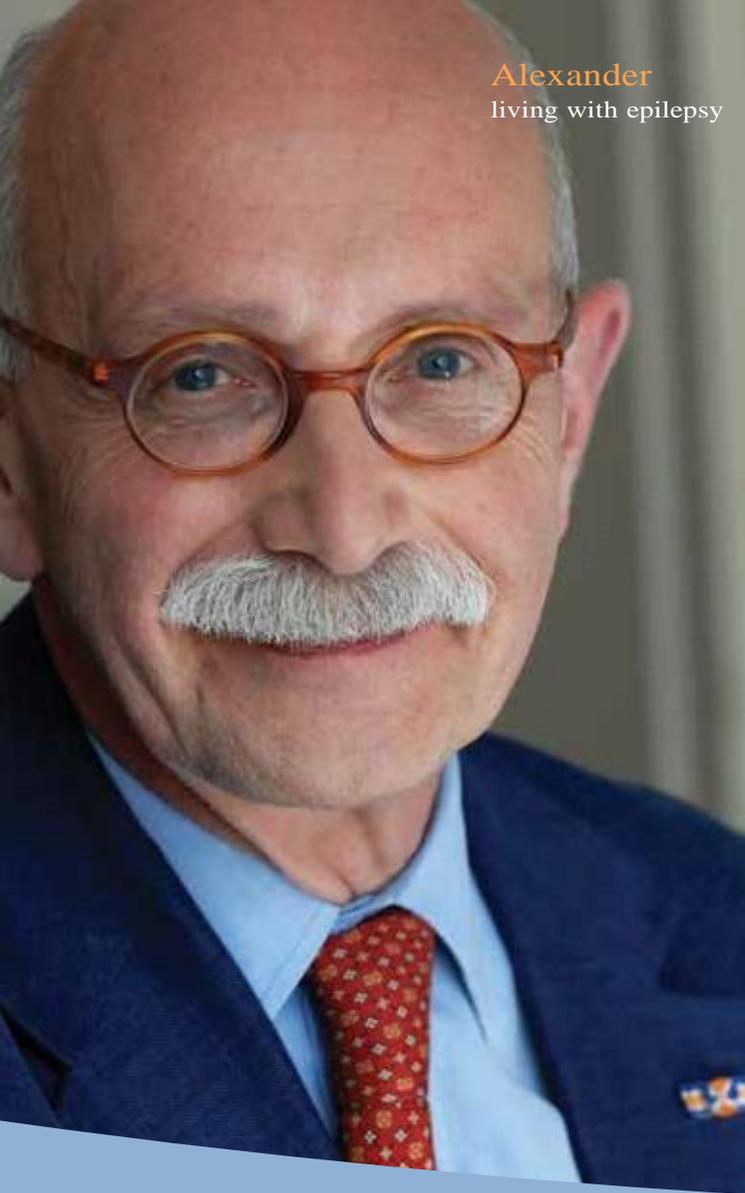
- If you have any questions regarding obtaining and using protection through patents, trademarks, copyrights and other applicable laws;
- If you suspect that a Company patent, trademark, copyright or trade secret is being infringed or misused;
- If you are in doubt about the premature publication or disclosure of any UCB confidential or trade secret information.



Esperanza  
living with RLS

All colleagues must protect the confidentiality of UCB's proprietary information to ensure the Company receives the benefits it deserves.





Alexander  
living with epilepsy

## Proprietary Information of Others

UCB respects the proprietary and confidential information of others. This includes written materials, software and other intellectual property. Copyrighted work or parts thereof may not be copied without the written permission of the

copyright holder or through an agreement with an authorized licensing body. Confidential business information, including computer records, from other companies or prior employers of our colleagues must not be brought to, or used by, UCB. Unlicensed software should not be loaded on any Company computer, nor should software licensed to the Company be copied to non-Company hardware.

## Consequently,

- Any product whose content is protected under a trademark should be marked with the appropriate symbol, such as “®” (registered trademark), “™” (trademark) or “sm” (service mark).
- Copyrighted works should contain the notice “© (Year) (UCB). All Rights Reserved.” The actual symbols and process may differ from country-to-country.
- You should not accept or use anyone else’s confidential information except under and in accordance with a written agreement approved by the Legal Department, and you should notify the Legal Department if you believe another company’s confidential information is being used at UCB improperly.
- You should not copy, use or store electronically or in hard copy, documents and materials (including computer software, audio, video or other recordings) that are copyrighted, unless you have written permission to do so from the owner, or an authorized body representing owners.

# The Code in Action

Joe, a technical manager at UCB, has purchased a subscription to an industry newsletter. He reads an interesting article that he would like to share with his colleagues, but he knows that it would violate copyright if he

were to photocopy the article or post it on UCB’s intranet. In order to copy this article, Joe must first get written permission by the copyright holder and should consult UCB’s IP Department or Informatics.





Atsumi  
living with epilepsy

## Competitive Information

In the course of business, UCB colleagues should actively pursue all appropriate and legal means to acquire information about the markets we compete in and the companies that compete in those markets. Doing so allows UCB to compete more effectively in the marketplace. While it is proper for UCB to obtain publicly available and/or non-confidential information, and it is not illegal to make use of it in conducting our business, UCB colleagues and others working on behalf of UCB must use only ethical and legal means for gathering such competitive information. Information about competitors should be obtained only from public sources, such as websites, published articles, public price bulletins, advertisements, brochures, public presentations and customer conversations. UCB recruits and hires colleagues of competitors, customers or vendors only because of their ability, and not because of their knowledge of proprietary information of their present or former employers.

## Trading Based on Insider Information

In order to protect the investing public, securities laws in some countries make it illegal for those with material inside information to buy or sell securities in a company (e.g., stocks, bonds, options, etc.). Inside information includes information that is not available to the general public. Information may be “material” if a reasonable investor would likely consider it important in deciding whether to purchase or sell a security. UCB colleagues must not trade on inside information about UCB, or any other company if such inside information received about that company was acquired by virtue of their employment by UCB. It is further unethical and may be illegal to pass on to anyone, non-public material information.

UCB has implemented guidelines and instituting procedures in this matter. Regardless of these guidelines, UCB continues to expect a perfect legal and ethical personal conduct from each of its employees. Refer to the UCB Dealing Code on private investments on the UCB website, and contact the Insider Trading Compliance Officer identified in that document if you have any questions.

# The Code in Action

**Robert**, a project lead for UCB, is working closely with one of UCB’s partners to develop our product. During this partnership, Robert occasionally is given information that is not readily available to others and that might have the ability to move the shares of the partner. Although Robert likes

to purchase stocks, he knows he cannot purchase stocks of this partner company, given his working relationship. He understands that it would give the appearance of insider trading were he to purchase stock in that company.



## Trading Based on Insider Information (continued)

You should not buy or sell securities if you have knowledge of material non-public information such as: introduction of an innovative new product; significant new contracts; changes in sales, dividends, profits, etc.; results of clinical trials relating to marketed and/or not marketed products; mergers, acquisitions and joint ventures; major developments in litigation; earnings statements and forecasts; expected governmental actions; material licensing agreements; confidential information you obtained about another company during the course of your work; and, in general, any material non-public information that a reasonable person could assume to influence the price of UCB shares.

Closed periods apply only to Key Colleagues and Insiders. All Insiders and Key Colleagues are personally informed of their situation and of the consequences.

## Fair Business Practices

UCB competes by providing superior products and services, never by engaging in unethical or illegal business practices. While we compete vigorously for business, our conduct must be consistent with the law and our commitment to integrity.

## Consequently,

- You should not obtain information through the use of unlawful or unethical means, such as misrepresentation, deception, theft or bribery.
- You should never receive or use information marked “confidential,” “privileged,” “proprietary” or the like belonging to another company except pursuant to an agreement with that company, nor disclose or use such information except as authorized by such an agreement.
- You should never use non-public information about a competitor, or belonging to a competitor, that is offered for sale.
- Do not trade based on insider information or give insider information to anyone else so they can trade.
- If you’re uncertain whether information is “material information,” please contact your line or project manager or Corporate Secretary or Investor Relations.

# The Code in Action

Lucy’s team, working at UCB biopharma brands, discussed the latest sales trend of UCB’s key products and upcoming activities to significantly broaden patient access. The same day over dinner, Lucy’s being pushed by some friends to sharing latest exciting news from her working experience at UCB —

especially in light of the latest share price development. While Lucy is happy to share her personal excitement working for UCB, she keeps information obtained during her team meeting confidential and refrains from any comment about the potential future share price performance.



## Competition and Antitrust Laws

In order to encourage and promote competition, most countries have competition or antitrust laws (laws that regulate the competitive behavior of companies in the market). Antitrust laws seek to safeguard the rivalry between competitors operating in a free market, with the ultimate aim of protecting the short- and long-term interests of consumers in terms of product price, variety and quality. Antitrust laws prohibit business conduct that inhibits competition on the merits.

Antitrust laws prohibit anti-competitive behavior, such as price-fixing conspiracies or agreements that have the object or effect of restraining trade, and other such conduct that improperly limits competition. All UCB colleagues must strictly comply with these antitrust laws.

UCB must always independently decide its business strategy, including how much it will charge for its products and where it will sell those products. All communications and dealings with competitors must have a legitimate business purpose, and that purpose can never be to agree on a course of conduct, or share sensitive business information, that would have the purpose, or the result, of reducing competition between UCB and its competitors.

All UCB colleagues should avoid creating even the appearance of an improper agreement or understanding by making sure all communications with our competitors are legal and appropriate.

## Consequently,

UCB colleagues should never engage in the following activities with competitors or those acting on their behalf:

- Fix prices — this includes adjusting prices, as well as setting minimum or maximum prices;
- Set or fix terms related to price, pricing formulas, credit terms, promotions, discounts, allowances, terms of sale, etc.;
- Attempt to illegally monopolize or dominate markets or abuse a dominant position in the market (Of course, you should always seek to increase UCB's business by providing better products and services than our competitors.);
- Divide up markets, customers or territories;

- Place restrictions or limits on production or sales;
- Rig any bidding process, including arrangements to submit false or sham bids; or
- Boycott any supplier, customer or distributor, or others in the marketplace.

If a competitor begins discussing any of these topics, you should leave the discussion immediately, tell everyone present that you are leaving because the conversation is inappropriate, have your departure noted in the meeting minutes and report the incident to the Legal Department immediately. Similarly, if you receive an e-mail, other written communication or a telephone call from a competitor seeking information or cooperation on a given issue, you should advise your manager and the Legal Department immediately.

If you have any questions, you must ask for guidance from the Legal Department.

In order to comply with antitrust laws, you should:

- Ask for guidance from the Legal Department, if you are uncertain as to whether UCB is in a dominant position in a particular market, before selling any products below cost (under certain circumstances, this could be considered illegal "predatory" pricing);

- Avoid tying the sale of one product to the sale of another ("bundling") unless permitted locally and by Senior Management, offering loyalty discounts or charging different prices to customers who compete with each other, if you assess that UCB may be in a dominant position in the concerned market;
- Always consult the Legal Department on any strategies related to loss of exclusivity for UCB products and generic entry.





Jose Maria  
living with Parkinson's

All UCB colleagues must comply with all applicable anti-bribery laws worldwide.

## Corruption: Bribery and Extortion

In many countries, the government is both the regulator of UCB's products and a major customer.

UCB often retains the services of scientists and doctors for consulting and research activities. In many countries, to the extent these are full- or part-time colleagues of public institutions, such doctors or scientists may be considered government officials. Many countries have laws that forbid offering, promising, paying or authorizing any payment or offering, promising, giving or authorizing the giving of anything else of value (directly or indirectly) to a government official to influence an official act or decision or to secure a business advantage. These laws apply even when the payment is made outside of the government official's home country (e.g., Foreign Corrupt Practices Act (FCPA) in the US and the UK Bribery Act).

Many of the anti-bribery laws to which UCB and its colleagues are subject also prohibit bribery and extortion in the private sector. That means that no money or other thing of value should be offered, promised or given to anyone in the private sector for the purpose of causing the recipient, or some other person, to violate his or her duty of loyalty to his or her employer.

In addition, the "anti-kickback" laws in the United States prohibit illegally inducing someone to recommend or purchase a healthcare product or service covered by a government healthcare program. Similar laws exist in other countries.

Bribery and extortion is illegal everywhere, and UCB and its colleagues will not engage in it. That includes the receipt of bribes that would or might cause a UCB colleague to violate his or her duty of loyalty to UCB. Remember also that UCB cannot do indirectly — that is, through a distributor or other business partner, including an agent or other intermediary — what it cannot do directly.

All UCB colleagues must comply with all applicable anti-bribery laws worldwide. Violations of these laws can result not only in the loss of business but also may lead to severe criminal and civil penalties for UCB and the individuals involved. Consult with the Legal Department if you have questions about any of the foregoing prohibitions, either generally or in a particular context. If you are uncertain, ask before you act. In addition, be certain that entries in UCB's books and records correctly reflect all transactions, including any payment or hospitality that has been provided to anyone not employed by UCB.





**Carola**  
living with Parkinson's

## Consequently,

You should never use unfair practices, such as:

- Making false or disparaging statements about competitors or their products or services;
- Stealing or misusing competitors' trade secrets;
- Illegally cutting off a competitor's source of supply;
- Knowingly inducing customers to break contracts with competitors;
- Illegally requiring someone to buy from UCB before we will buy from them;
- Offering, promising, paying, authorizing — or receiving — bribes to help UCB's business or hurt a competitor; and
- Taking unfair advantage of any other company or person through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair dealing or illegal business practice.
- Never offer, promise, make or authorize improper payments — or offer, promise, give or authorize the giving of money, gifts, services or other items of value — to (a) government officials, including colleagues of public institutions, or (b) persons who can purchase, prescribe or promote UCB's products, or (c) anyone in the private sector to prompt the recipient or some other person to violate his or her duty to his or her employer.
- Never accept any money or anything else of value from anyone that might or would tempt you to violate your duty of loyalty to UCB.

# The Code in Action

**Sven**, a medical director with UCB, was contacted to sponsor a scientific congress. The scientific program was great, and the faculty members were recognized experts. However, Sven was not comfortable with the selected venue, a golf resort, as it could clearly give the impression that the sponsors were financing entertainment for the participants. He knew that this was clearly against anti-bribery laws

and UCB policy. He decided to set up a meeting with the organizer to discuss this concern. The latter had not thought about it, and he agreed that it would be preferable to change the venue. Thanks to this, UCB was able to sponsor the congress, which was later recognized for the quality of scientific information provided to the participants.



## Accuracy of Books and Records

The integrity of UCB's books, records, accounting practices and public filings is of utmost importance. UCB may be required in many countries to report operations and/or results in accordance with appropriate accounting principles.

Similarly, regulatory authorities require accurate and complete documentation of activities associated with good manufacturing, clinical, laboratory and other such practices. Records should be retained only as required under Company and/or relevant departmental record retention policies.

All documents that are produced for an official purpose must be accurate and up-to-date. Providing false or misleading records is always wrong, and doing so when records are maintained or produced for official purposes is a serious violation of law.

In addition, the anti-bribery laws to which UCB and its colleagues are subject generally require that UCB's books and records contain accurate and reasonably detailed information concerning transactions involving UCB. They also generally require the development and implementation of financial controls ensuring that funds are expended or received by UCB only in accordance with management instructions.

In many countries, UCB is required to file pricing information with regulatory authorities and others. UCB management is committed to full, fair, accurate, timely and understandable disclosure in documents filed with or submitted to government agencies worldwide. Every colleague of UCB must help ensure the timely and accurate reporting of such business information. All applicable laws, regulations, external accounting requirements and company procedures for reporting and disclosing financial information must be followed as required by the laws of every country in which UCB does business.

## Consequently,

- All records related to any actual or anticipated litigation or investigation must be properly maintained.
- The Company's costs, sales, shipments, time sheets, vouchers, bills, payroll and benefits records, regulatory data and other essential Company information must be accurately recorded and reported.
- All financial and non-financial arrangements with customers and others must be appropriately recorded so that UCB can abide by all government contracting and price reporting requirements, including those under any applicable healthcare programs.
- No false or misleading entry should ever be made in any report or record.
- Company records must not be altered or destroyed, except as authorized by established Company policies and relevant laws.
- Company assets must not be sold, transferred or otherwise disposed of without appropriate documentation and authorization. Similarly, all contracts and other financial transactions must also always have appropriate documentation and authorization.
- UCB's colleagues are expected to fully cooperate with UCB's auditors, both internal and external.





**Paulette**  
living with osteoporosis

# Raising Compliance Concerns

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UCB Code of Conduct: Performance with Integrity

## Raising Concerns and Seeking Advice

All UCB colleagues and others acting on behalf of UCB are expected to fully observe all governmental and company quality standards and always act ethically and with integrity.

UCB's Global Business Practices Policy does not and cannot answer every question that might arise about the subjects discussed in this Code. In most cases, UCB colleagues will be able to make informed decisions regarding the application of this Code. In other cases, you may need to consult with others. If you need additional advice, you are encouraged to contact:

- Your manager,
- The Compliance Department,
- The Legal Department, or
- The Human Resources Department.

Each UCB colleague is expected to report to his/her manager, the Compliance Department, the Legal Department, or Human Resources any known or suspected violations of law, regulation or Company policy/procedure, as soon as he/she becomes aware of them. You should also raise concerns about risks of such violations before these risks become actual problems. You should speak up if you believe that you or your co-workers risk violating laws, regulations or Company policies, or if you find yourself uncomfortable with a situation. When in doubt, raise your concerns.

Reporting systems (toll-free numbers or secured website) are established to allow each and every colleague the opportunity to report compliance concerns anytime in their native language, confidentially and directly to a UCB Compliance Officer.

You can directly access the UCB Integrity Line™ online at [www.ucbintegrityline.com](http://www.ucbintegrityline.com) to submit an online report via telephone. This information may also be found on the UCB Plaza site and the UCB Corporate Websites.



Valeria  
living with RLS

In most cases, colleagues will be able to make informed decisions regarding the application of this Code.





Thomas  
living with epilepsy

Colleagues are expected to cooperate with internal investigations and provide truthful and complete information.

## Internal Investigations

UCB will investigate alleged and potential violations of this Code and other Company policies and procedures as well as government laws and regulations, including the review of documents and e-mail communications stored on, sent from or received on Company-issued communication devices. UCB colleagues are expected to cooperate with internal investigations and provide truthful and complete information. Failure to do so may result in disciplinary action, including possible termination of employment.

## Disciplinary Action

Adherence to law, regulation and Company policy, including this Code, is the responsibility of all UCB colleagues. Any violation of law, regulation or Company policy can result in corrective or disciplinary action up to and including termination of employment.

## Retaliation

Retaliation against any colleague who in good faith seeks advice, raises a concern or reports misconduct is strictly prohibited and will not be tolerated. UCB ensures protection against any form of retaliation for reporting in good faith actual or suspected violations of applicable policies and procedures, regulations and laws and, within the boundaries of the law, protects the confidentiality and anonymity of anyone reporting such information. Appropriate corrective or disciplinary action may be taken against any individual who has intentionally made a false report.

This “no retaliation” policy is not intended to protect a person who is involved in wrongdoing or who has other performance problems. If you suspect that you have been, or someone you know has been or is being, retaliated against for making a report, you should contact Human Resources, the Compliance Department, or the Legal Department immediately.



## Handling Situations Not Explicitly Covered in this Code

The UCB Code of Conduct does not describe or cover every potential situation you may encounter. If you find yourself in an uncertain situation, you should always ask yourself first whether it may be illegal or unethical. Whenever you are uncertain, do not hesitate to seek additional guidance from your line manager, the Compliance Department or the Legal Department.

Your commitment to act in an ethical and compliant way and perform with integrity is key to achieving our ultimate goal of providing superior and sustainable value for patients.

## Consequently,

- Each colleague is expected to report to his/her manager, the Compliance Department, the Legal Department or Human Resources any known or suspected violations of law, regulation or Company policy/procedure as soon as he/she becomes aware.
- UCB colleagues are expected to cooperate with internal investigations and provide truthful and complete information.
- UCB ensures protection against any form of retaliation for reporting in good faith actual or suspected violations of applicable policies and procedures, regulations and laws and, within the boundaries of the law, protects the confidentiality and anonymity of anyone reporting such information.



**Ursula**  
living with Parkinson's

Colleagues are expected to cooperate with internal investigations and provide truthful and complete information.





Inspired by patients.  
Driven by science.

UCB Code of Conduct:  
**Performance with Integrity**



