

Roche Group Code of Conduct



Roche Group Code of Conduct



Behaviour in Business

Dear Colleagues,

Roche is recognised as a leader in creating, producing and marketing high-quality, innovative healthcare solutions for unmet medical needs. Our framework and our purpose statement focus on the patients, and our corporate values guide our decisions and behaviour. We do business in a responsible and ethical manner, with a high commitment to sustainable development. We create a positive impact for individuals, society and the environment.

The science of medicine has allowed us to make incredible advances in diagnosing and treating diseases. The digital revolution in healthcare provides new ways to collect high-quality data from patients. In this new environment, it is more important than ever for everyone at Roche to take responsibility for the proper management and protection of data and information, which need to be findable, accessible, shareable and handled with the appropriate care, security and confidentiality. This is essential to protect both our own interests and those of the patients and our stakeholders.

Roche's reputation is one of its most valuable assets. Our stakeholders expect us to do the right thing. Each and every employee has a responsibility to foster and protect Roche's reputation. We make every effort to build a culture of mutual trust that encourages the free exchange of views and opinions. A liberal working environment is critical to our success. By fostering a culture of empowerment and a compliant mindset where everybody feels free to express their opinion, we create an attractive workplace.

Roche is convinced that integrity is and will remain the basis of our sustainable and successful business. The Roche Group Code of Conduct clearly expresses Roche's expectations as your employer and provides you with practical guidance, examples and references to further useful information. Moreover, it can be regarded and used as a "business card" which evidences Roche's commitment towards making a valuable and sustainable impact on society.

The Corporate Executive Committee and the Board of Directors of Roche Holding Limited have formally endorsed this updated Roche Group Code of Conduct.

I expect you to implement the Roche Group Code of Conduct in your daily business and act as a Roche ambassador. Thank you for your support.



Severin Schwan
Chairman of the Board of Directors

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Introduction

Roche Group Code of Conduct

Defining how we do business – every day, everywhere

Roche's good reputation depends on its integrity in business.

In all interactions with our stakeholders we are committed to doing the right thing.

The Roche Group Code of Conduct refers to our purpose statement and expresses the expectations that Roche has as an employer towards its employees. All Roche companies are obliged to adopt all measures necessary to implement the Roche Group Code of Conduct locally.

All employees and all others acting on behalf of Roche must comply and make judgments in accordance with the Roche Group Code of Conduct, regardless of their location and the nature of their work. Following the "OneRoche Approach" principle, the standards set forth are equally binding for the Group Functions, the Pharmaceuticals Division and the Diagnostics Division.

The Roche Group Code of Conduct is designed to guide our business behaviour and provides practical guidance, examples as well as references to further useful information. Additional compliance documents and tools which have been established are an integral part of Roche's comprehensive Compliance Management System (cCMS). However, these materials are not a substitute for our individual responsibility to exercise good judgment and common sense.

If you don't find an explicit answer to a specific question, keep in mind that the Roche Group Code of Conduct should always be interpreted in the spirit of our purpose statement and our corporate values.

User-friendly training tools, such as e-learning programmes (for example "Roche Behaviour in Business", RoBiB) have been developed to help explaining the key messages of our Roche Group Code of Conduct.

Adherence to the Roche Group Code of Conduct is a condition of employment. Each employee is expected to read and comply with it. In cases of doubt about the correct behaviour, employees have to seek help and advice.

Roche does not tolerate violations of the Roche Group Code of Conduct and is fully committed to handling non-compliance cases adequately. Employees must be aware that violations can have serious consequences for the company as well as for themselves.

Q&A

Does the Roche Group Code of Conduct apply to everyone in the Roche Group?

Yes. All employees and all others acting on behalf of Roche must comply with the Roche Group Code of Conduct, regardless of their location and the nature of their work.

I am requested to complete the RoBiB e-learning programme. Due to other urgent business activities, I do not find time to complete the e-learning programme. I set priorities and decide not to complete it. Have I made a good decision?

No. Since e-learning programmes such as RoBiB are designed to support you in your endeavours to comply with the Roche Group Code of Conduct, it is in your own interest to complete them carefully.

We are all expected to:

- behave with integrity and help maintain Roche's good reputation;
- seek help and advice in case of doubt;
- be aware that violations of the Roche Group Code of Conduct are not tolerated and can have consequences for Roche and ourselves.

Roche Framework

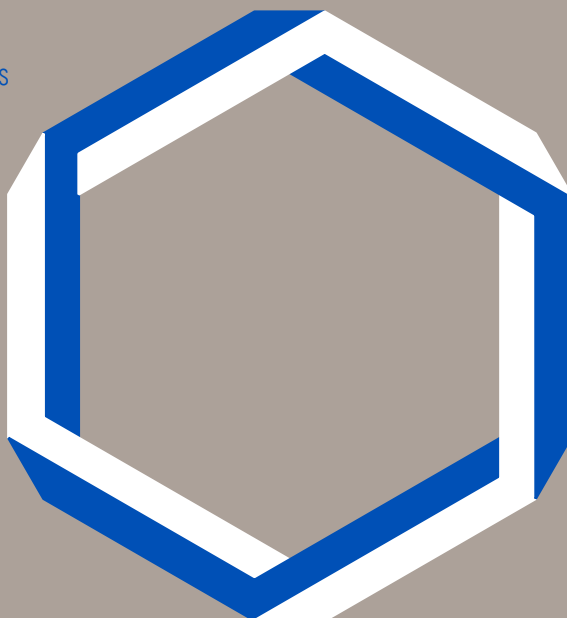
We focus on finding new medicines and diagnostics that help patients live longer, better lives and evolve the practice of medicine

What we do

Our focus
Fitting treatments to patients

Our distinctiveness
Excellence in science

Our delivery
Value for all stakeholders



How we do it

Our leadership
Inspiring outcomes that matter

Our ways of working
Agile and networked

Our set-up
Built for innovation

Roche Purpose Statement

Describing who we are, what we aspire to and how we want to work

Doing now what patients need next

We believe it is urgent to deliver medical solutions right now – even as we develop innovations for the future. We are passionate about transforming patients' lives. We are courageous in both decision and action. And we believe that good business means a better world.

That is why we come to work each day. We commit ourselves to scientific rigour, unassailable ethics and access to medical innovations for all. We do this today to build a better tomorrow.

We are proud of who we are, what we do and how we do it. We are many, working as one across functions, across companies and across the world.

We are Roche.

Roche sustainability approach

Our impact on society

Since the foundation of our company in 1896, Roche has made many sustainable marks on a local and global level. Roche's approach to sustainability is holistic, focusing on patients, people, partners and the planet.

The long-term thinking of our founders and the backing of the owner families, which still hold a majority controlling stake, allow us to stay true to this vision and shape the way we make a difference to the lives of millions of patients around the world. Roche's biggest impact on society is the research and development of new medicines, diagnostics and personalised health-care solutions. Roche has a successful legacy in this area: Over 30 Roche drugs are listed as essential medicines by the World Health Organization (WHO).

We run our business in an ethical and responsible way by creating value for our stakeholders. Sustainability is an integral part of our business and forms the foundation of our business strategy. As a global healthcare company, we are committed to supporting the UN Sustainability Development Goals (SDGs) in line with our business strategy; in particular SDG 3, which aims at ensuring healthy lives and promoting well-being for all.

Our commitment to long-term thinking is further embedded in our five-year corporate goals, which serve as a bonus-relevant yardstick and against which progress is monitored annually. We focus our reporting around relevant topics which are assessed by an integrated materiality process and result in positive impact on society. We are committed to non-financial reporting excellence, e.g. by applying the standards as set forth by the Global Reporting Initiative (GRI).

An open and constructive dialogue with our stakeholders is crucial to improving our ability to create sustainable value and growth. Our Roche Corporate Sustainability Committee (CSC) elaborates a number of position papers on sustainability topics; each position paper addresses specific expectations and concerns of our stakeholders and can and should be used for consistent communication.

In addition, we provide further information on sustainability topics to our stakeholders using different information channels. For example, we provide further information on the sustainable construction of our buildings, which covers the entire lifecycle of a building and offers solutions for circular economy and energy efficiency as well as the improvement of the workplace comfort.

Q&A

How can I sum up Roche's understanding of sustainability in one sentence?

Creating value for our stakeholders through improving lives – now and in the future.

What is Roche's approach to sustainability?

Roche's approach to sustainability is holistic, focusing on patients, people, partners and the planet.

How is sustainability managed at Roche?

No single department is responsible for managing sustainability. Instead, all employees are encouraged to embed sustainability into their work. To support this, the Roche Corporate Sustainability Committee (CSC) is responsible for developing the Group's sustainability strategy and guidelines, and reports on related activities and progress. It is also responsible for assessing and prioritising material social, environmental and ethical topics.

We are all expected to:

- live Roche's commitment to sustainability in our daily business;
- act as Roche sustainability ambassadors.

Further information and guidance can be found on the Roche Internet and Intranet. To learn more about the sustainable impact of Roche products on society, read the booklet "Lifesavers for Millions"; you can order a free copy at Roche Group Communications.

Personalised healthcare

The right treatment for the right patient

Convergence of medical knowledge, technology and data science is revolutionising patient care. Roche is spearheading the next generation of healthcare with partners around the globe. We are bringing together a unique understanding of human biology with new ways to analyse health data. Our vision is to ensure that the screening, diagnosis, treatment and even prevention of diseases will more quickly and effectively transform the lives of people everywhere – ensuring the right treatment for the right patient at the right time.

The science of medicine has allowed us to make incredible advances in diagnosing and treating diseases. But the complexity of human biology is staggering. Every person is unique and in many ways, so are diseases. Yet the digital revolution in healthcare provides new ways to both collect high-quality data from each patient and connect it to data from large pools of other patients for analysis. This enables us to arrive at a deeper understanding of how to treat an individual. Only then can we see what distinguishes each of us as individuals, and translate that into personalised and thus improved care for every person.

We are committed to use artificial intelligence (AI) and real-world data (RWD) in a responsible and trustworthy way. RWD denotes data relating to patient health which is collected as part of routine healthcare practice instead of data generated through conventional clinical trials in dedicated research settings. RWD are seen as a potentially rich and underutilised source to generate insight as to how approved diagnostics systems and medicines affect outcomes for patients under real-world conditions. Roche views RWD as a credible source of scientific information and evidence, provided that the data is of high, fit-for-purpose quality and the analysis is subjected to scientifically rigorous study design and analytical methodologies.

Roche applies appropriate measures to protect individuals' privacy rights by anonymisation and pseudonymisation or its equivalent concepts in other privacy laws (e.g. de-identification). The same is expected from our service providers and collaboration partners.

Q&A

What is meant by personalised healthcare?

Personalised healthcare means the right treatment for the right patient.

I'm interested in Roche's position on real-world data. Where can I find information about Roche's position?

In the position paper "Roche's Position on Access to & Use of Real World Data".

How does Roche make sure that data privacy of patients is adequately protected?

Roche has adequate governance and further safeguards in place (see also chapter on data privacy).

We are all expected to:

- understand and support personalised healthcare.

Further information and guidance can be found on the Roche Internet and Intranet.



Responsible
business

Access to healthcare

Our commitment to sustainable healthcare

Significant breakthroughs in diagnosing and treating serious diseases, as well as improvements in the delivery of healthcare, have steadily improved health outcomes and increased life expectancy. Universal access to medical innovation and quality healthcare remains a global challenge and an ethical issue. Our aim is for every person who needs our products to be able to access and benefit from them.

Finding equitable and sustainable solutions to the global barriers to healthcare can only be achieved through persistent commitment and joint action by multiple stakeholders. It requires many players – public authorities, healthcare providers, patient organisations, non-governmental stakeholders, local communities and the healthcare industry – to work closely together.

As a global healthcare company, Roche shares a responsibility to tackle the challenges of improving access by overcoming barriers. We pursue sustainable and comprehensive solutions that are tailored to local healthcare needs. In addition to our key contribution as an innovator of new medicines and diagnostics, we focus on key factors which need to be in place to successfully improve access to effective, quality healthcare: awareness, diagnosis, healthcare capacity and funding, but also prevention, early detection and monitoring of diseases. We do this in order to deliver on our global access vision that aspires to enable broad, rapid and sustainable patient access to our innovative offerings.

As a general rule, we believe that supporting improvements in healthcare systems has much more impact than product donations. Hence, drug and diagnostic donations are not a core component of our policy or practice to increase sustainable access to our innovative offerings globally.

All access programmes need to be compliant with all applicable laws, regulations and industry codes, including but not limited to topics such as pharmacovigilance, pricing policy, patient data protection, antitrust requirements and integrity standards related to interactions with business partners and other stakeholders.

Q&A

What is meant by access to healthcare?

Our aim is that every person who needs our products is able to access and benefit from them. Thus we pursue sustainable and comprehensive solutions that are tailored to local healthcare needs, taking into account income levels, disease patterns, disease cause, political commitment to healthcare and healthcare infrastructure.

What do I do if I receive a request for free products?

Requests that Roche receives from organisations seeking medicine or diagnostic donations are evaluated for exceptional consideration only on an emergency basis and should be referred to the Corporate Donations and Philanthropy Department.

We are all expected to:

- ensure that all access programmes are fully compliant with applicable laws, regulations and industry codes;
- collaborate in a transparent and responsible way with different stakeholders to enable access to our products and services.

Further information and guidance can be found on the Roche Internet and Intranet.

Patient groups and patients

Integrity and transparency determine our collaboration with patient groups and patients

Collaborating with patient groups and patients in every part of the life cycle of our medicines and diagnostics is core to achieving Roche's purpose.

Sustainable partnerships with patient groups and patients is an efficient way to get valuable perspectives, knowledge and experience that influence Roche's work across therapeutic areas – from drug development to regulatory approval, access and health policy. We collaborate with patient groups and patients on projects ranging from real-world data (e.g. FMI and Flatiron), access to medicines, disease awareness to clinical trial design.

Different stakeholders, e.g. governments, trade associations (such as EFPIA, MedTech Europe and AdvaMed), the public and the media, call for integrity and transparency in terms of how the industry interacts with patient groups and request the disclosure of financial and in-kind support provided by the industry. Annually, Roche publishes the names of all patient groups it works with globally, and the support provided to them, on various channels.

Roche consistently applies high standards of conduct in its collaboration with patient groups and patients. All collaborations with patient groups and patients are based on the common values of integrity, independence, respect, equity, transparency and mutual benefit.

Q&A

I am working in the commercial department. In order to increase sales, I intend to give a financial contribution to a patient group as a return for the patient group's public support of the Roche product I am responsible for. Is this behaviour correct?

No. You must respect the independence of the patient group and are not allowed to abuse the patient group as a marketing tool.

I am collaborating with a patient group in specific projects and sometimes the personal data of patients is shared with me. What do I have to do?

It remains your duty to make sure that personal data related to the specific project is adequately protected.

We are all expected to:

- respect patient groups and patients as important stakeholders;
- base collaboration with patient groups and patients on the standards of integrity, independence, respect, equity, transparency and mutual benefit.

Further information and guidance can be found on the Roche Internet and Intranet. For specific information consult the Roche Directive on Collaborating with Patient Groups and Patients.

Government bodies and public officials

We consider and respect government officials as important stakeholders

Government bodies and public officials play an important role in society, for example by establishing and maintaining the necessary conditions and institutions for economic stability, social cohesion and environmental protection as well as for providing access to healthcare for their citizens. Roche participates in public-private partnerships and thereby invests in infrastructure, provides access to healthcare and strengthens a sustainable healthcare system development.

We are convinced that proactively and responsibly engaging with public policy stakeholders is a fundamental aspect of good governance. We seek to inform and work closely with government officials in order to highlight and address the issues that affect the healthcare industry and advance its regulatory framework.

As we focus on finding new medicines and diagnostics that help patients live longer, better lives and that evolve the practice of medicine, we believe that it is our responsibility to share relevant data and insights, as well as our perspective, to inform the public debate.

We strive to strengthen stakeholders' understanding of and trust in our business, explaining what, why and how we do it and our impact on society. We are convinced that this responsible and constructive form of lobbying is in the interest of all parties involved and of society as a whole.

Roche is committed to participating in a constructive, transparent and responsible dialogue with government officials by providing and exchanging relevant, coherent, conclusive and honest information.

Roche remains independent of any political affiliation. Where appropriate, Roche discloses contributions to associations and political institutions publicly and signs up in transparency registers of public authorities.

Q&A

What is the value of responsible lobbying?

Lobbying gives political decision-makers a better understanding of how their actions are perceived by key stakeholders. This is why companies and industry associations routinely engage in lobbying. Roche is committed to joining the political debate in an open, legitimate and responsible way.

A former Roche colleague is running as a candidate for a local government position and I am asked to support his campaign with a personal financial contribution. Is this okay?

Roche respects the right of its employees to support political or charitable activities personally as long as this support is not associated with Roche. Therefore, you are free to support your former colleague's campaign personally.

We are all expected to:

- interact with government bodies and public officials in a proactive, honest, transparent and responsible way;
- apply the Roche standards of business integrity in all our interactions.

Further information and guidance can be found on the Roche Internet and Intranet. For specific information consult the Roche Working with Government Officials: Good Practice Guidelines.

Business partners

We expect high standards of performance and integrity from our business partners

Our business partners play an important role as enablers of our sustainable growth and overall success.

All dealings by Roche with its business partners are executed on the basis of sustainability, integrity, high quality of the requested product(s) and service(s), availability, competitive prices, best suitability and innovation. Roche has set forth principles regarding appropriate remuneration of its business partners, such as suppliers, consultants, distributors, advisers or agents.

Roche expects that the behaviour of its business partners complies with applicable laws, regulations, industry codes and contractual terms, as well as with generally accepted sustainability standards, such as protection of human rights, safety and environment, prohibition of child or forced labour, and anti-corruption. Roche expects that business partners respect confidentiality of Roche's data, information and especially trade secrets and take appropriate measures to maintain confidentiality and to protect against disclosure and misappropriation.

Roche supports the industry principles for responsible supply chain management and has set forth its expectations in the Roche Supplier Code of Conduct.

Before entering into a business engagement, Roche performs a risk-based due diligence of the potential business partners to get first-hand assurance about their integrity, quality, suitability, credibility and commitment to sustainability. After signing of the contract and adequate instruction concerning integrity and other duties, the due diligence of business partners takes on the form of monitoring to ensure compliance.

Business partners can seek help and advice regarding the implementation of the Roche Group Code of Conduct as well as report a potential non-compliant situation which they face in connection with a Roche business directly to the Roche Chief Compliance Officer.

If a business partner does not comply with applicable laws, regulations, industry codes, contractual terms or generally accepted sustainability standards, Roche requests appropriate remedial measures and will, if necessary, terminate the cooperation.

Q&A

I work with a consultant. He has asked me for high remuneration for his services which in my opinion is clearly above a fair market price. What shall I do?

Roche has set forth the principles regarding the remuneration of its business partners in the Roche Directive on Integrity in Business. Accordingly, the remuneration should be in line with the fair market value of the services provided. Otherwise, you should not accept the consultant's request. Immediately inform your Line Manager and the local Compliance Officer and contact Procurement to discuss an appropriate solution.

How can we get assurance that our business partner lives up to our integrity expectations?

Prior to entering into a business engagement, we perform a risk-based due diligence, stipulate related legal terms in the contract, perform continuous monitoring and take further adequate measures, if necessary.

We are all expected to:

- interact with all our business partners with integrity;
- obtain and maintain assurance about the integrity, quality, suitability, credibility and sustainability of our business partners before and during a business engagement;
- request appropriate remedial measures if we become aware of a non-compliance issue with a business partner.

Further information and guidance can be found on the Roche Internet and Intranet. For specific information consult the Roche Policy on Third Party Spend and the Roche Supplier Code of Conduct.

Investors

We dialogue with investors in a transparent way

Investors are interested that Roche delivers an adequate and sustainable return on investment, maintains its reputation, performs a comprehensive risk assessment, including environmental, social and governance aspects, and creates a positive impact on society.

Roche is committed to dialogue and engage with investors in a transparent, timely and consistent way. Roche provides useful tools and platforms to convey and report integrated information, e.g. our shareholders assembly, roadshows, investor updates and our global website.

In addition, we inform the competent authorities and the market about stock price-relevant information.

Our stable shareholder structure with the ownership of members of the founder's families, who are closely associated to a shareholder group with pooled voting rights, enables Roche to have and to apply a long-term business perspective.

We are committed to benchmark our business strategy and our achievements against the industry and corporate best practice. We participate in globally acknowledged benchmark surveys, e.g. the Dow Jones Sustainability Indices (DJSI).

Media contacts are managed by experts in the Media Relations team, whilst interactions with investors are dealt by the Investor Relations team. Roche employees must direct all media and investor inquiries to these teams.

Q&A

Why is it important that Roche communicates and engages in a transparent way with investors?

Besides the fact that in many ways this is a legal requirement, it is in the interest of Roche to sustain a trustworthy and long-term relationship with its investors.

Why is Roche participating in globally acknowledged peer review surveys?

Roche participates in carefully selected surveys, since this enables us to benchmark our business strategy and our achievements against industry and corporate best practice. In addition, results help us to enhance the engagement of our employees, as well as to attract new employees and investors.

We are all expected to:

- direct any inquiries by investors or financial analysts to the Investor Relations team;
- benchmark our achievements against the industry and best practice.

Further information and guidance can be found on the Roche Internet and Intranet.

Human rights

Human rights are embedded in all our business

Since the foundation of our company in 1896, Roche as a multinational enterprise has in many ways fostered human rights in our own operations, in our value chain and our activities related to our business. This valuable contribution to society is acknowledged by many stakeholders. We monitor and evaluate our activities, provide evidence and actively engage with our stakeholders.

The “Ruggie Framework”, consisting of the three pillars “Protect, Respect and Remedy”, was approved by the UN Human Rights Council in 2011 when it adopted the UN Guiding Principles on Business and Human Rights (UNGPs). It has received widespread support from governments, business and society. As a result, countries have issued a national action plan in order to nationally implement the UNGPs.

Roche acknowledges, supports and respects the UNGPs. We are equally committed to complying with the 10 UN Global Compact Principles; the Universal Declaration of Human Rights; and the Fundamental Principles and Rights at Work stipulated by the International Labour Organization.

We strive to embed human rights in existing operations by multiple means: assess the risks, increase awareness, foster due diligence, strengthen the legal framework, collaborate in collective actions, open dialoguing and transparent reporting. Where faced with human rights violations, we implement adequate remediation.

Q&A

I heard informally that one of our suppliers is under investigation for using child labour. Should I ignore this rumour?

No. Roche protects human rights and does not tolerate behaviour which is not in line with applicable laws and generally accepted sustainability standards. You should immediately speak up and bring this information to the attention of your Line Manager. Roche will investigate the matter and take further appropriate steps.

I am interested in human rights topics. Where can I find information about Roche's position, e.g. on forced and child labour?

In the Roche Position Paper on Respecting Human Rights and in the Roche Group Employment Policy.

We are all expected to:

- enable and foster human rights in the sphere of our influence;
- speak up in case of a suspected human rights violation;
- perform risk-based due diligence when working with business partners.

Further information and guidance can be found on the Roche Internet and Intranet.

Philanthropic initiatives

We engage in philanthropic giving as part of our sustainability efforts

Roche has a rich history in philanthropic giving.

Roche's approach to philanthropic donations and non-commercial sponsorships mirrors our sustainable business model and innovation culture.

When assessing projects, we focus on the potential impact rather than on cost. Impact is the measure of value and success. All philanthropic donations and non-commercial sponsorships have to be carried out in an ethical way.

By way of example, Roche has been partnering with the International Committee of the Red Cross (ICRC) for more than 100 years, contributing to water and habitat activities in several countries around the world.

Initiatives are decided in line with the Roche Policy on Philanthropic Donations and Non-commercial Sponsorship, which clearly stipulates that contributions must fully comply with our high integrity standards. Philanthropic donations and non-commercial sponsorships must not be used for the purpose of any form of corruption or improper advantage.

Roche employees support philanthropic initiatives, e.g. by participating in the annual Roche Children's Walk to raise money to support vulnerable children across the globe.

Roche supports its employees who personally engage in community activities, such as the Roche Secondment Programme, which enables Roche employees to support non-governmental organisations with their knowledge on healthcare-related topics.

Q&A

Why is it a good thing to participate in the Roche Children's Walk?

By participating in the Roche Children's Walk you help to raise money for children who need it urgently. The money that you collect will be doubled by Roche and 100% of it will be invested in supported projects.

I receive a request from a sports club asking Roche for a financial donation. What do I do?

Philanthropic donations are decided by local management of the affiliate concerned. Global projects are handled by the Corporate Donations and Philanthropy Department. The decision-maker has to assess whether a specific request is in line with the principles as set forth in the Roche Policy on Philanthropic Donations and Non-commercial Sponsorship.

We are all expected to:

- address any request for philanthropic sponsorship and non-commercial donation to the responsible Roche decision-maker.

Further information and guidance can be found on the Roche Internet and Intranet. For specific information consult the Roche Policy on Philanthropic Donations and Non-commercial Sponsorship.



Our products
and services

Innovation, product stewardship and biodiversity

We create innovative products and services that meet high standards of quality and product stewardship

Our products and services help to prevent, diagnose and treat diseases, thus enhancing people's health and improving their quality of life.

Since the foundation of our company in 1896, the Roche name has stood for innovative, high-quality products and services. Innovation and quality are fundamental pillars of our history, and of our strategy and culture. Together with excellence in product stewardship, they provide us with a tremendous competitive advantage.

Innovation is a critical driver for building a better tomorrow and delivering what patients need next: improving products and services in existing therapy areas and addressing the significant unmet needs in novel areas. We are a research-based healthcare company and want to innovate and launch transformational treatments, improve the standard of care and further improve people's lives.

One of our goals is to achieve high standards of quality in everything we do. A foundation for quality management is delivering continuous improvement of products and business processes.

The aim of product stewardship is to enhance the value of our products to society by minimising negative safety, health and environmental impacts over the entire product life cycle. By integrating product stewardship throughout research, development, production and distribution, we strive to systematically reduce material, waste, water and energy consumption as well as other negative outputs such as carbon dioxide emissions.

As a result, we are able to deliver increased business efficiency and sustainability not only for Roche, but for all stakeholders.

Roche supports the principles of resource stewardship as broadly communicated in the Convention on Biological Diversity (CBD). Roche also supports the principles of fair and equitable sharing of benefits arising from the use of the genetic resources as outlined in the CBD and the Nagoya Protocol.

Roche is committed to use methods that do not involve animals by applying the guiding principles of the 3Rs (Reduce, Refine, Replace). We are passionate and committed to achieving our ultimate goal of replacing animal testing by major investment in science and technology that will have an impact on animal use.

Q&A

What are the three defining characteristics of Roche's products and services?

Roche's products and services are associated with innovation, high standards of quality and product stewardship.

What is meant by product stewardship?

The aim of product stewardship is to enhance the value of our products to society by minimising negative safety, health and environmental impacts over the entire product life cycle.

I'm interested in the topics of biodiversity and animal testing. Where do I find further guidance?

You can find further information in the Roche Position Paper on Biodiversity and the Roche Position Paper on Animal Research.

We are all expected to:

- ensure that the high expectations of our stakeholders regarding the quality of our products and services, and product stewardship, are fully met;
- strive for continuous improvement of business processes and products.

Further information and guidance can be found on the Roche Internet and Intranet.

Quality standards and good practices

Adhering to quality standards and good practices is a precondition to get and sustain our licence to operate

Maintaining high-quality standards is essential for our business from assuring new product approvals to maintaining our reputation with patients and health authorities. Quality is every patient's right and every employee's responsibility. Quality is engrained in everything we do, from concept through continuous improvement. Roche is committed to complying with legal and regulatory requirements, internationally acknowledged good practices, e.g. Good Clinical Practice (GCP), Good Pharmacovigilance Practice (GVP), Good Laboratory Practice (GLP) and Good Manufacturing Practice (GMP), and to meeting the high expectations of its stakeholders regarding the quality, safety and efficacy of its products and services.

Roche has established a quality system including sets of quality standards and procedures that employees must follow. In addition, employees must report any deviations from our standards to their Line Management or the quality function.

Roche expects that its business partners also adhere to its high-quality standards.

Patient safety and timely reporting of any adverse events and product complaints is of the utmost importance. Roche employees have been trained to, upon awareness, immediately report any adverse event to their local safety unit and any product complaints to the local regulatory and quality function.

An adverse event is defined as any untoward medical occurrence in a patient or clinical investigation subject administered a pharmaceutical product and which does not necessarily have to have a causal relationship with this treatment. An adverse event can therefore be any unfavourable and unintended sign, symptom or disease temporally associated with the use of a medicinal product, whether or not considered related to the medicinal product. An adverse event may include but is not limited to drug overdose (accidental or intentional), death, drug abuse, pregnancy, lack of efficacy, or withdrawal symptoms.

Medical device reporting requires the reporting of any product complaint. A product complaint is defined as any written, electronic or oral communication from a customer/end-user that alleges a deficiency related to the identity, quality, durability, reliability, safety, effectiveness or performance of a Roche medical device after it is distributed to the commercial market or a clinical trial.

Q&A

I work on a production line. What should I do if I notice that some finished products coming off the line do not meet Roche quality standards?

The Roche brand stands for products of high quality. If you notice products that do not meet Roche standards, follow the processes as defined in the applicable documentation and if necessary inform your Line Manager and experts from the quality assurance departments.

While surfing the Internet, I discover a social media site on which a patient mentions that he experienced blurred vision after taking Roche drug Y. Do I have to report that?

Yes. If you become aware of such information, you should report it to the local safety unit. This includes information from non-Roche-owned websites. You should report at least the following four elements: Patient, Reporter, Event and Product (PREP).

We are all expected to:

- comply with expected good quality standards and acknowledged good practices;
- ensure that our business partners adhere to our high-quality standards;
- immediately report adverse events relating to Roche medicinal products to the local safety unit;
- immediately report product complaints relating to Roche medical devices to the local regulatory and quality function.

Further information and guidance can be found on the Roche Internet and Intranet.

Information and marketing

We satisfy legitimate interests in information about our innovative products and services

As a research-focused healthcare company, Roche creates, produces and markets innovative diagnostic and therapeutic products and services that provide significant benefits. Our stakeholders have a legitimate interest in being informed about our products and services, including the results of our research and development activities.

We provide this information in a transparent, accurate and timely way to enable interested parties to take advantage of any progress we have achieved in medical science. We are committed to complying with all applicable laws, regulations, industry codes and internal Roche processes and standards relating to good marketing practices. We support the medical education of healthcare professionals in a responsible way.

Roche's interactions with healthcare professionals and healthcare organisations are aimed at exchanging scientific information that can help optimise the use of Roche's products and services. These interactions are based on standards of ethics, integrity and fair remuneration for services.

Roche respects the legitimate undertakings of its competitors, including generic and biosimilar manufacturers. However, it is expected that they comply with applicable laws, regulations and industry codes. Roche does not tolerate misleading claims or disparaging of its products, and it protects its products and interests against unfair competition.

We are transparent with regard to our contributions to healthcare professionals and healthcare organisations and fully comply with all laws, regulations and industry codes requiring disclosure (e.g. US Sunshine Act, EFPIA Code of Practice, MedTech Europe Code of Ethical Business Practice). We publish further data on a voluntary basis globally and locally as part of our sustainability reporting.

Q&A

A friend asks me what principles define Roche's relationship to healthcare professionals. What should I answer?

Roche's relationship to healthcare professionals is based on two key principles: (i) providing information on its innovative products and services in an open, transparent, honest, timely and compliant way; (ii) not providing any improper advantages for prescribing our products.

What should I do if I notice a competitor making a misleading claim about a Roche product?

Speak to your Line Manager so that appropriate actions can be taken to protect Roche's products and interests.

A competitor claims to have a biosimilar of one of our products without sufficient clinical data. Does Roche accept such a behaviour?

No. In case the competitor product qualifies as a non-comparable biologic (NCB), Roche defends its rights.

We are all expected to:

- comply with applicable laws, regulations, industry codes and Roche's internal processes and standards;
- support healthcare education in a responsible and transparent way.

Further information and guidance can be found on the Roche Internet and Intranet. For specific information consult the Roche Pharma Directive on Interactions with HCPs and HCOs and the Roche Diagnostics Divisional Standard on Interactions with HCPs and HCOs.



Company
assets

Intellectual property rights

Intellectual property rights are key to our business

At Roche, we are turning advances in medical and data science into innovative diagnostics and life-changing treatments for patients. With our innovation model, Roche is strongly dependent on intellectual property rights and their efficient protection.

Intellectual property laws protect Roche's valuable assets – our patents, trademarks, regulatory data, copyrights, trade secrets, domain names and related rights. Roche supports initiatives which are designed to foster a legal and regulatory environment that protects intellectual property rights. We encourage governments with strong intellectual property protection to maintain their commitment and those of developing countries to consider the role intellectual property can play in the transition to an innovation-based economy delivering societal benefits and growth. We do not file for new patents or enforce existing patents in least-developed countries, as defined by the United Nations, or in low-income countries, as defined by the World Bank.

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Roche is committed to respecting the intellectual property rights of third parties. Roche expects that all its employees take the intellectual property rights of third parties into due consideration in their daily work.

Whenever our intellectual property rights are violated, Roche defends its rights. Violation of intellectual property rights does not only harm the assets of Roche, but in many cases is also a threat to the health and safety of patients; e.g. counterfeit pharmaceutical and diagnostic products are illegal and pose a significant global public health problem. Roche undertakes appropriate measures against counterfeits within the sphere of its influence.

Public health benefits from the development of a medicine far beyond the period of patent protection; e.g. over 30 medicines developed by Roche are deemed Essential Medicines by the World Health Organization (WHO). Almost all of them are no longer under patent protection and include life-saving antibiotics, antimalarials and medicines for chemotherapy. These products would not exist without a robust patent system which encourages investments in innovation. They are witness to Roche's substantial and sustained contribution to global health even after loss of exclusivity.

We are all expected to:

- safeguard and protect Roche's intellectual property rights;
- respect the intellectual property rights of third parties and clarify the situation with the experts in case of doubts.

Q&A

What can I do as an employee of Roche to safeguard intellectual property rights for our innovations?

Whenever you become aware of a patentable invention or any other innovation which can be protected by any other form of intellectual property rights, you should contact the patent, trademark or legal department for further advice. For any scientific publications you need to get approval from the patent department.

What can I do as an employee to protect Roche's intellectual property rights?

Whenever you become aware that any of Roche's intellectual property rights are violated by a third party, speak up and inform the patent department.

I work in the Marketing Department and would like to copy an article from a scientific magazine and to distribute it to the participants of a workshop. Am I allowed to do so?

You have to keep in mind that copyrights of third parties have to be taken into due consideration on a case-by-case basis. If you have any doubts about the copyright situation, seek clarification from the Copyright Checkpoint on the Roche Intranet.

Further information and guidance can be found on the Roche Internet and Intranet.

Non-public information

We handle non-public information carefully to protect Roche's assets and interests

As Roche employees we have in many ways access to non-public information related to our business; this includes confidential information about research and development projects, manufacturing methods, business plans, financial data, marketing and sales strategies, launch of new products, merger, acquisition or licensing activities, etc.

Non-public information should be treated as a most valuable asset of Roche. Employees have a duty to preserve non-public information acquired during employment with Roche. This means employees should not share any such non-public information with anyone who is not employed by Roche, or even with any other employee not having a current, legitimate business need to know such information. These confidentiality obligations are part of the employment contract and will continue to be in force after the end of employment.

If non-public information is shared with third parties, we ensure that the third party takes appropriate measures to protect such information.

We respect the confidential information belonging to third parties and take appropriate measures to protect such information.

We have to be aware that in a competitive environment, third parties strive to get access to confidential information related to our business. Competitive intelligence activities by third parties are part of our industry. Therefore, we must be extremely careful how we handle confidential information in public places, such as airplanes, trains, trams, bars and restaurants, as well as in media and non-approved communication tools.

Q&A

I have just joined Roche from a competitor and brought with me lots of information which I think would be useful to the company. Is it okay to share said information with my new team?

No. You are not allowed to share information if it is of a confidential nature. You must respect the contractual confidentiality obligation even after the end of the employment contract with your former employer.

I am travelling together with a Roche colleague and discuss confidential results of an ongoing clinical trial with her. Is this okay?

Always be alert to the competitive intelligence activities of third parties! You must be extremely careful how you handle confidential information in public places, as well as in social media and non-approved communication tools.

We are all expected to:

- only share non-public information with a person who needs to know such information and who is entitled to receive it;
- respect and protect confidential information belonging to third parties;
- be aware of competitive intelligence activities by third parties that could harm Roche's assets and interests;
- respect the contractual confidentiality obligation even after the end of employment.

Further information and guidance can be found on the Roche Internet and Intranet. For specific information consult the Directive on the Separation of Partnered Programs (Firewall Directive).

Social media and electronic communication tools

We use social media and electronic communication tools carefully

The term “Roche electronic communication tools” covers any Roche hardware such as smart-phones, computers, tablets, infrastructure, as well as any collaboration solutions, including e-mail, chat and social media.

For business-related communication, only Roche electronic communication tools may be used. Any new technology services, systems, platforms, tools operated by third parties, software and electronic tools intended for business use or to process company data must be assessed and authorised by Roche or Genentech Information Security prior to any such use. As a general principle, but subject to local restrictions, appropriate personal use of Roche electronic communication tools in compliance with applicable Roche policies and directives is accepted.

Roche electronic communication tools must be used with due care. In the event of theft or other loss of hardware or data (e.g. breach of security measures, phishing and unintended data sharing), the local IT service function must be informed immediately.

With regard to the use of Roche electronic communication tools, privacy rights are not unreservedly guaranteed. In certain circumstances, such as for system operations, maintenance, integrity and security purposes, for significant business continuity purposes and in case of investigations and litigation, these rights may be rescinded in accordance with applicable Roche data privacy principles and standards.

Social media

External channels that are owned by Roche should only be created and managed by Roche Communications Managers. Channel owners should take appropriate trainings, register the channel in the Roche Digital Registry and monitor the channel for adverse events and product complaints.

Employees' personal channels do not need to be registered, but your conduct on your channel may reflect on the company and can have consequences. For example, communication about our products is highly regulated, and posting about products is not allowed.

Q&A

My team wants to download and use this new collaboration tool that I used at my previous company. Can we do that?

It is important that the tools and applications you use are approved by Roche. These tools have gone through the necessary review and have the right licences to support use within the company. Use of unapproved tools may put company data at risk.

I notice that somebody is tweeting on access to and use of real-world data (RWD). I strongly disagree with the statement made. Am I allowed to refer to Roche's Position on Access to & Use of Real World Data?

Yes, you are allowed to do so. The objective of a Roche position paper is to provide a company view on specific sustainability topics that are material to the business and important to our stakeholders. You are strongly encouraged to read and make reference to the Roche position papers. Those can be found on the Roche website at www.roche.com.

We are all expected to:

- use only approved Roche electronic communication tools for business purposes;
- use Roche electronic tools with due care, primarily for business use and unless otherwise restricted only to a reasonable extent for personal purposes;
- use personal social media in a responsible way.

Further information and guidance can be found on the Roche Internet and Intranet. For specific information on electronic communication tools consult the Roche Directive on Electronic Communication Tools and the Roche Directive on Legal Compliance of Digital Channels.

Records and information management

Records need to be treated as a company asset

Much of the information that Roche employees create or receive in the course of their business are valuable assets for Roche and need to be retained as official records. This is crucial for the protection of Roche's interests, to fulfil regulatory obligations and for potential scientific reuse. Records may be in various formats and are made up of data and associated metadata. It is the responsibility of employees to ensure that records are protected from loss or misuse, their integrity is maintained and they can be found and accessed for business purposes and in case of inspections.

Roche's corporate records management programme ("COREMAP") defines standards to improve the protection and identification of records throughout the company.

Records belong to Roche and not to an individual. They need to be managed in compliance with internal and external standards and regulations, and be kept for a defined time period. Official records and their required control levels are listed in the Roche Group Records and Information Classification. Convenience records are only of temporary value and will need to be regularly disposed of to avoid risks and costs.

Roche employees need to apply the following principles whenever they create and manage a record:

- think before writing and decide whether it is necessary to create a record;
- be factual, do not make assumptions and avoid misleading and suggestive wording (e.g. in mail or social media postings);
- make sure that the record is in compliance with applicable laws and regulations;
- never create a document for which Roche would not be prepared to take responsibility;
- make sure that there is always a knowledgeable person assigned to the record during its life cycle;
- be mindful of the level of confidentiality by sharing and storing it in a way that the assigned confidentiality can be ensured. Do not share a record with recipients, especially externally, if there is no need for them to have access to it.

Records that reach the end of their defined retention time must be disposed of in line with Roche Records Management procedures and standards, unless there is a need for further scientific use. Records containing personal data or sensitive personal data may not be kept past the required retention time.

Records that relate to any actual or imminent legal proceeding or regulatory investigation are subject to compulsory retention (so-called "legal hold" or "law hold"); Roche employees are not allowed to destroy these records and must retain them until such hold is lifted.

Q&A

Why is it important that I adhere to the Roche standards of care whenever I create a record in my business activities?

Be aware that any record can be used as evidence in a legal procedure or regulatory investigation against Roche; e.g. misleading and suggestive statements may trigger an investigation against Roche as a company as well as against the employee involved.

I have inherited documents and e-mails from my predecessor which could have been destroyed as the legally specified retention period has expired. Now I have heard there is a legal case and I think that the documents could be used against Roche. Am I allowed to discard them?

No. You must not destroy any records that relate to any actual or imminent legal proceeding or regulatory investigation. The discarding of these documents would be considered as obstruction of justice, which is subject to severe sanctions. Therefore, you must preserve the records that could be relevant. Contact your local Records Coordinator or the Legal Department for further advice.

We are all expected to:

- manage Roche records and information with due attention;
- never destroy any records that relate to any actual or imminent legal proceeding or regulatory investigation.

Further information and guidance can be found on the Roche Internet and Intranet. For specific information consult the Roche Group Records Management Directive.





Corporate
integrity

Business integrity

Roche's integrity depends on the behaviour of its employees

All our stakeholders expect us to behave with integrity in our business.

Business integrity is defined as both the actual and the perception of ethical behaviour in business that is in line with the Roche Group Code of Conduct and our commitment to run our business in a socially responsible way.

Business integrity means first and foremost that we adhere to all applicable laws and regulations as well as to the high integrity standards set forth by Roche. Complying with these standards is a prerequisite for Roche's sustainable success.

Adhering to our high integrity standards might lead to a loss of business in some cases. However, we are sure that doing so provides us with a business advantage.

Every Roche employee contributes to Roche's integrity as a company through their conduct. Since Roche is doing business on a worldwide basis, employee misconduct in one country may have negative implications for Roche globally.

The terms and conditions that determine the appropriate behaviour in business must be assessed on a case-by-case basis by taking into consideration the relevant parameters of each individual case.

Roche gives its employees and its business partners the appropriate information, instruction, education, guidance and support they need to comply with Roche's standards of business integrity.

Q&A

I recently received an ambitious sales target. To reach the target and earn a bonus, I have to violate Roche's standards of business integrity. Am I allowed to do that?

No. You are required to comply with Roche's standards of business integrity at all times. Discuss the situation openly with your Line Manager and find a solution that is in line with Roche's standards of business integrity.

My Line Manager asks me to do something which in my opinion is not in line with Roche's standards of business integrity. What am I expected to do?

Immediately tell your Line Manager about your reservations. You are the one who is ultimately responsible for your business behaviour. If your Line Manager insists or asks you to keep quiet, you should immediately contact the local Compliance Officer or the Chief Compliance Officer. Alternatively, you can also use the Roche Group Speak up channels.

We are all expected to:

- adhere to all applicable laws and regulations as well as to the high integrity standards as set forth by Roche;
- assess carefully, on a case-by-case basis, whether our business behaviour complies with Roche's expectations and standards of business integrity.

Further information and guidance can be found on the Roche Internet and Intranet. For specific information consult the Roche Directive on Integrity in Business.

Bribery and improper advantages

We do not tolerate bribery or any other form of corrupt business behaviour

Roche rejects all forms of corrupt business behaviour, such as bribery (public, private, active and passive), embezzlement, fraud, theft and the granting of improper advantages. The Roche Directive on Integrity in Business provides further guidance on these topics.

Bribery

Roche employees and its business partners are not allowed to give, promise to give, solicit or accept any form of improper advantage, whether directly or indirectly, to or from any individual or organisation with the intention to obtain or retain business in return. Improper advantages include illegal rebates, bribes, kickbacks and under-the-table payments. An improper advantage can be anything of value, including but not limited to payments, meals, gifts, entertainment, travel expenses or fake agreements.

Granting of improper advantages

It is equally prohibited to give or promise to give an improper advantage without a specific business decision in mind. In contrast to the bribery definition, there is no “service in return”. The improper advantage can therefore be seen as a “goodwill” payment to increase the sympathies towards the giver.

Roche employees have to keep in mind that perception matters and that their behaviour could be considered as a bribe or granting of an improper advantage, regardless of their intention.

These principles apply globally to all public and private business transactions involving Roche. Many countries have strict laws and regulations regarding bribe and improper advantages, resulting in criminal and civil actions against Roche and the individuals involved.

Provided all the requirements as specified in the Roche Directive on Integrity in Business are met and applicable local approvals are obtained, advantages to business partners and other third parties may be permissible.

Q&A

I negotiated a speaker agreement with a healthcare professional (HCP) for a company oncology event. Before the event, the HCP informs me that he will not be able to come. My Line Manager believes this HCP is important to our business and requests to proceed with the contract to ensure he is paid even though he will not be speaking at the event. What shall I do?

You should immediately inform your Line Manager about your concerns and that you will not proceed with the contract because paying the HCP for services not rendered would be considered a bribe. If your Line Manager insists or asks you to keep quiet, you should immediately contact the local Compliance Officer or the Chief Compliance Officer. Alternatively, you can use the Roche Group Speak up channels.

Is a facilitation payment in the form of a small bribe permissible?

No, according to our Roche Group Code of Conduct and many national laws, any form of bribe, regardless of the amount, is prohibited. Thus, any facilitation payments are forbidden unless such payments can be qualified as permissible advantages.

We are all expected to:

- not practice, tolerate or in any form support any corrupt business behaviour;
- never give, promise to give, solicit or accept any form of improper advantage;
- carefully check whether the granting of an advantage is in compliance with Roche's standards of business integrity.

Further information and guidance can be found on the Roche Internet and Intranet. For specific information consult the Roche Directive on Integrity in Business.

Competition law

Violating competition laws never pays

Competition laws – also referred to as antitrust laws – are designed to protect competition. They prohibit business behaviour which has the objective or the effect of preventing, restricting or distorting competition (e.g. price fixing and the allocation of markets or customers).

Roche supports all efforts to promote and protect competition, including the legitimate protection of intellectual property and marketing rights.

Roche has set up a comprehensive antitrust compliance programme. Employees who have to deal with competition issues in their work are expected to understand the basic principles of competition law and the importance of complying with such laws. If an answer to a specific antitrust question is not clear, employees must seek help and advice.

The penalties for breaching competition laws are severe. In addition to Roche's liability as a company, employees who engage in anticompetitive behaviour will be subject to penalties.

Roche employees involved in a tender process must be aware of and comply with the applicable tender law regulations. Transparency must be maintained throughout the procurement cycle by adhering to applicable formal procedures and providing the governmental decision-makers with correct, transparent and non-discriminatory data.

Roche respects the legitimate undertakings of its competitors, including generic and biosimilar manufacturers. However, it is expected that they comply with applicable laws, regulations and industry codes.

Despite Roche's commitment to complying with applicable competition laws, Roche may become the subject of an unannounced investigation by antitrust authorities (called a "dawn raid"). In the event of an investigation, Roche will fully cooperate with the investigators and will not destroy any documents, data or official seals.

Q&A

I work in the Marketing Department and know a competitor is granting high rebates to customers in order to enhance its market share. May I contact this competitor and agree on the sales prices and on allocating certain customers and markets?

No. Jointly determining sales or purchase prices and allocation of customers and markets is a serious violation of competition law. Roche strictly prohibits such anticompetitive behaviour by its employees.

Antitrust authorities have started an investigation in the Roche company where I work. Some recent correspondence I had with a Roche competitor might be construed as evidence of anticompetitive behaviour. Should I destroy the correspondence?

No. Under no circumstances may any documents or data which could be relevant to an antitrust investigation be destroyed. In the event of an investigation, Roche will fully cooperate with the authorities.

We are all expected to:

- comply with applicable competition laws and not disturb or hinder legitimate competition in any anticompetitive manner;
- seek legal advice in case of any doubt;
- fully cooperate with the authorities in the event of an investigation.

Further information and guidance can be found on the Roche Internet and Intranet. For specific information consult the Roche Directive on Behaviour in Competition.

Accurate reporting and accounting

We create and report true and fair financial and non-financial information

Data integrity is key to our business.

We ensure that any data, information or records which we create, or for which we are responsible, are true and fair. These can take many forms, ranging from the Roche Annual and Finance Reports, research and development data, to our personal travel and expense claims or even our e-mails.

Roche must comply with applicable laws, internal accounting and reporting guidelines and external financial and non-financial reporting standards and ensure that the information it supplies to its stakeholders, such as equity and debt investors, as well as auditors, regulatory agencies and government bodies, provides a true and fair view of its financial situation.

We must never make a false or misleading statement or entry in any report, publication record or expense claim.

Falsifying records and accounts or misrepresenting facts may constitute fraud. In addition to Roche's liability as a company, employees who engage in such illegal behaviour may be subject to severe penalties.

Q&A

My Line Manager has asked me to book sales that he expects from a certain customer, even though we do not have a firm order from the customer yet. Is this okay?

No. Falsifying records and accounts or misrepresenting facts may constitute fraud and in addition to disciplinary action, could result in civil and criminal penalties for you as well as for Roche. Never make false or misleading entries in any Roche document.

I have been travelling a lot on business lately and have lost some of my hotel receipts. A colleague who has been in this situation says it is okay to submit a few fictitious receipts. Is it?

No. If you do that, you will be falsifying your expense report, and that is not acceptable. You should talk to your Line Manager to find an appropriate solution.

We are all expected to:

- make sure any financial or non-financial information we create or report is true, fair and complete;
- never misrepresent facts in any Roche report, publication, record or other document.

Further information and guidance can be found on the Roche Internet and Intranet.

Taxes

We strive to remain a fair and respected tax payer in the countries where we operate

Roche operates around the globe and it is our obligation to comply with the tax requirements in any country where we operate. This includes all kind of taxes: in our case mainly income taxes and sales or value-added taxes. In complying with these laws, the Group also considers the spirit in which these laws are intended.

Roche is a fair and respected taxpayer. We acknowledge that taxation is essential to the functioning of society and legislation is part of national sovereignty. Over the past century the international community has found common ground in certain principles of taxation to facilitate international cooperation in business, in particular to avoid unfair double taxation. Further, it has been recognised that one of the basic principles for sustainable tax management is that taxes should be paid where economic value is generated. Roche's structures and transactions which are documented in the Group's business processes are based on economic substance and on the principle that taxes should be paid where economic value is generated. Roche's structures are aligned with the business purpose and are not set up with the sole intention of avoiding taxes. Roche does not engage in artificial arrangements involving tax havens or secrecy jurisdictions.

The taxable income of a Group company depends substantially on transfer prices for goods and services bought from or sold to other Group companies. Tax authorities may claim higher taxable income by asking for lower transfer prices on purchases and/or higher transfer prices on sales. As a consequence, higher taxable income may result for one party involved in the transaction. If the tax authority of the other country involved in the transaction does not adjust income correspondingly, income adjustments of the first country lead to double taxation for Roche.

In particular cases Roche and the respective tax authority may disagree on the correct application of local tax law. In some cases there may be inconsistencies between tax authorities of different countries or even between national authorities within the same country as e.g. customs and tax laws are not always aligned and consistent. In the event of disputes, Roche contributes in a positive spirit to find balanced solutions in accordance with the applicable laws.

Q&A

How is Roche determining the transfer prices between Group companies?

In order to avoid or at least reduce the probability of double taxation, Roche companies apply the "OECD Transfer Pricing Guidelines for Multinational Enterprises and Tax Administrations" for cross-border transactions of goods and services. This includes the application of the correct transfer pricing method based on the analysis of the functions performed, risks assumed, and assets employed as well as appropriate documentation.

I doubt that the actual or foreseen terms and conditions in an intercompany contract meet arm's length standards as per OECD transfer pricing guidelines or local law. What shall I do?

Involve your contact person in Group Tax for further discussion.

What do I do if tax authorities question transfer prices on cross-border transactions?

Contact the responsible person in Group Tax to analyse the situation further and take appropriate action to comply with local laws and OECD transfer pricing guidelines, and in order to avoid double taxation.

We are all expected to:

- comply with the tax laws in the countries where we operate;
- apply transfer pricing in accordance with OECD Transfer Pricing Guidelines for Multinational Enterprises and Tax Administrations;
- contribute actively and positively to solutions in the event of conflicts with local tax authorities or between national authorities.

Further information and guidance can be found on the Roche Internet and Intranet. For specific information consult the Roche document Approach to Tax – General Description and Principles.

Customs, trade and export control

Key to our effective and efficient flow of goods

All transactions, regardless if they are crossing borders or transferred within the same country, may be subject to national and international customs, trade and/or export control regulations.

Roche is committed to complying with all customs, trade and export control regulations, taking into consideration potential conflicting regulations among the countries in which we operate. The failure to do so can result in civil and criminal liability and loss of export privileges.

Customs and trade

Roche operates around the globe and processes daily imports, exports and transits of a variety of goods. As goods shall timely pass customs clearance, all shipments of goods have to be prepared by a logistics department, following expert guidance to ensure adherence to national and international regulations.

Customs law is applicable regardless of quantity, type of material or mode of transportation. The customs authorities not only review adherence to customs law but perform other tasks at the border for local authorities in charge of e.g. veterinary, agricultural, medicinal, regulatory, fiscal and intellectual property regulations. This also applies to goods provided free of charge.

Export control

All Roche employees engaged in foreign trade activities must refrain from transactions recognised as not being permissible by the national or international export control regulations or the internal directive known as the Roche Standard Export Control.

Before engaging with new business partners, employees must ensure that there is no respective entry on any national or international sanctioned party lists. Before processing an export of commercial or non-commercial commodities, software or technology, physically or electronically, within or outside Roche, employees must ensure that the item is not controlled and does not require an export/re-export licence from the authorities. Some destinations are subject to comprehensive foreign trade controls, also known as embargo or sanctions, and require additional control prior to proceeding.

Q&A

I am preparing the documents of a cross-border shipment. What do I have to be aware of?

Every employee asking for the shipment of goods is accountable for providing complete and truthful information for export or import processing. Be aware that there are restrictions and prohibitions on certain kinds of shipments to certain locations. Contact your local Export Control Officer for further details.

I want to export some US IT equipment to a Roche colleague abroad. Do I really need to check customs, trade and export regulations as this is going to stay within Roche?

Yes. You should seek guidance from your local logistics department and your local Export Control Officer before processing any shipment.

If I notice a potential violation, what are my obligations?

Contact the related expert department in a timely manner in case of questions or to address a potential violation.

We are all expected to:

- communicate truthful and complete information in a timely manner;
- check for compliance with national and international customs, trade and export control regulations when developing and adapting processes;
- contact the subject matter expert department timely.

Further information and guidance can be found on the Roche Internet and Intranet. For specific information consult the Roche Standard Export Control Policy.

Data privacy

We process personal data with due care

The right to privacy is a fundamental human right.

The protection and responsible use of personal data is reflected in our daily operations. We see data as a valuable element for developing innovative treatments and diagnostic solutions for patients, and as a driver for business excellence. As such, we strive to be a respected and preferred partner to all who may provide such data. We are committed to collecting and using data in a lawful, fair, legitimate and ethical way, and will always respect the privacy of individuals in order to earn and deserve their trust.

Roche assumes accountability for the compliant processing of personal data by itself or by its trusted service and cooperation partners.

Any information related to an identified or identifiable person must be collected and processed in compliance with applicable data privacy laws (e.g. Swiss Federal Act on Data Protection, EU General Data Protection Regulation and the US Health Insurance Portability and Accountability Act). Roche employees with access to such personal data are expected to apply the privacy principles of lawful, fair and transparent data processing, respecting any purpose limitations, as well as the principles of data minimisation, accuracy, storage limitation, integrity and confidentiality.

Anonymisation, pseudonymisation or equivalent concepts like de-identification are measures which Roche uses to protect individuals' privacy rights. Any Roche employees who have access to anonymised data must not try to (re-)identify or cause identification of any individuals such as anonymised data were derived from. Further, any Roche employees who have access to pseudonymised data shall not try to identify any individuals to which pseudonymised data relate to unless it is necessary in order to comply with applicable law. The same is expected from our service providers and collaboration partners.

Roche applies additional appropriate governance and safeguard measures to protect individuals' privacy rights. The Data Privacy Officer coordinates a global network with subject matter experts.

Q&A

If I have a question relating to data privacy, whom can I contact as subject matter expert?

You can contact the Data Privacy Officer (global.privacy@roche.com) or the local data privacy coordinator.

What shall I do if I become aware that someone unauthorised accessed personal data?

Incidents where personal data is accessed by unauthorised individuals could be a privacy breach. Promptly report this through the appropriate channels.

If I use an external service provider to process data, do I still need to be concerned?

Yes, if we provide a third party with data we remain responsible under privacy laws. External vendors must be assessed and contracts in place to fulfil legal obligations. If we determine the purpose and means of the data processing, we remain responsible for compliance with privacy laws by third parties.

We are all expected to:

- collect, use and store data in compliance with applicable laws, privacy principles and Roche's commitments;
- respect individuals' privacy at all times;
- never re-identify or attempt to re-identify anonymised data;
- carefully select the third parties we're trusting to process or access personal data which we are responsible for, and enter into the right contract.

Further information and guidance can be found on the Roche Internet and Intranet.



Personal
integrity

Conflict of interest

Personal interests must not unduly influence our professional judgment

A conflict of interest exists when an employee's personal interests are inconsistent with those of Roche and create conflicting loyalties. As Roche employees we must avoid situations where our personal interests conflict, or appear to conflict, with the interests of Roche.

Activities of relatives and close associates can cause conflicts of interest. We should not take part in, appear to take part in or exert influence on any decision that may put our own interest in conflict with the best interest of Roche.

We should not unduly use our position at Roche for personal benefit or to benefit relatives or close associates. We must carefully consider the potential conflict of interest prior to the acceptance of secondary employment.

Professional engagements outside of Roche, including third-party board memberships, can result in conflicts of interest. Therefore, employees may accept a board membership in a third-party company, commercial entity or scientific advisory board only upon obtaining the prior approval of the relevant Roche executive in the organisation as defined in the Roche Directive on Employees Holding Board Memberships. No prior approval is required for board memberships of charitable, not-for-profit and non-commercial organisations (e.g. sports clubs, charities).

Many actual or potential conflicts of interest can be resolved in an acceptable way for both the individual and the company. In case of a conflict of interest, the employee concerned should immediately inform their Line Manager in order to find an appropriate solution.

Perception matters: Roche employees must not only avoid actual conflicts of interest, but also situations where an outsider might assume a conflict of interest situation that the employee might not intend or be aware of.

Q&A

I am not sure whether a specific situation poses a conflict of interest. What should I do?

In case of doubt, immediately inform your Line Manager in order to find an appropriate solution.

My wife works as a manager for a supplier that is competing for a Roche contract. I can influence the selection process. What am I expected to do?

There is an obvious conflict of interest because of your wife's position. You need to disclose this conflict of interest to your Line Manager and recuse yourself from the decision. Your manager will decide whether the supplier your wife works for is in the best interest of Roche. If so, Roche may choose the supplier, despite the fact that your interests are linked.

A friend has just founded a biotech company and wants me to be on the board of directors. What should I do?

As there might be conflicting interests, you need to inform your Line Manager. A Roche employee who wants to serve on the board of a third-party company needs prior written approval from the relevant Roche executive in the organisation (depending on the position, either the Chairman of the Board, the Chief Executive Officer or a Chief Executive Committee member).

I am a Line Manager and asked whether my daughter can be hired in my team. Is that a conflict of interest?

As a general rule, to avoid the perception of a conflict of interest, employees who are closely related should not work in the same vertical reporting line.

We are all expected to:

- avoid situations in which our personal interests conflict with those of Roche;
- not unduly use our position within Roche for personal benefit, the benefit of relatives or close associates;
- immediately inform our Line Manager about any actual or potential conflict of interest in order to find an appropriate solution;
- inform our Line Manager as soon as we consider serving on the board of a third-party company, commercial entity or scientific advisory board.

Further information and guidance can be found on the Roche Internet and Intranet. For specific information consult the Roche Directive on Employees Holding Board Memberships.

Gifts and entertainment

We neither give nor accept gifts or entertainment that could raise concerns about our personal integrity

Even when gifts or entertainment are exchanged out of the purest motives of personal or professional friendship, they can be misunderstood and perceived as an improper advantage. We must not give or accept any gifts or entertainment that could raise concerns regarding our personal integrity or Roche's integrity and independence.

To avoid both the reality and the perception of improper relations with existing or potential business partners, both public and private, Roche employees must adhere to the following principles:

Giving gifts and entertainment

- Gifts or entertainment may be given only where appropriate and where there is no risk of creating the perception of influencing the recipient in their decision.
- Gifts must be of minimal value and entertainment must not go beyond what is reasonable. Lavish or inappropriate gifts or entertainment are strictly prohibited.

Accepting gifts and entertainment

- Demanding or soliciting gifts or entertainment of any kind is prohibited. This includes not only items but all kinds of advantages.
- Unsolicited gifts or entertainment may only be accepted if they do not go beyond common courtesy and are an accepted local business practice.
- Offers of entertainment may only be accepted if they arise out of the normal course of business, cannot be seen as lavish and take place in settings that are appropriate.

There are more stringent rules concerning gifts and entertainment provided to certain groups and persons, for example healthcare professionals (HCPs), healthcare organisations (HCOs) and patient organisations (POs).

If in doubt about the appropriateness of accepting an unsolicited gift or entertainment, you must consult your Line Manager.

Q&A

A key Roche customer is having a dinner party to celebrate his company's 50th anniversary. Other important business people and government officials will be there. I have been invited. Am I allowed to accept the invitation?

Yes, provided you are invited as a Roche representative and your Line Manager is in agreement.

A key Roche supplier has invited my wife and me for a golf weekend as a thank you to a long-standing customer. May I accept?

No. Accepting the invitation could compromise your and Roche's integrity and independence, especially as the invitation appears to be lavish and is extended to a family member who is unrelated to the business.

We are all expected to:

- make sure that the giving and acceptance of any gifts or entertainment does not raise any concern regarding our personal integrity and Roche's integrity and independence;
- never solicit gifts or entertainment from any existing or potential business partners of Roche;
- contact our Line Manager if in doubt.

Further information and guidance can be found on the Roche Internet and Intranet. For specific information consult the Roche Directive on Integrity in Business.

Insider information and trading

We protect insider information and prevent insider trading

Insider information is defined as non-public information about Roche or its business partners which a reasonable investor would consider important in deciding whether to buy or sell the company's securities. Such information includes for example financial results and information about possible mergers, acquisitions or divestures, capital increases, capital market transactions, important licensing agreements and other collaborations as well as results from major clinical trials.

Roche employees who learn about insider information in the performance of their duties, whether intentionally or by coincidence, are considered insiders. Likewise, non-employees who obtain such insider information can also be considered as insiders.

Insiders must comply with the following rules:

- Insider information must be kept strictly confidential and may not be disclosed to any non-insider within or outside Roche, including family members;
- Insiders must not buy, sell or otherwise trade in securities of Roche or any other listed companies involved;
- Insiders must not provide trading recommendations to non-insiders.

In most countries insider trading is strictly illegal and the acting insider as well as Roche may be penalised.

Q&A

I hear a rumour that Roche intends to acquire another pharmaceutical company. Am I allowed to trade in securities of Roche or of the possible target company?

Rumours do not count as insider information, so in principle the trading you are talking about would be okay. However, if your information is from a Roche source who might be involved in the transaction, you should be very careful and contact the Group Legal Department before buying or selling any securities.

I find a copy of mid-year results which are confidential and non-public. I believe that these results will have a material impact on the share price of the competitor. Based on this information, am I allowed to buy shares of the competitor's stock?

No, you are not allowed to do anything with the confidential information, even if the information could be of use to you and the company. If the competitive information includes high-end results which are likely to have a material impact on the share price of the competitor, you are considered as an insider by coincidence and must comply with applicable insider rules.

We are all expected to:

- protect insider information;
- prevent insider trading for our own gain or anyone else's;
- contact the Group Legal Department if we have a question or are uncertain about the scope or application of the Roche Group Insider Directive.

Further information and guidance can be found on the Roche Internet and Intranet. For specific information consult the Roche Group Insider Directive.



Employment

Employment at Roche

We offer attractive opportunities and set high standards

The Roche values – Integrity, Courage and Passion – are meant to guide our decisions and actions. They are the pillars of our corporate culture and apply throughout the Roche Group.

Roche promotes and expects mutual respect and trust. We offer an open workplace where teamwork is valued.

The Roche Group Employment Policy establishes uniform minimum standards for all Roche companies and states what Roche expects from its employees. This policy addresses topics such as recruitment, promotion, career development, remuneration, belonging and inclusion, prohibition of forced and child labour, freedom of affiliation.

Our seven Leadership Commitments set clear expectations for all our people leaders at Roche and represent our leadership promise to our employees. Regardless of area of work or level, Roche expects every leader at Roche to demonstrate these commitments day in, day out:

“I firmly believe that each person at Roche deserves a great leader. Every day I strive to lead by example, consistently demonstrating our values of Integrity, Courage and Passion. This means:

1. *I take a genuine interest in people.*
2. *I listen carefully, tell the truth and explain ‘the why’.*
3. *I empower and trust people to make decisions.*
4. *I discover and develop the potential in people.*
5. *I strive for excellence and extraordinary results.*
6. *I set priorities and simplify work.*
7. *I congratulate people for a job well done.”*

We foster an environment where everyone feels encouraged to express their ideas and opinion. The relationship between an employee and a manager requires an open communication. To strengthen the relationship, Roche introduced so called “Check-Ins” which are frequent, informal, employee-centred conversations.

We regularly run a global employee opinion survey (GEOS) to solicit candid, anonymous feedback on needs and expectations to enable identification of areas for improvement. These surveys are also used to determine the level of engagement within the company.

Roche respects the right of all employees to join any legally recognised employee association and will comply with any laws relating to employee representation. Roche strives to maintain an open dialogue with all employee representatives.

Q&A

What do the Roche values Integrity, Courage and Passion mean for my daily work?

They are meant to be put into practice. Use them in your daily work as a guide for your decisions and behaviour.

Why is a culture which fosters the expression of opinion without a fear of negative consequences so important for Roche?

Roche strongly believes that this culture is the basis for integrity and compliance; in addition, said culture enables and triggers innovative ideas, which support our business.

I have a friend with a disability who asked me whether she has a fair chance to get a job at Roche. What shall I tell her?

Yes, at Roche we value people's abilities and strive to proactively support disabled persons by providing them with work opportunities and including them as fully accepted colleagues.

We are all expected to:

- behave in line with the Roche values;
- live up to Roche's expectations as set forth in the Roche Group Employment Policy;
- demonstrate, as a leader, the Leadership Commitments day in day out.

Further information and guidance can be found on the Roche Internet and Intranet. For specific information consult the Roche Group Employment Policy.

Discrimination and harassment

We value fairness and inclusion as part of an inspiring working environment

Roche has always been open to new and different approaches, doing business in numerous countries with many different cultures. Belonging and inclusion requires careful leadership to avoid misunderstandings and conflicts and to exploit the full value of inclusion. At Roche we value and manage belonging and inclusion through an inclusive environment, since we are convinced that it is critical in helping to drive innovation as well as employee engagement. The variety in backgrounds, cultures, languages, thoughts and ideas of our people helps us to maintain a competitive edge.

We are many, working as one across functions, across companies and across the world. Roche's inclusive culture means that we value the differences in our employees and we actively work to create an environment where all have the ability to share new ideas and ways of working, and realise our full potential.

Roche is committed to fair and equal treatment of all employees and all people who seek employment at Roche, including equal opportunities for development and advancement. We do not tolerate any form of discrimination or harassment in the workplace.

There is no acceptance of employees being subjected to offensive, abusive or other unwanted behaviour at the workplace which violates the personal dignity of the victim or creates an intimidating, hostile or humiliating environment for the victim (e.g. physical, sexual, psychological, verbal or any other form of harassment). It is Roche's policy to ensure that the behaviour of its employees does not discriminate against anyone on the grounds of gender, age, ethnicity, national origin, religion, disability, sexual orientation, HIV/AIDS infection, citizenship, genetic information, their abilities or any other relevant characteristic protected under the applicable law.

These principles apply to all aspects of the employment relationship, such as hiring, assignments, promotion, compensation, discipline and termination.

If we believe that anybody has been subjected to discrimination or harassment, we should report this misbehaviour.

Q&A

Why does Roche value fairness, belonging and inclusion?

As a company that has always been open to new and diverse technologies and approaches, Roche has been setting medical milestones since the beginning. Belonging and inclusion is not only a key prerequisite for innovation, but also a personal and cultural job enrichment for each and every employee.

I get the impression that my Line Manager does not like me and has started to criticise me in various ways. What should I do?

Be aware that not every bad leadership style qualifies as a harassment or discrimination in a legal sense. However, if you are discriminated or harassed, you should address your concerns immediately, openly and directly to your Line Manager. You can also contact the P&C Department or local Compliance Officer. Alternatively, you can use the Roche Group Speak up channels.

We are all expected to:

- treat fairness, belonging and inclusion as a priority and opportunity to drive innovation as well as to build employee engagement;
- ensure we do not discriminate against anyone;
- never engage in any form of workplace harassment;
- speak up if we become aware of any workplace discrimination or harassment.

Further information and guidance can be found on the Roche Internet and Intranet. For specific information consult the Roche Group Employment Policy.

Safety, security, health and environment

We promote and provide safe, secure and healthy workplaces, a clean environment and sustainable products

Safety, security, health and environmental protection (SHE) are integral parts of our operations and as such we approach them with the same level of commitment as we do with any business-related activities.

Roche's operations are conducted in compliance with applicable health, security, safety and environmental laws and regulations, company standards and best practices. We take all reasonable and practical steps to ensure that we provide a safe, secure, healthy and clean working environment.

The Roche SHE Policy is implemented in a systematic manner by means of all necessary technical, organisational and personnel measures. SHE risks are systematically analysed, assessed and where deemed necessary, reduced or eliminated. We employ SHE professionals at all sites to support the systematic implementation of SHE.

We strive for continuous improvement wherever possible and economically viable. We proactively seek to employ new, more sustainable technologies and processes to minimise our impact on people and the environment. We continuously develop our products and services for improved sustainability. We initiate and implement initiatives to reduce resource consumption, waste generation and environmental pollution and to address global warming and climate change.

We set challenging SHE goals, regularly monitor our performance and ensure our behaviour, processes and equipment are state of the art.

Every employee is personally responsible for safety, security, health and environmental protection at the workplace to the full extent required by their duties to the best of their knowledge, ability and experience, while the managers have overall responsibility for SHE. We are all encouraged to identify areas for improvements and continuously work towards improved safety and a better environment.

Q&A

How important is the protection of the environment for Roche?

The protection of the environment has a high priority for Roche. As part of our commitments towards sustainable development, we proactively seek to employ new, more sustainable technologies and processes to minimise our impact on the environment. Each and every Roche employee can, and should, within the sphere of their responsibilities and influence, contribute to the protection of the environment.

We have an issue affecting several departments and countries. We plan for a meeting, bringing together different teams to discuss this topic. What should we consider regarding SHE?

Air travel has a significant impact on the total eco-balance of Roche. We therefore need to minimise business flights through the following considerations: hold the meeting as a video/telepresence conference. If a meeting in person is needed, reduce the number of participants – send a competent representative instead of a whole team. Choose a location which minimises the total miles. Combine the business trip with others to reduce the miles. Choose a location which is safe and secure for all participants.

We are all expected to:

- ensure safety and security, and protect health and the environment at our workplace to the best of our knowledge, ability and experience;
- integrate considerations regarding safety, security, health and environment into our daily work;
- stop our work when it is not safe.

Further information and guidance can be found on the Roche Internet and Intranet. For specific information consult the Roche Group SHE Policy, Guidelines and Directives.

A close-up photograph of a man and a woman in a professional setting. The man, with light brown hair and a light beard, is wearing a grey ribbed sweater and has his hand to his chin in a thoughtful pose. The woman, with blonde hair, is partially visible in the foreground, wearing a white blouse. The background is a solid red color.

Comprehensive
compliance management

Compliance responsibilities

Compliance at Roche – our contributions make it happen

We do business in a highly regulated industry; compliance with legal and regulatory requirements is a prerequisite for our licence to operate.

Compliance means our behaviour is in adherence with applicable laws, regulations, industry codes and Roche's integrity standards.

Roche has established a comprehensive Compliance Management System (cCMS), which we are committed to implement and enforce. The cCMS focuses on preventing, detecting and responding to non-compliance behaviour by comprehensively involving people, purpose, principles, policies and processes.

Roche believes that the sense of responsibility of each and every employee is the basis of compliance. Thus we must constantly and adequately identify, assess and manage the compliance risks that fall within the sphere of our business responsibilities. Performance is not only measured by the results achieved, but also how these results were achieved and which impact they created.

We at Roche understand compliance as a key Line Management responsibility. As a matter of fact, in many cases non-compliance is the consequence of bad and/or no leadership. Hence, as part of our leadership task, Roche Line Managers are obliged to carefully select, instruct and monitor the employees for whom they are responsible. They are expected to involve compliance aspects in the performance assessment of their employees. Roche is committed to providing adequate training for Line Managers which enables them to meet their responsibility.

Compliance functions are responsible for supporting employees and Line Management in many ways in our comprehensive compliance management.

Q&A

I am considering granting an improper advantage to a business partner in order to achieve my business target. Is a business target a valid justification for the granting of an improper advantage?

No. Stretched business targets are never an excuse or justification for violating our integrity standards. Always remember, you are responsible and will be held accountable for your behaviour.

I am a Line Manager. What is my role in the comprehensive compliance management?

Compliance is a key Line Management responsibility. As part of your leadership function you are obliged, including but not limited to, carefully select, instruct and monitor the employees for whom you are responsible.

We are all expected to:

- be aware of our responsibility in the comprehensive compliance management;
- continuously and adequately identify, assess and manage compliance risks that fall within the sphere of our business responsibilities.

Further information and guidance can be found on the Roche Internet and Intranet.

Help and advice

Questioning is part of preventing

In our daily work we may face situations from time to time which are not explicitly covered by the Roche Group Code of Conduct or the documents it refers to (e.g. directives, policies, guidelines). If we are unsure about the correct behaviour, we should ask ourselves the following questions:

- Is my behaviour legal?
- Is it in line with Roche's Values?
- Does it comply with the Roche Group Code of Conduct?
- Could it have negative consequences for Roche or myself?
- Would I be comfortable if it was reported in a newspaper?

Often this will provide all the guidance we need. However, in case of doubts or uncertainties about the correct behaviour, seeking help and advice is the right thing to do.

By fostering a culture of openness to ask questions, Roche, first and foremost, aims to prevent non-compliant behaviour. Roche Line Managers are responsible for ensuring that all employees reporting to them receive the help and advice they need to comply with the Roche Group Code of Conduct.

Contacts to address uncertainties are: our Line Manager, the local Compliance Officer, the Chief Compliance Officer or the Roche Group Code of Conduct Help & Advice Line (RoCoCHAL).

Q&A

What can I do if I am unsure about a correct business behaviour?

Ask yourself specific questions such as "Would I be comfortable if my behaviour was reported in a newspaper?" In case of doubt, seek help and advice.

Where can I seek help and advice?

You can contact your Line Manager, the local Compliance Officer or the Chief Compliance Officer. In addition to locally and regionally available help and advice tools, you can also submit a request to the Roche Group Code of Conduct Help & Advice Line.

We are all expected to:

- seek help and advice if we have doubts about the correct business behaviour;
- provide help and advice to employees who report to us.

Further information and guidance can be found on the Roche Internet and Intranet. For specific information consult the Roche Directive on the Use of the Roche Group Code of Conduct Help & Advice Line.

Speak up

Speaking up is the right thing to do

Roche employees who speak up when they believe in good faith that the Roche Group Code of Conduct has been breached are doing the right thing and are acting in line with our Roche values.

Roche Management needs to be aware of integrity issues so that it can address them quickly and in a trustworthy way. By raising compliance concerns, Roche employees help to protect themselves, their colleagues and Roche's interests and rights.

If we have a compliance concern, we primarily talk to our Line Manager. If we are uncomfortable doing so, we should contact our local Compliance Officer, the Chief Compliance Officer, Legal, P&C or the available affiliate or Group Function speak-up line.

Subject to applicable local laws, the Roche Group Speak up channels allow Roche employees to report a compliance concern anywhere and anytime in their native language, either by Internet or by phone. The system is operated by an external provider and provides the option to speak up in anonymity. Access to the free phone line and the URL for the Roche Group Speak up channels web service can be found on roche.com/about/governance/code-of-conduct.

Any employee who raises a compliance concern in good faith acts in the interest of Roche and deserves acknowledgment. Roche does not tolerate any retaliation against an employee who raises a compliance concern in good faith. Line Managers and/or employees who retaliate will be held accountable. In case any employee deems that this principle is not adhered to, a complaint can and should be raised to either the Chief Executive Officer, the Chief Compliance Officer, the Chief People Officer or any member of the Audit Committee or the Corporate Governance and Sustainability Committee of the Board.

Equally, Roche does not tolerate any abuse of the Roche Group Speak up channels.

Q&A

What is the difference between the Roche Group Speak up channels and the Roche Group Code of Conduct Help & Advice Line?

The Roche Group Code of Conduct Help & Advice Line helps to prevent non-compliant situations. The Roche Group Speak up channels are about reporting a potential compliance violation after it occurred.

When should I speak up?

If you believe in good faith that someone has done, is doing, or may be about to do something that violates the Roche Group Code of Conduct, you are expected to speak up.

Which are the available speak-up channels?

Your Line Manager is generally your first point of contact. If you feel uncomfortable discussing your concern with them, you can contact your local Compliance Officer, the Chief Compliance Officer, Legal, P&C or the available affiliate or Group Function speak-up line or the Roche Group Speak up channels.

When using the Roche Group Speak up channels, can I remain anonymous?

Yes. As the Roche Group Speak up channels are operated by an external provider, the system offers the option to speak up anonymously.

We are all expected to:

- speak up when we believe in good faith that someone has done, is doing or may be about to do something that violates the Roche Group Code of Conduct.

Further information and guidance can be found on the Roche Internet and Intranet. For specific information consult the Roche Directive on the Use of the Roche Group Speak up channels.

Compliance Officers

Compliance Officers support us

The Chief Compliance Officer (CCO) with the Compliance Officers network is committed to ensuring that the Roche Group Code of Conduct is consistently complied with throughout the Roche Group. The Chief Compliance Officer also serves as a contact for employees, shareholders, business partners, customers and the general public on issues relating to the implementation of and compliance with the Roche Group Code of Conduct.

A local Compliance Officer has been appointed in each Roche affiliate with the following responsibilities, in particular, but not limited to:

- ensuring that employees know where they can ask for help and advice if they have doubts about the correct business behaviour;
- networking and collaborating with local, regional and global compliance experts in order to identify and take advantages of synergies between Pharmaceuticals and Diagnostics;
- coordinating local compliance endeavours, initiatives and training programmes;
- supporting and conducting compliance monitoring, compliance controls and compliance audits;
- supporting Line Management in the local integrity risk management processes;
- supporting Line Management in the adequate handling of local non-compliance cases, including reporting in the Business Ethics Incident Reporting (BEIR) system;
- encouraging employees to speak up if they have a compliance concern.

The Chief Compliance Officer coordinates the network of the local Compliance Officers and makes sure that best practice examples are regularly exchanged and shared within the network and that global compliance tools are continuously reviewed and updated.

Q&A

A stakeholder wants to make a complaint against Roche alleging that somebody within Roche has violated the Roche Group Code of Conduct. To whom can the stakeholder address the complaint?

The Chief Compliance Officer serves as a contact person for employees, shareholders, business partners, customers and the general public on issues relating to the implementation of and compliance with the Roche Group Code of Conduct.

I work as a sales manager in a Roche affiliate and – keeping in mind Roche's business integrity expectations – I do not feel comfortable with an instruction that I received from my Line Manager. What should I do?

Speak up and address your concerns directly to your Line Manager. If you are not satisfied with the answer that you received from your Line Manager, contact your local Compliance Officer who will take and treat your compliance concerns seriously and in a confidential way.

We are all expected to:

- contact the local Compliance Officer in order to seek help and advice or to report a compliance concern if we do not feel comfortable contacting our Line Manager;
- contact the Chief Compliance Officer if we prefer not to contact the local management or the local Compliance Officer.

Further information and guidance can be found on the Roche Internet and Intranet.

Addressing non-compliance

Adequate handling of non-compliance cases is a key part of our comprehensive compliance management

Roche does not tolerate non-compliant behaviour. Employees and Line Managers who violate the Roche Group Code of Conduct will be held accountable.

Roche is fully committed to handling non-compliance cases adequately by:

- taking all allegations seriously;
- investigating allegations efficiently and in a timely manner;
- assessing the facts objectively and impartially; and
- taking adequate corrective measures and sanctions in case an allegation is substantiated.

Any accused employee enjoys the right to be heard as well as the presumption of having acted in accordance with the Roche Group Code of Conduct unless the evidence gathered from the investigation reasonably indicates non-compliance. We fully collaborate with the investigators and make sure that we have compliance evidence at hand which demonstrates that our behaviour was compliant.

Certain allegations, in particular but not limited to corporate bribe and fraud, will be investigated by subject matter experts under the leadership of the Roche Group Audit & Risk Advisory Department.

Line Management with the support of P&C and local Compliance Officers is responsible for determining adequate corrective measures and sanctions.

Non-compliance cases have to be reported under the responsibility of specified Line Managers in the Business Ethics Incident Reporting (BEIR) system as soon as they become aware of them.

The BEIR system enables Top Management, the Chief Compliance Officer and the Chief Group Audit & Risk Advisory Executive to capture, track and monitor alleged violations, from initial reports through to resolution. The number and related characteristics of non-compliance cases which occurred during a reporting year will be published in the Annual Report of Roche Holding Ltd.

Q&A

What is meant by “compliance evidence”?

Compliance evidence is any form of proof demonstrating that your behaviour was correct, e.g. written evidence of the consent of your Line Manager in a possible conflict of interest situation.

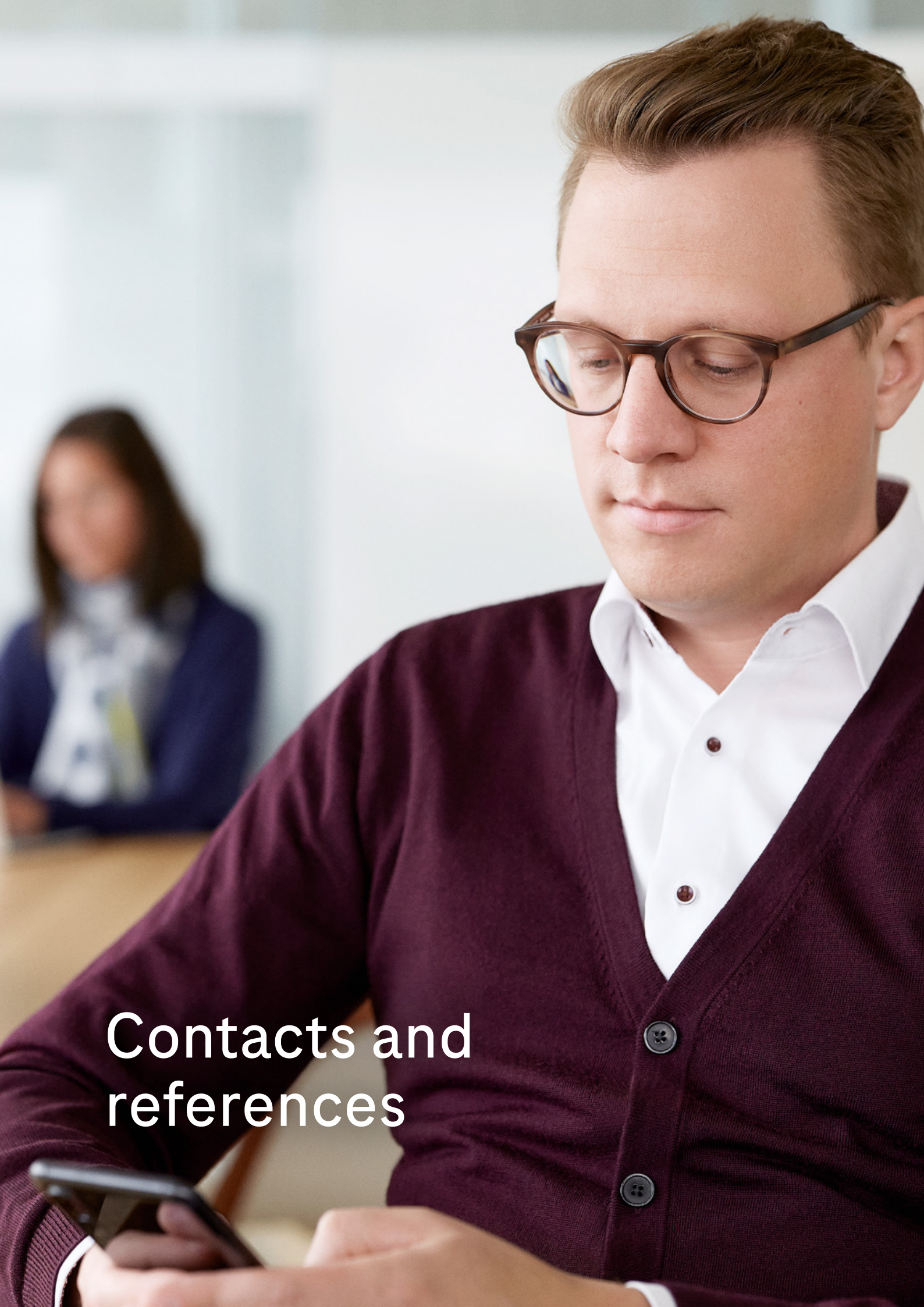
What shall I do if my Line Manager insists that I undertake something which I consider not in line with the Roche Group Code of Conduct? Is it sufficient compliance evidence if I make a note stating that the Line Manager has insisted on my acting accordingly?

No. If your Line Manager is insisting on incorrect behaviour you should speak up by using the available speak-up channels.

We are all expected to:

- make every effort to prevent non-compliance cases;
- fully collaborate with the investigator and ensure we have compliance evidence at hand;
- take adequate corrective measures and sanctions if we have to handle non-compliance cases as a Line Manager.

Further information and guidance can be found on the Roche Internet and Intranet. For specific information consult the Roche Directive on adequate handling of non-compliance cases.



Contacts and
references

Contacts and references

Compliance contacts

The most recent names and contact details of the Compliance Officers can be found on the Roche Intranet.

References

Further information and guidance as noted on each chapter of the Roche Group Code of Conduct can be found on the Roche Intranet as well as on the Roche Internet, if published in public domain.

Roche position papers ensure consistent internal and external communication with key stakeholders. They can be found on the Roche Internet.

To support the key messages of the Roche Group Code of Conduct and to help explain the importance of integrity in business, Roche has set up a comprehensive Compliance Management System (cCMS) which includes e-learning programmes such as “Roche Behaviour in Business” (RoBiB) and other user-friendly training tools such as compliance podcasts.

The Roche Group Code of Conduct is also available for mobile devices under the following URL: codeofconduct.roche.com. Hard copies are available upon request to the Compliance Administrators in Basel (global.compliance_administration@roche.com).

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77 265 659