

Alexion Pharmaceuticals, Inc.
Code of Ethics and Business Conduct

Dear Colleagues,

Over the years, our success has been based on hard work and an unwavering commitment to our patients, to meeting their needs, and providing therapies that can transform their lives.

Today's business environment is complex and constantly changing. One thing that will never change is our belief that serving patients requires each of us to be personally responsible and accountable for ensuring that our conduct meets Alexion's high standards. Quality, Ethics and Integrity are foundational at Alexion.

This *Code of Ethics and Business Conduct* provides information about our business responsibilities, including living our values, complying with the law and applying our good judgment each and every day.

Of course this *Code* cannot answer all of your questions or address every situation, which is why we have established other resources – people, policies and our Helpline. If you are ever unsure of what to do in particular circumstances or are concerned that this *Code* or our policies are not being followed, we expect you to bring that information to our attention. We encourage you to consult with your manager, your Human Resources Business Partner, an attorney in the Legal Department, any member of our compliance team, or contact the Helpline. A problem cannot be resolved unless it has been identified.

We believe the quality of our people and our commitment to ethics and compliance will enable us to succeed today and will also help us to achieve long-term success. We all play a leadership role in demonstrating that commitment. Patients are depending upon each of us to continue to develop and deliver transformative therapies. We are confident that by working together, guided by this *Code*, we will exceed our goals and continue to be proud of how we achieve success.

Sincerely,

David Hallal
Chief Executive Officer

Leonard Bell, M.D.
Chairman,
Board of Directors

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Our Commitment to Ethics and Compliance

Quality, ethics and integrity are foundational at Alexion; we take no short cuts when it comes to matters of integrity because we understand the impact it can have on patients.

We insist on full compliance globally with regulations and industry guidelines, and hold ourselves accountable to act in the best interest of patients.

As a pharmaceutical manufacturer, Alexion Pharmaceuticals, Inc., and its subsidiaries (“Alexion” or the “Company”) are subject to numerous legal and ethical standards, many of which are unique to the health care industry.

Laws and regulations change, and situations involving compliance and ethics can be complicated. While our commitment and our responsibilities are clear, sometimes it is difficult to know what to do in certain situations. That is why we have developed our updated *Code of Ethics and Business Conduct*, (the “Code”). It is intended to provide you with resources to help you understand our standards and expectations and to make good choices for Alexion and for our patients.

Ethics and Compliance at Alexion

Our Board of Directors and Executive Committee of Alexion Pharmaceuticals, Inc. have established an Executive-level Ethics and Compliance Program, led by our Chief Compliance Officer, Compliance Committee and compliance team. This team, along with your manager, and the professionals in the Human Resources, Finance and Legal Departments are all available to provide help and guidance.

This *Code* is just one part of Alexion’s overall program to assure that all Alexion employees worldwide follow the appropriate standards and comply with all legal requirements that affect the manner in which Alexion conducts its business, including industry guidelines and laws, regulations, and guidance in each country in which we do business.

This *Code* sets out basic principles applicable to all employees and is in addition to more detailed Company policies and procedures, as well as the policies and procedures applicable in each particular Alexion company. It is the responsibility of every employee to read, understand and follow this *Code* as well as all other Company policies.

How to Use Our *Code*

This *Code* is our resource to help make informed, ethical decisions. The *Code* provides a high-level summary of our policies, standards and expectations. It also includes references to relevant policies and other helpful tools and resources if you need additional information.

No code of conduct can cover every possible situation and this is why we will continue to rely on one another to use good judgment and to speak up whenever we have questions or concerns.

Since we operate in many different countries and regions, there will be times when a specific country's laws and customs may conflict with our *Code*. Whenever there is a conflict or a difference between a legal requirement and our *Code*, you must apply the strictest standard, and not follow customs or cultures that violate either our *Code* or a legal requirement.

As you use this *Code*, remember that on its own it is only words. Giving life and meaning to these words depends on each of us putting our standards and values into practice, using our best judgment, and asking for help when we need it.

Who Must Follow Our *Code*

The *Code* has been formally adopted by the Board of Directors of Alexion Pharmaceuticals, Inc. and applies globally to all Alexion directors, officers, employees and contingent workers.

All of our actions can have a direct impact on our reputation, including the actions of business partners and third parties. For this reason, we work with business partners who share our commitment to ethics and compliance and we expect them to act in a way that is consistent with our *Code*. We have also adopted a *Vendor Code of Conduct* which is meant to provide more detail to third parties that work with us. We will take the appropriate measures where we believe business partners have not met our high standards or their contractual obligations.

When working with third parties, remember that we must never do, ask or permit anything to be done through a third party that we are not allowed to do ourselves.

Asking Questions – Using the Helpline

We are committed to quality, ethics, integrity and compliance globally with all relevant laws and regulations. We can only meet this commitment if each of us is equally committed and if concerns are reported so that necessary action can be taken.

If you have any questions about applying this *Code* or our policies, or if you are concerned about behavior that seems to be in conflict with the law or our standards, you have several options:

- Talk to your supervisor. Be as specific and detailed as possible so they understand the situation and your concerns.

- Contact your Human Resources Business Partner, an attorney in the Legal Department, any member of our Compliance Team.
- At any time you may contact the Helpline by phone or internet. Please visit www.Alexion.EthicsPoint.com to submit a question electronically or to find a local telephone number. You can also visit the Resources section at the back of this book for your local Helpline telephone number and a list of other resources.

You are encouraged to speak with any of the above persons with whom you feel most comfortable. All reports are confidential and will be handled appropriately. Reports to the Helpline may be made anonymously, and any report made to the Helpline will be investigated and kept confidential to the maximum extent possible, consistent with laws in force in each country and with good business practices.

Intentionally filing a false report or failing to assist with an investigation is a violation of the *Code*. All reports – whether or not they are eventually found to contain merit – must be filed in good faith.

The reporting of violations is subject to the laws in force in each country. Some countries, including many in the European Union, have specific rules on the use of Helpline which in some cases may limit the types of reports that can be accepted.

Q: I am concerned that my supervisor won't do anything about some concerns I have about potential misconduct if I bring them to her attention, or worse, that she will make things difficult for me for raising an issue. But, I have a problem. A co-worker is doing something that I believe to be ethically wrong. What should I do?

A: Take action and speak up. While starting with your supervisor is often a very good way to efficiently address concerns, if you do not believe that it is appropriate or do not feel comfortable doing so, you should talk to a manager above your supervisor or in another department, or your Human Resources Business Partner, an attorney in the Legal Department, any member of our Compliance Team, or use the Helpline.

Our Non-Retaliation Policy

Alexion does not tolerate retaliation under any circumstances. We consider acts of retaliation to be a serious violation of our *Code* and values.

Retaliation can take many forms; for example, threats, intimidation, exclusion, humiliation, unwarranted discipline or reassignment, and raising issues maliciously or in bad faith. If you think that you or someone you know has experienced retaliation, contact your Human Resources Business Partner, an attorney in the Legal Department, any member of our Compliance Team or any of the resources listed in this *Code*.

Responsibilities as Employees and Managers

Employees are expected to always act in a professional, honest, and ethical manner when acting on behalf of Alexion. You are expected to be familiar with the information contained in this *Code* as well as Company policies, complete all required training in a timely manner and keep up-to-date on current standards and expectations. Employees are also required to promptly report concerns about possible violations of laws, regulations, this *Code* and/or policies to your supervisor or to any of the resources listed in this *Code*, including the Helpline. Remember: no reason, including the desire to meet business goals or protect others, is an excuse for violating laws, regulations, the *Code* policies or procedures, or for failing to report such violations.

Managers have additional responsibilities. If you are in a leadership position you are expected to “lead from the front” and lead by example. Managers are expected to exemplify the highest standards of ethical business conduct and to be a proactive resource for others. Managers should communicate to employees and business partners about how the *Code* and policies apply to their daily work and look for opportunities to discuss and address ethics and ethically challenging situations with others. Above all, as a manager and leader you should strive to always create an environment where compliance is recognized and valued and where everyone feels comfortable asking questions and raising concerns. If you supervise external business partners ensure that they also understand their ethics and compliance obligations, including their responsibilities under our *Vendor Code of Conduct*.

Q: My manager called me into his office for violating provisions of the Code of Conduct. I didn't know the Code of Conduct prohibited my actions, or that not following the Code could lead to discipline. Can I be held accountable?

A: Yes. Every employee is expected to know, understand and follow our Code of Conduct and Alexion policies applicable to their employment. If you have questions on the requirements or how to comply, you should contact your manager, your Human Resources Business Partner, an attorney in the Legal Department, any member of our Compliance Team, or use the Helpline. Failing to follow the Code of Conduct may lead to disciplinary actions, up to and including termination of employment.

Cooperating with Investigations

The Company will use reasonable efforts to investigate good faith allegations of any potential violations of the law or Company policies. Investigations are conducted as confidentially as possible, subject to the Company's need to share information for investigative purposes and consistent with applicable law. Subject to local laws, refusing to cooperate in an investigation or providing false information during an investigation is a violation of this *Code*.

In the course of business, you may receive inquiries from regulators or government authorities. In all cases, you must contact an attorney in the Legal Department if you are contacted by a representative of any government agency. We will fully cooperate with all government investigations and take all appropriate steps in response to such investigations.

Employees must not interfere with or obstruct any investigation conducted by Alexion or any government entity.

Q: Why are we expected to cooperate with investigations and inquiries? I would rather not get involved.

A: When Alexion conducts an investigation it is because there is the possibility of a violation of our policies or legal requirements. The investigation is necessary to protect individuals, Alexion, and, in some cases, the public, including the patients we serve. If employees do not cooperate, it may be impossible to get all the facts and take the right actions. Withholding information or knowingly giving false or misleading information is a serious violation of our duties as employees and could result in disciplinary action; it might even result in more severe sanctions if an employee lies to a government investigator or commits similar legal violations.

Accountability and Discipline

Violating relevant laws, regulations or the *Code*, or encouraging others to do so, exposes the Company to liability and puts our reputation at risk. Violations of the *Code* may result in disciplinary action up to and including termination of employment or one's business relationship with the Company. In addition, violations of the *Code* which are also violations of law may result in fines, penalties or other legal remedies.

Q: I'm not clear what my obligations are if someone comes to me with an accusation – and what if it involves a senior leader?

A: No matter who the allegation involves, you should report it. We provide several avenues for reporting concerns. If for any reason you are uncomfortable making a report to a particular person, you may talk to your supervisor or another member of management, anyone in Human Resources, an attorney in the Legal Department, anyone in the Compliance Department or report the allegation using the Helpline. Remember that Alexion does not tolerate retaliation.

Q: I'm a manager. If I observe misconduct in an area not under my supervision, am I still required to report the issue?

A: Yes. You are chiefly responsible for Alexion team members under your supervision, but all Alexion leaders should report any misconduct they become aware of and take action. The best approach is to talk first with the supervisor who oversees the area where the problem is occurring. But if this doesn't work or isn't feasible, you should talk to anyone in Human Resources, an attorney in the Legal Department, any member of our Compliance Team or report the misconduct using the Helpline.

Waivers and Amendments

In limited circumstances, Alexion may find it necessary to waive a provision of the *Code*; however, the Company generally will not grant such waivers and will make exceptions only for good cause.

Any waiver of any provision of this *Code* for a director, executive officer or senior financial officer must be approved by the Board of Directors and disclosed as required by law. Any

waiver of any provision of this Code for any other employee must be approved by the Company's General Counsel and disclosed as may potentially be required.

Our Responsibilities to One Another

Alexion depends on the contribution of each and every employee to develop, manufacture and deliver transformative therapies to patients all over the world. To achieve this goal, we strive to attract, develop, and retain the very best talent. Our people are known for their knowledge and skill, their hard work and dedication, and their great fit with our culture and values.

Discrimination and Equal Opportunity

Our Standard

We value the unique contribution that each employee brings to Alexion. We accomplish more when we include people with diverse backgrounds, talents and ideas working in an environment where everyone can contribute and fully utilize their talents. Diversity and inclusion provides a richness of thought and drives innovation.

We treat everyone with fairness, respect and dignity and base our work-related decisions on merit, experience and personal aptitude – and we never discriminate on the basis of race, religion, national origin, gender, age, disability, sexual orientation or any other characteristic protected by law or local policy.

Our Responsibilities

- Treat everyone with respect and dignity.
- Encourage and listen to those who speak up and work to create a culture where others feel valued and included.
- Be respectful of differences and embrace diversity.
- Offensive messages, derogatory remarks and inappropriate jokes are never acceptable.
- Expect others with whom we work, including our business partners, to act in a way that is consistent with our sense of fair treatment and equal opportunity.
- If you are a manager, supervisor, or are involved in recruitment and hiring, judge others on performance; assign work and make on-the-job decisions solely on the basis of qualifications, abilities, performance and potential. Avoid introducing unrelated considerations into your decisions.

Q: One of my co-workers sends e-mails containing jokes and derogatory comments about certain nationalities. They make me uncomfortable, but no one else has spoken up about them. What should I do?

A: You should report your concerns to your immediate supervisor, anyone in Human Resources, an attorney in the Legal Department, any member of our Compliance Team or the Helpline. Sending such jokes violates our values as well as our policies. By doing nothing you

are condoning discrimination and tolerating beliefs that can seriously erode the team environment that we have all worked to create.

Additional Resources for More Information

For more information on Diversity and Equal Opportunity, refer to our Human Resources Policies or talk to your Human Resources Business Partner.

Harassment-Free Workplace

Our Standard

We do not tolerate any form of intimidation, bullying or harassment. This includes actions that create a hostile workplace environment and make it difficult for colleagues to perform their work. Behavior that is offensive, intimidating, or discriminatory, as well as any form of sexual harassment has no place at Alexion.

Sexual harassment includes a range of behaviors and may involve individuals of the same or different gender or gender identification. Unwelcome sexual flirtations or advances, explicit comments about an individual's appearance, sexually explicit or offensive jokes, unnecessary touching, and any other unwelcome verbal, visual or physical conduct of a sexual nature is prohibited.

Our Responsibilities

- Maintain a productive work environment that is professional and free from harassment.
- If possible, be direct, speak up and tell a person if you are upset by his or her actions or language, explain why and ask him or her to stop. Make a formal complaint if the matter is serious or if you are uncomfortable taking a direct approach.
- Don't distribute or display offensive material including written, recorded or electronically transmitted messages (such as email, instant messaging and Internet materials).
- If you are a supervisor never use your position of authority to harass or intimidate others.

Q: While on a business trip, a colleague of mine repeatedly asked me out for drinks and made comments about my appearance that made me uncomfortable. I asked the colleague to stop, but the colleague wouldn't. We weren't in the office and it was "after hours". What do I do if this happens again?

A: This type of conduct is not tolerated, either in our offices or at off-site company functions or on business trips. Be firm, and tell your colleague such actions are inappropriate and must be stopped. If they continue, you need to report the problem to someone in Human Resources, an attorney in the Legal Department, any member of our Compliance Team, or use the helpline.

Q: I am a supervisor and I just learned that a good friend of mine who is also an Alexion employee has been accused of sexual harassment and that an investigation is being launched. I can't believe it's true and I think it's only fair that I give my friend a "heads up" so my friend can defend himself. Don't I have a responsibility as a friend to tell him?

A: No. As a leader, under no circumstances should you give him advance warning or a "heads up". Your friend will be given the opportunity to respond to these allegations and every effort will be made to conduct a fair and impartial investigation. An allegation of sexual harassment is a very serious matter with implications not only for the individuals involved but also for Alexion.

Alerting your friend could jeopardize the investigation and expose the Company to additional risk and possible costs.

Additional Resources for More Information

For more information on preventing harassment, refer to our Human Resources Policies or talk to someone in Human Resources.

Employee Privacy

Our Standard

In recent years, individuals, companies, and governments have grown increasingly concerned about the privacy and security of personal information. As a result, laws protecting personal information and how it may be collected, shared, and used are becoming more common. While protecting this information may now be a legal requirement, for us at Alexion, privacy has always been a matter of trust.

We will only use personal, employee information when needed to operate effectively or to comply with the law.

Personal employee information which should be carefully guarded includes:

- Personally Identifiable Information (including: government identification numbers; employee home addresses; phone number; age; and date of birth)
- Personnel or medical records
- Any information which might be sensitive or damaging to another employee's reputation.

Our Responsibilities

- Respect the privacy of colleagues, patients, health care providers and our business partners.
- Be accountable for protecting personal information, handling it securely, and using it only in accordance with the terms under which it was collected.
- Collect personal information only for legitimate business purposes and keep it only as long as necessary.
- Only use personal information for reasons disclosed to the individual from whom the information was collected.
- Only share personal information with other employees who have a legitimate, business-related “need to know” and take steps to ensure that they understand the importance of properly handling the data you share with them.
- When we use third parties to provide services for us, make sure that they understand the importance we place on privacy and that they must uphold our standards and comply with applicable data protection laws.

Q: I'm interested in forming a club or interest group for people who like hiking and rock climbing, and several of my colleagues have expressed an interest in participating. May I publish these employees' names, phone numbers, and email addresses on a contact page on a group website?

A: No, not without express permission. Personal information about employees, including contact information, is considered strictly confidential and should be carefully guarded. This information should not be used or published without the employee's consent.

Additional Resources for More Information

For more information on privacy and personal information, refer to our Human Resources Policies or talk to anyone in Human Resources.

Safe and Healthy Work Environment

Our Standard

Everyone – employees, business partners, and visitors to our facilities – has a right to expect a safe and healthy environment.

Maintaining a safe and healthy work environment requires the continuous cooperation of all employees. Our commitment to safety and health in the workplace means more than simply obeying safety rules. We can only achieve our goal of a safe and healthy workplace through the active participation and support of everyone.

All employees and business partners are expected to understand and follow our safety and health policies and procedures. We must work together to maintain a workplace free from hazards and foreseeable and preventable risks.

Our Responsibilities

- Be alert to health and safety risks.
- Always follow safety and workplace procedures and expect third parties and visitors to do the same.
- Be sure that your performance is not impaired by, for example, a lack of sleep, alcohol, or any drugs - including prescription or over the counter medication.
- Speak up if you observe an unsafe working environment. Listen to others who speak up.
- Report any accident, injury, illness, or unsafe condition immediately. Never assume that someone else has reported a risk or concern.
- Know the emergency procedures that apply where you work.
- Wear your Identification badge in clear view at all times while on company premises where badges are required.

Q: I've noticed some practices that we do in my area that don't seem safe. To whom should I speak to? I'm new here, and don't want to be considered a troublemaker.

A: Discuss your concerns with your supervisor or Human Resources Business Partner or use the other resources listed in this [Code](#). There may be a very good reason for the practices, but it is important to remember that raising a concern about health or safety does not cause trouble, it is being responsible.

Our Responsibilities to Patients, Customers and Business Partners

At Alexion, we do more than just care about our patients. We are passionate about understanding and meeting their needs and providing them with therapies that transform their lives.

Employees are connected and involved with our patients to a degree that is deeply personal. For us, it is highly motivating and brings great meaning to our work.

Compliance with Healthcare Laws

Alexion is proud of its 50+ country operating platform. As a result of that global reach, Alexion is subject to many laws and regulations designed to protect patients and consumers, and improve the quality of medicines and healthcare service, including those established by the Japanese Pharmaceuticals and Medical Devices Agency, the European Medicines Agency, the U.S. Food and Drug Administration and other applicable national and local authorities throughout Europe, Asia, Australia and the Americas. These include laws and regulations governing the manufacture, testing, review and approval, sales, marketing, shipment, storage, and destruction of products.

The specifics of healthcare laws vary from country to country, so it's important that you understand those applicable in your jurisdiction. If you have questions about which laws, regulations, policies or industry standards apply to your work, contact an attorney in the Legal Department. Some of the applicable healthcare laws and standards are summarized below.

Additional Industry Standards

In addition to healthcare laws and regulations governing our conduct, a number of trade groups have issued standards addressing a range of activities including pharmaceutical promotional and educational practices. In the United States, the Pharmaceutical Research and Manufacturers Association ("PhRMA") has issued the PhRMA Code on Interactions with Healthcare Professionals (the "PhRMA Code"), with which the member companies of PhRMA have voluntarily undertaken to comply. *Alexion has voluntarily adopted and complies with the PhRMA Code.*

Alexion employees should pay special attention to all standards and regulations that apply to their work and should be especially aware of the requirements provided by trade groups and professional associations in the territories where they conduct business.

Interactions with Healthcare Professionals

Our Standard

On a regular basis, many of us interact with healthcare professionals – those individuals who may prescribe, administer, recommend, purchase, reimburse, authorize, approve or supply any of our medicines or therapies. Many of us also interact with government officials, hospital personnel, managed care personnel and other healthcare representatives who also make purchasing decisions.

Healthcare professionals must decide the best course of care for their patients, and Alexion is committed to providing them with timely and accurate information to assist in treatment decisions, including product information, scientific and medical information, and safety information.

Our Responsibilities

- Take special care to avoid any inappropriate influencing of healthcare professionals.
- Ensure that information about investigational products or unapproved uses is provided only by approved personnel (e.g., Medical Affairs) in a manner approved by the company.
- Interact with healthcare professionals with honesty, fairness and integrity.
- Follow applicable laws and industry guidelines created to avoid potential conflicts of interest.
- Never offer anything of value to a healthcare professional or other customer to influence their medical judgment or purchasing practices.
- Ensure that any meal or other item of value provided to HCPs is documented in a manner that ensures compliance with transparency / “Sunshine” laws.

Marketing Practices

Our Standard

To ensure the safe and proper use of our products, information provided to our customers and healthcare professionals about our products must be consistent with the applicable label and approved for the intended use based on local legal and regulatory requirements.

Our Responsibilities

- Promote our marketed products only for uses that have been approved in the corresponding jurisdiction, cleared or authorized by the relevant governmental agency.
- Provide only accurate, objective and approved information.
- Avoid actions that could create even the perception of making false or inappropriate product claims, disparagement of competitors or any deceptive marketing communications.
- Never make false statements or provide misleading information or misrepresentation.
- Do not overstate the efficacy of our products, downplay or minimize the risks associated with our products or make unapproved comparative claims about our products.
- Do not use messages or marketing materials that have not been properly reviewed and approved through the applicable review process.

Additional Resources for More Information

For more information on Marketing Practices, refer to our Compliance Policies or speak to a member of the Regulatory, Legal, Medical or Compliance Departments.

Product Quality, Safety and Adverse Event Reporting

Our Standard

The safety and quality of our products and the well-being of our patients are Alexion's top priorities. We comply with all laws and regulations relating to the development, production and distribution of our products.

We are always open to suggestions and comments from patients and others about possible product improvements. We monitor for any adverse effects that may be experienced during normal use, and are committed to quality and product improvements whenever possible.

Our Responsibilities

One way that Alexion monitors the quality and safety of its products is through the diligent collection of information about user experiences.

- Immediately report any undesirable medical occurrence or change in condition, which occurs during or after the use of one of our products, including if the product was not effective or if you learn of any special situation (overdose, abuse, misuse, medication error, occupational exposure, use in pregnancy or off-label use). Alexion has a regulatory obligation to report safety information related to any of its products to the appropriate regulator.
- Always report adverse events (including those described in the preceding bullet) you hear of in accordance with our policy, regulations and the law; even if you don't know whether there is a cause and effect relationship between the product and the "event." Such reports must be made within 24 hours of your learning of them.
- Immediately report any product-related quality issue you hear in accordance with our Quality Policy.
- For those of us who work in regulated environments such as our laboratories or manufacturing facilities, be sure to comply with all of our policies and procedures addressing product safety, efficacy and quality, including those intended to foster Good Clinical, Good Laboratory, Good Manufacturing and Good Distribution Practices.

Additional Resources for More Information

For more information on Product Quality and Safety refer to the Policies page on our intranet, including our Adverse Event and Quality Policies, or talk to anyone in Regulatory, Quality, Legal or Compliance.

Clinical Research

We must always follow all review and approval procedures before initiating and while conducting research. Patient safety is paramount. We must ensure that appropriate informed consent procedures are followed and we must document that we have complied with all applicable privacy-related policies and regulations.

The following principles must guide us anywhere we do clinical research:

- Participants must not be exposed to unnecessary risks.
- Participants must understand the nature and purpose of the research.
- Proper procedures for gaining informed consent must be followed.
- Privacy and confidentiality rules must be applied.
- Information gathered must enable transparent and accurate reporting, interpretation and verification.

Conflicts of Interest

Our Standard

A conflict of interest may occur when our interests or activities affect our ability to make objective decisions for Alexion. Alexion employees are required to conduct themselves at all times in accordance with good business judgment for the benefit of the Company and to avoid activities that could create a conflict of interest or appearance of such a conflict.

It is impossible to describe every potential conflict of interest, which is why we emphasize the importance of asking questions, disclosure and obtaining all necessary approvals. When in doubt, even if you think your participation in an activity may only give the appearance of a conflict of interest, you should disclose and review our Conflicts of Interest Policy for more information and direction.

Our Responsibilities

Situations including the following are common examples of potential conflicts of interest:

Corporate Opportunities

Never take personal advantage of business or investment information that is gained through the course of your business duties with Alexion. Employees should not compete with any activity or business of the company, directly or indirectly, or use the knowledge gained here to help anyone else compete with us.

Relatives

Generally speaking, working with vendors owned, controlled by, or employing Alexion employees or their family members is prohibited. Consult our Conflicts of Interest Policy and seek advice from an attorney in the Legal Department if you face such a situation.

Outside Employment

In many parts of the world we do not prohibit employees from engaging in certain types of outside employment – such as part-time work - but to make sure that potential conflicts are addressed, always disclose and discuss outside employment with your manager and Human Resources Business Partner. Outside work must never interfere or detract in any way from your job duties or be conducted on company time or using company assets.

Gifts, Meals, Entertainment and other Gratuities

One of the most common ways conflicts of interest arise is from the receipt of gifts, meals, entertainment or gratuities (“Gifts”) from entities that do business or are seeking to do business with the Company. Because of these risks, our Conflicts of Interest Policy contains restrictions which are summarized below.

- Employees may not solicit or use their position to obtain a Gift of any value from any person or entity doing business or seeking to do business with Alexion.
- Alexion employees may accept Gifts when such Gifts are lawful and ethical, customary and reasonable in value (not exceeding US\$100 or equivalent), occasional, and in support of Alexion’s business interests and not solely for the employee’s own benefit.
- Employees shall never accept any Gifts of cash or cash equivalents, including gift certificates.
- Except for narrow exceptions detailed in our policy, Alexion employees should NOT accept travel and overnight accommodations as these are not considered reasonable.
- Alexion employees and their immediate family members are prohibited from accepting any Gifts while actively engaged with a vendor or supplier -- before, during or immediately after sourcing events, contract negotiations or periods of award reviews.

Employees are required to inform vendors, potential vendors and others of this policy as applicable, along with the reasons behind this policy.

Personal Investments

Investing in any of Alexion’s vendors, suppliers or other business partners is prohibited, unless the securities of the company in question are publicly traded and the investments are otherwise consistent with our Conflicts of Interest Policy.

Circumstances can change and new conflicts can surface over time; which is why it is important to reassess your situation from time to time, review the Conflicts of Interest Policy and discuss any potential conflicts with your supervisor.

Q: My sister owns a catering business and would like to submit a bid to Alexion. Is she allowed to do so?

A: Yes, your sister is welcomed to submit a bid through the usual channels if she meets our qualifications, just like any other potential vendor. However, under no circumstances should you share information with her about the selection process. If your sister submits a bid, you should disclose the situation to your supervisor and to an attorney in the Legal Department for review and approval. If you have any responsibility in procuring these services, you must excuse yourself and should have no involvement in the review or selection processes or in working with your sister’s company if the bid is successful.

Q: I received a gift basket from a vendor I work with on a regular basis. May I keep it?

A: Our policy permits the acceptance of gifts when such Gifts are lawful and ethical, customary and reasonable in value (not exceeding US\$100 or equivalent), occasional, and in support of

Alexion's business and not solely for the employee's own benefit. However, if you are in the midst of negotiations with the Vendor to either retain them or renew an agreement, you should not accept the gift and instead should return the gift basket to the Vendor.

Q: A business partner invited me to attend a sporting event with him and sit in his firm's suite. Is it acceptable for me to go?

A: Attending a sporting event with a business partner may be an appropriate business courtesy, as long as the value of the tickets is not exorbitant (exceeding US\$100 or equivalent). Such an occasion often serves a business purpose by facilitating work-related discussions and relationship building. However, in this case, the tickets include access to a restricted area and are likely to have a monetary value exceeding \$100 and therefore considered lavish. You should discuss the matter with your supervisor and seek pre-approval before accepting the invitation. Also remember that if the tickets were for your personal use and the business partner wasn't attending the event with you the tickets would be considered an unacceptable gift since there would be no business purpose for you to attend the event.

Additional Resources for More Information

For more information on conflicts of interest, refer to our Conflicts of Interest Policy or talk to anyone in the Compliance Department.

Anti-Corruption and Anti-Bribery

Our Standard

Alexion has a zero tolerance policy towards bribery and corruption.

We comply with the anticorruption laws of every country in which we operate, including the U.S. Foreign Corrupt Practices Act (FCPA) and the U.K. Bribery Act. We prohibit bribery of government officials and commercial bribery. No Alexion employee or business partner shall pay, promise, offer, or give anything of value to a government official (including employees of government-owned enterprises), political party or official, candidate for office, healthcare professional, business partner, or anyone else in order to induce the recipient to violate his or her duties, improperly obtain or retain business or direct business to another person, or secure any other improper advantage. This is true even where such payments are common or customary.

Key Definitions – Bribes and Facilitation Payments

A *bribe* is the offer or receipt of any payment, gift, loan, fee, reward or other advantage or consideration to or from any person to influence any act or decision of that person in his or her official or professional capacity, induce that person to violate his or her duties, or secure any other improper advantage, including obtaining or retaining business or securing a governmental approval.

A bribe can be anything of value, such as:

- Cash, a gift, or a service;

- Alexion products;
- A benefit or advantage, such as an offer of employment;
- A benefit to the targeted individual's family, rather than the targeted individual himself; or
- A kickback (*i.e.*, the unethical or illegal return of part of a payment already made as part of a legitimate business transaction).

Facilitation payments, which are not acceptable, are typically small payments to a low-level government official for his or her benefit that are intended to encourage the official to perform a routine duty, such as securing a visa more quickly than normal or getting shipments through customs faster. Such payments are illegal under the laws of many countries and are against our policies. Even if such payments are part of local culture or a common practice they are prohibited by both law and Alexion policy and will not be tolerated. No employee or agent may willingly make, or offer to make, a facilitation payment.

Our Responsibilities

- Do not offer or accept bribes, kickbacks or any other kind of improper payment including facilitation payments.
- Keep accurate books and records so that payments are honestly described and company funds are not used for unlawful purposes.
- Know with whom you are doing business by following our third party due diligence procedures. More details on those procedures can be obtained from the Global Procurement or Security Departments.

Q: I have engaged several third parties that may be 'go-betweens' helping us with local government authorities on behalf of Alexion, such as by helping us to obtain marketing authorizations or other government approvals. What should I do to make sure that they don't get us into trouble?

A: You're right to be concerned. Misconduct by a third party may hurt Alexion's reputation and may even create the risk of criminal or civil penalties. Each relationship with an intermediary or other third party operating on our behalf must be carefully reviewed with anti-corruption risks in mind. We must exercise due diligence to ensure that their reputation, background, and abilities are appropriate and meet our ethical standards – and any attorney in our Legal Department or our professionals in Procurement, Security or Compliance can help with tools to perform this diligence. Intermediaries are expected to act in accordance with the requirements set out in this Code. We must never do, ask or permit anything to be done through or by a third party that we are not allowed to do ourselves.

Q: Sometimes when I'm travelling, I see practices that I would consider inappropriate, but they are common practices in the country I'm visiting. Facilitation payments are an example. What should I do if I'm asked to provide what I consider to be a bribe but what the locals think of as a common practice or common business courtesy?

A: You should say no and inform the person that your company's policies prohibit you from making such payments. Remember, no matter where you are our policies apply. You must never provide a payment or anything of value to gain an improper business advantage.

Additional Resources for More Information

For more information refer to Alexion's *Anti-Corruption Policy* or talk to anyone in the Legal or Compliance Departments.

Health Care Anti-Bribery/Anti-Kickback Laws and Regulations

Laws in many jurisdictions, including the Anti-kickback Statute in the United States, prohibit giving, getting, offering or asking for anything of value in return for prescriptions or recommendations to use or buy our products. Alexion's policies also prohibit such conduct anywhere in the world and contain rules about business transactions, gifts, conflicts of interest, record keeping, documentation and disclosure (where required). In light of these requirements, you should seek assistance from attorneys in the legal department with all financial arrangements with referral sources, physicians, pharmacists, vendors and suppliers to be certain there are no kickbacks or illegal inducements and to ensure that these relationships and arrangements comply with our policies and meet all legal requirements. You should always seek advice from an attorney in the Legal Department or a Compliance professional if you have any questions.

Q: We are promoting a new product and the marketing pitch is going to be placed on a computer tablet which doctors will be able to keep. I understand that this makes it more likely that the doctors will see our product, but isn't this tablet a gift? Can we do this?

A: No, we cannot provide the tablet as proposed. Such a gift is prohibited. Anything of value given to doctors or other HCPs must comply with Alexion policies and be approved in advance by your management and the Legal or Compliance Departments. Always consult someone in Legal or Compliance in advance when considering such types of promotion.

Giving Gifts and Business Courtesies

Our Standard

With exceptions (for example with health care providers or government employees, as described below) Alexion's policy generally permits the giving of business gifts of "nominal value" that are customary business courtesies and are reasonable in value and frequency and otherwise permitted by local law and consistent with our anti-bribery policy. Our policy does not prohibit employees from providing normal business meals or entertainment for vendors or suppliers provided such meals or entertainment are permitted under the relevant policies of all parties attending the meal or event as well as under local laws and regulations.

In addition, during holidays or festivals, it may be customary for gifts to be given on a personal basis. Employees are required to ensure that there is a clear distinction and source of funds between the gifts given on a personal basis and those given on behalf of the Company.

Gifts, Meals and Entertainment of Health Care Providers

Gifts, meals, entertainment or other items of value given to health care providers require particular attention. In many parts of the world such as the United States, providing Gifts or Entertainment to Health Care Providers is prohibited and there are strict limits on providing meals. Where not prohibited, such things are typically strictly limited and/or must be publicly disclosed. In all cases Alexion policy prohibits giving gifts, meals or

anything of value to health care providers in exchange for the use, prescription or recommendation of our products. Therefore, before giving any gifts or items of value to health care providers please consult your local policies and the Legal or Compliance Department.

Gifts, Meals and Entertainment of Government Representatives

Particular attention should be given to interactions with government employees. In certain countries, such as the United States, laws prohibit or limit gifts, meals or entertainment. In addition, special care should be made with governmental employees who have roles in licensing, approval, pricing, reimbursement, bulk purchases and formulary listings. Alexion prohibits the giving or offering of anything of value, including gifts or entertainment, to influence improperly any government officials, political parties, or candidates for political office in order to obtain, retain or direct business or to secure any improper advantage in doing business. These rules also apply to government agents, representatives, consultants, contractors and subcontractors.

Any request made by a public official for an improper payment, or any action taken or threatened by such a government official with the intent of obtaining an improper payment, should be reported immediately to an attorney in the Legal Department.

Our Responsibilities

- Gifts of “nominal value” are permitted where they are customary business courtesies, reasonable in value and frequency and otherwise permitted by local law and consistent with our anti-bribery policy.
- Pay special attention when interacting with health care providers or government employees, and in every case consult local policies and the Legal or Compliance Department. Remember that in most parts of the world health care professionals are also government employees.
- Keep in mind that you should never provide or accept gifts and entertainment that obligate or appear to obligate the recipient.
- Understand and comply with the policies of the recipient’s organization before offering or providing gifts, meals or entertainment.

Additional Resources for More Information

For more information on giving gifts, meals and entertainment, refer to our Compliance Policies or talk to anyone in our Legal or Compliance Departments.

Vendor and Supplier Relations

Our Standard

We purchase supplies and select vendors and suppliers based on need, quality, service, price and terms and conditions. We select significant vendors and suppliers through a competitive bid process where possible and all vendor and supplier relationships are conducted by way of appropriate written contracts.

We strive to only do business with business partners who share our commitment to ethics and compliance standards similar to those in this *Code*. For that reason we have adopted a *Vendor*

Code of Conduct and expect all Alexion business partners to be familiar and comply with the *Vendor Code of Conduct*.

Our Responsibilities

- If you work with our business partners, you should talk to them about our standards for high performance in ethics and compliance and be sure they are familiar with our *Vendor Code of Conduct*.
- Watch out for any signs or “red flags” that our business partners are violating applicable laws or regulations – things such as “unofficial” activities, hidden or off-the-book payments or the use of disreputable sub-contractors. When in doubt, get help from an attorney in the Legal Department.
- Each of us who works with vendors or suppliers must make decisions in the best interest of Alexion and never in furtherance of any personal benefit or gain.
- Cooperate with audits of vendors and suppliers.
- Respect and protect the confidential and proprietary information of vendors and suppliers.
- Document all vendor or supplier relationships in appropriate written contracts.

Additional Resources for More Information

For more information on supplier relations refer to our Vendor Code of Conduct or talk to someone in Procurement.

Protecting Alexion Assets

Our Standard

Each of us is responsible for Company assets under our direct control. We also have responsibility to be attentive to security procedures and to be alert for situations that may lead to loss, theft or misuse of assets. Particular care should be taken when using portable laptop computers, which present additional security concerns.

Company assets include: physical property such as buildings, equipment, computer hardware and software, and supplies, as well as intangible assets such as confidential information, intellectual property, inventions, business plans and ideas, whether stored on paper, computer media or as knowledge.

Proper Use of Electronic Media

We rely heavily on computer assets to meet operational, financial and compliance requirements. These systems, related data files are important assets of the company that must be protected.

Whether using company information technology or personal devices, we meet company standards to protect our technology, data and content – as well as that of third-parties - and we don't share confidential information with people outside or inside the company unless it's necessary and we're authorized to do so.

Limited, personal use of company assets – electronic media, phones and email - is permitted as long as such use is kept to a minimum and has no adverse effect on productivity and the work environment.

All data and information including any email, word processing documents and internet usage, is the property of the Company and is subject to inspection, review and/or collection by Alexion. Company related or owned information contained on devices owned by employees (for example, phones, tablets or personal computers) is also subject to inspection, review and/or collection by the Company as allowed or required by law.

Our Responsibilities

- Report any suspicions you may have concerning theft, embezzlement, or misappropriation of any Company property.
- Only use company resources and property for legitimate business purposes.
- Use software that has been properly licensed. The copying or use of unlicensed or “pirated” software on Company computers or other equipment to conduct is strictly prohibited.
- Never share user IDs and passwords.

Additional Resources for More Information

For more information on the appropriate use of company assets, refer to our relevant policies or talk to someone in the Security or Information Technology Departments.

Our Responsibilities in the Marketplace

Confidential Information

Our Standard

In the course of our work, many of us have access to confidential information. The unauthorized release of confidential information can cause Alexion to lose a critical competitive advantage, embarrass the Company, and damage our relationships with customers and others. For these reasons, confidential information must be treated carefully.

Each of us must be vigilant to safeguard our confidential information as well as confidential information that are entrusted to us by others. We respect all patents, trademarks, copyrights, proprietary information and trade secrets, as well as the confidential information of anyone with whom we do business.

We protect and respect private and confidential information we hold pertaining to our colleagues, and those with whom we do business. We must keep it secure, limit access only to those who have a ‘need to know,’ use internally only for permitted purposes, and avoid discussion of confidential information in public areas. The obligation to preserve confidential information is ongoing, even after employment or the relevant business relationship ends.

We should pay particular attention when we are asked to participate in surveys, expert panels, speaking at conferences or other similar events. Requests such as these may be in reality efforts to illegally discover confidential Alexion information that might be misused for competitive, securities or other purposes. Even where these events are organized by reputable

organizations there is still the risk of inappropriate disclosure of Alexion confidential information. Therefore do not participate in such events without your supervisor's approval and seek guidance from our Corporate Communications department before participating in such events.

Confidential information includes, but is not limited to:

- Business plans,
- Financial information,
- Intellectual property, "know how" and patents,
- Sales and marketing data
- Technology, operations, research and technical data
- Manufacturing techniques and processes
- Employee files, compensation data, and other employee personal information, and
- Third party information and records (*i.e.* patients, HCPs, vendors, suppliers, etc.) given to us in confidence

Intellectual Property

All scientific and technical information that is created, used and/or maintained by the Company must be in strict compliance with all applicable intellectual property laws, as well as other guidance from the Company's Legal Department.

Protection of Alexion's intellectual property, including patents, trade secrets, trademarks, and copyrights, is critical to Alexion's business interests. Employees should work to preserve Alexion's rights and the rights of others.

Our Responsibilities

- Use and disclose confidential information only for legitimate business purposes.
- Maintain confidential information in an appropriate and secure manner, such as in locked files and storage areas,
- Properly label confidential information to indicate how it should be handled, distributed and destroyed. Use encryption where appropriate. If you are uncertain whether information is confidential, assume it is.
- Protect intellectual property and confidential information by sharing it only with authorized parties.
- Never discuss confidential information in public areas or at work in the presence of employees not authorized to have access to the information,
- Do not use copyrighted materials without appropriate permission.

Protecting the Privacy of Patient and Customer Information

Given our dedication towards patients and other customers, Alexion collects, stores, uses, discloses and disposes of individually identifiable information, known as personal information, about patients, customers, employees and other third parties through responsible and legal means.

Many countries have implemented privacy laws that set requirements for the appropriate handling of personal information and Alexion complies with applicable privacy laws and regulations wherever the Company does business.

Alexion will only use personal information for legitimate business purposes, consistent with our policies, legal requirements, individual consent, or any applicable privacy notices provided to the individual.

We believe that responsible stewardship of personal information is a critical component in maintaining trust in the Alexion brand and ensuring that individuals feel confident that Alexion respects their privacy rights

Additional Resources for More Information

For more information on protecting confidential information, refer to our policies governing data protection and privacy or talk to someone in the Legal, Compliance or IS Departments.

Creating and Managing Our Business Records

Our Standard

We are committed to transparency and to making full, accurate, timely and understandable disclosure on all aspects of our business including financial reports that are filed with or submitted to regulatory authorities.

Our books, records and accounts must accurately and fairly reflect, in appropriate detail, our assets, liabilities, revenues, costs and expenses as well as all transactions and changes in assets and liabilities. Never conceal or confuse our records in any way or make false or misleading entries.

False Claims

Numerous federal and state laws in the United States prohibit anyone from making false statement or representation for the purpose of obtaining benefits or payments by government programs, commercial insurers, or other health care plans. Violations of these laws by an employee can lead to fines, imprisonment, or exclusion from health care programs.

Employees with a role in the preparation of our public, financial and regulatory disclosures have a special responsibility in this area, but all of us contribute to the process of recording business results and maintaining documents. We are all responsible for helping to ensure the information we record is accurate and complete and maintained consistent with our system of internal controls.

Our Responsibilities

- Be as clear, concise, truthful and accurate as possible when recording any information. Avoid exaggeration, colorful language, guesswork, legal conclusions, and derogatory characterizations of people and their motives.
- Only sign documents, including contracts, that you are authorized to sign and that you believe are accurate and truthful. If in doubt, seek advice from an attorney in the Legal Department.
- Never record or approve back-dating, false or misleading entries, unrecorded funds or assets, or payments without appropriate supporting documentation.

- Always cooperate fully with audits and related requests from our Internal Accounting and Legal Departments, as well as our internal and external independent auditors. Respond to their questions with candor and provide them with complete and accurate information.

Q: At the end of the last quarter reporting period, my supervisor asked me to record additional expenses even though I hadn't received the invoices from the supplier and the work hadn't started. I agreed to do it, mostly because I didn't think it really made a difference since we were all sure that the work would be completed in the next quarter. Now I wonder if I did the right thing.

A: No you did not. Costs must be recorded in the period in which they are incurred. The work was not started and the costs were not incurred by the date you recorded the transaction. It was therefore a misrepresentation and, depending on the circumstances, could amount to fraud.

Additional Resources for More Information

For more information on accurate books and records, refer to our Finance Policies or talk to anyone our Finance Department.

Competitive Intelligence

Information about competitors is a valuable asset in today's competitive business environment. When collecting business intelligence, employees and others who are working on our behalf must always abide by the highest ethical standards.

Never engage in fraud, misrepresentation or deception to obtain information or use invasive technology to "spy" on others. Be careful when accepting information from third parties, know and trust their sources and be sure that the information they provide is not protected by trade secret laws, or non-disclosure or confidentiality agreements.

We sometimes employ former employees of competitors. When we do, we need to recognize and respect the obligations they have not to use or disclose the non-public or otherwise confidential information of their former employers.

Q: One of our new employees recently joined Alexion from a competitor. She has information from her former employer. She says she plans to use it to our advantage. Is this allowed? This information would be valuable to us.

A: No. Using such information is not permitted and can result in legal action by the competitor.

Communicating with the Public

Our Standard

It's essential that our public communications are clear, consistent and responsible. For this reason, only authorized persons may communicate on behalf of Alexion with outside entities such as the media, members of the investment community, government officials, etc.

Our Responsibilities

- If you receive an inquiry regarding Company activities, results, plans or its position on public issues and are not specifically authorized to respond, refer the request to Corporate Communications.
- Always do your best to communicate honestly and openly with everyone who has an interest in our company, including business partners, customers and shareholders.

Using web-based communications and social media

If you participate in on-line forums, blogs, newsgroups, chat rooms or bulletin boards, never give the impression that you are speaking on behalf of Alexion unless you are authorized to do so.

When using the internet generally, or social media in particular, you should follow the same principles expected in your other behaviors at work and outlined in this *Code*; for example, harassment, bullying, discrimination, or retaliation that would not be permissible in the workplace is not permissible while on-line.

And before you hit the “send” button, use sound judgment and common sense. These types of communications live forever.

Additional Resources for More Information

For more information on communicating with the public and using social media refer to Alexion’s Social Media Policy or contact anyone in Corporate Communications.

Our Responsibilities as Corporate Citizens

Political Activities

Our Standard

We respect the rights of employees to be involved personally in their communities and political affairs including making their own personal political or charitable contributions and expressing their personal, political views.

However, all political activities associated with the company have the potential to enhance or harm our reputation. For this reason, we must be careful when involved in political activities on behalf of the company and coordinate our efforts through appropriate channels.

The Company recognizes the need to inform and educate legislators and their constituents in supporting sound public policy.

Our Responsibilities

- Take steps to ensure that your personal political opinions and activities are not viewed as those of the Company.
- Lobbying activities on behalf of Alexion must always be coordinated in advance with the Senior Vice President, Global Government Affairs Department.
- Before committing the Company to any corporate political spending or use of resources, obtain prior approval from the Senior Vice President, Global Government Affairs.
- Never pressure another employee to contribute to, support, or oppose any political candidate, party or political effort.
- Holding or campaigning for political office must not create, or appear to create, a conflict of interest with your duties.
- Do not solicit contributions or distribute political literature during work hours and never use Alexion resources for such activities.
- Never make a political or charitable contribution with the intent to improperly influence someone or gain inappropriate advantage for Alexion.

Additional Resources for More Information

For more information about political contributions or political activities talk to anyone in our Government Relations or Legal Departments.

Q: I will be attending a fund raiser for a candidate for local office. Is it acceptable to list my position at Alexion on the attendee list and in the program as long as I don't use any Company funds or resources?

A: No. You may not reference the Company in any way with your personal political activities.

Q: I would like to invite an elected official to speak at an upcoming Company event. Would that be a problem?

A: You must get pre-approval from the appropriate member of management before inviting a candidate, an elected official or other Public Official to attend a company event. If the invitee is in the midst of a re-election campaign, the company event could be viewed as support for the campaign. Laws governing contributions are complex and in some jurisdictions where we operate any food, drink, or transportation provided to the invitee could be considered a gift. In most instances there would be limits and reporting obligations that must be carefully followed.

Insider Trading

Our Standard

In the course of business, we may learn confidential information about Alexion or other publicly traded companies. Trading securities while aware of material nonpublic information, or disclosing such information to others who then trade ("tipping"), is prohibited by various laws.

Never use, for our own or others' benefit, company information that hasn't been made public.

Our Responsibilities

- Do not buy or sell securities of Alexion or any other publicly traded company on the basis of material, or price-sensitive nonpublic information.
- Be careful when others request confidential information about Alexion or our business partners. As noted, be cautious about speaking about Alexion to consultants, in responding to surveys, or participating in external conferences. Even casual conversations with friends, family or coworkers without a “need to know” could be viewed as illegal “tipping” of inside information.
- Information that has not been made public must not be released outside of Alexion unless requested through the formal legal process.

Q: I'm not sure what kind of information is covered by the term 'material or price-sensitive information.' What does it include?

A: 'Material or price sensitive information' includes any information that a reasonable investor would consider important when deciding whether to buy, sell or hold a security. It could potentially include a wide range of information, including information about a large contract; drug approvals; financial results; potential mergers or acquisitions, etc. If you have any question about whether the information is material or price sensitive you should seek guidance from an attorney in the Legal Department.

Additional Resources for More Information

For more information on insider trading refer to the Insider Trading Policy or talk to the Corporate Secretary or another attorney in the Legal Department.

Anti-Trust and Fair Competition

Our Standard

Alexion aims to succeed through fair and honest competition. Alexion seeks superior performance but never through unethical or illegal business practices. We never engage in improper practices that may limit competition through illegal or unfair means. We respect the antitrust and fair competition laws of the countries in which we do business.

It is very important never to enter into agreements with competitors related to prices or supplier relations or, for the purpose of dividing up clients, customers, suppliers or sales territories.

Fair competition or anti-trust laws are very complex and the risks of non-compliance can be severe. As a general rule, contacts with competitors should be limited and must always avoid certain subjects including any matter relating to competition between Alexion and its competitors. If such a conversation begins, leave the meeting immediately and report it to the appropriate member of management.

Our Responsibilities

We must always conduct business in accordance with anti-trust fair competition laws. The following are 'red flags' that should be avoided and discussed with an attorney in our Legal Department:

- Discussions with other bidders (“bid rigging”) for example to determine the successful bidder or contract price or otherwise unreasonably restrain trade;
- Collusion with competitors to fix prices or production/supply levels, or to agree with a competitor to not do business with a supplier or a customer (e.g., a boycott);
- Illegally exchanging competitively sensitive information with competitors (e.g., pricing, costs, or other confidential proprietary information regarding our plans) that might change the way a competitor behaves in the marketplace.

Q: I received sensitive pricing information from one of our competitors. What should I do?

A: You should contact the appropriate member of management without delay and before any further action is taken. It is important that from the moment we receive such information we demonstrate respect for anti-trust laws and we make clear that we expect others to do the same. This requires appropriate action that can only be decided on a case-by-case basis and may include sending notice to the competitor.

Q: I am planning to attend a trade show. Are there any special precautions I should take to avoid a potential anti-trust problem?

A: Trade association meetings and other industry gatherings typically serve perfectly legitimate and worthwhile purposes. However, these meetings also provide a potential pitfall under the competition and anti-trust laws because they bring together competitors who may be prone to discuss matters of mutual concern. You must be especially careful to avoid discussions or exchanges of information relating to competitive matters.

In contacts with our competitors it is illegal to discuss pricing policies, sales terms, inventory levels, business or marketing plans and any other confidential matters. If a competitor raises any of these issues, no matter how casually, stop the conversation immediately, explain that it is against our policy to discuss such matters, and, if necessary, leave the gathering. All incidents of this nature should be reported to an attorney in the Legal Department.

Additional Resources for More Information

For more information on competition and anti-trust compliance, talk to an attorney in the Legal Department.

Global Trade

Our Standard

Many laws govern trade across borders, including laws that are designed to ensure that transactions are not being used for money laundering, others that prohibit companies from illegal trade boycotts, as well as laws regulating imports and exports. Export controls include restrictions on travel to certain designated countries and restrictions on the export of goods, services and technology to certain designated countries, persons, or entities.

We are committed to complying with applicable export controls, economic sanctions, import controls, customs, and other relevant laws and regulations in the countries in which we do

business. Each of us is responsible for knowing the laws that apply to our jobs, and seeking expert advice if in doubt about the legality of an action.

Our Responsibilities

- Maintain appropriate import, export and customs records at each of our business locations.
- Seek guidance from an attorney in the Legal Department to ensure that transfers of information, technology, products or software across borders comply with laws governing imports and exports.

Our Resources

The Alexion Compliance Helpline

www.Alexion.EthicsPoint.com

Will Include all global phone numbers

Compliance Department:

Compliance@alxn.com or in the United States: +1 (203) 699-7310

Legal Department key numbers/email addresses

Human Resources Department key numbers/email addresses

Security Department key numbers/email addresses

Finance Department key numbers/email addresses