



ANTIBRIBERY AND ANTICORRUPTION POLICY

Document ID: GL-POL-033022-EN

Version: 3.0

Effective Date: 19 MAY 2025

1. PURPOSE

We are committed to conducting business in accordance with the highest legal and ethical standards, and BeOne Medicines (including its subsidiaries, “BeOne” or the “Company”) expects all its employees and agents to uphold this commitment. Consistent with this expectation and our Code of Conduct, BeOne has adopted this Anti-Bribery and Anti-Corruption Policy (“Policy”) to help employees and agents avoid potential corruption issues, prevent bribery from occurring, and avoid the appearance of wrongdoing.

Although this Policy provides general principles and guidelines for anticorruption compliance, it does not address every situation you may face. All of us are responsible for preventing any instance of bribery or corruption and for reporting any concern or suspicion. If you have any questions concerning the requirements of this Policy, please consult the Chief Compliance Officer or a member of the Compliance team.

2. Scope

This Policy applies to all directors, officers, employees, agents, representatives, and other associated persons acting on behalf of BeOne and its subsidiaries and affiliates worldwide (Collectively, “BeOne Personnel”). This policy also applies to payments that may be made by or through third parties, such as representatives, consultants, brokers, contractors, suppliers, joint ventures or affiliates, or any other intermediary or agent acting on behalf of BeOne.

3. ROLES AND RESPONSIBILITIES

The Legal and Compliance Department is primarily responsible for the oversight and enforcement of this policy. The Chief Compliance Officer, along with the Board of Directors or one of its committees, will review, on a regular basis, the implementation and effectiveness of the Company’s anti-bribery and anti-corruption compliance program.

Role	Responsibility
BeOne Personnel	Comply with the requirements set by this policy, including but not limited to completing any required training for this policy and related policies/standards (e.g., Regional or country compliance policies for interactions with HCPs), and familiarize themselves with the anticorruption risks associated with their roles and activities.
BeOne Chief Compliance Officer	Oversight for the implementation and on-going administration of this policy, including the provision of regular training for BeOne Personnel, as deemed necessary, and continual evaluation of the sufficiency of existing policies, procedures, and other controls to promote compliance with applicable anticorruption laws.
Procurement	Contract facilitation in accordance with the applicable Contract Guidelines, if any.

4. POLICY

4.1. Bribes are Strictly Prohibited

In doing business anywhere in the world, neither BeOne nor any person or entity associated with BeOne may seek to influence Government Officials, customers, business partners, Healthcare Professionals (“HCPs”) or any other person by paying or promising bribes, kickbacks, or Anything of Value in order to secure an Improper Business Advantage—e.g., to influence official decision-making or prescription behavior.

This prohibition also extends to “facilitation payments”—i.e., payments to a Government Official made to facilitate or expedite routine action (e.g., payments to speed up visa processing).

Likewise, never ask for or accept Anything of Value from a third party, supplier, customer, business partner, or any other person for similar reasons. It is BeOne’s expectation that employees will demonstrate the highest standards of ethics and conduct in relation to potential and existing vendors. Therefore, as a matter of Company principle, BeOne employees may not accept gifts and gratuities from vendors. The Company understands, however, that small tokens of goodwill may be exchanged between us and our vendors on special occasions. As a general rule, gifts like these may be accepted provided they do not exceed USD \$25 in value or result in personal gain for the receiver, or favorable treatment for the giver, if they are someone from whom we buy or receive goods and services. In no case may BeOne Personnel accept cash or cash equivalents from vendors.

Exempted from this policy are moderately priced food and beverage items or gifts such as t-shirts, pens, trade show bags and all other small items that employees obtain, as members of the public, at events such as conferences, training events, seminars, and trade shows, that are offered equally to all members of the public attending the event. Also, BeOne understands that reasonable business meals included in the agenda of (or which immediately precede or follow) a business meeting may be acceptable. However, such meals may not be lavish or frequent.

4.2. Observe Local Law Requirements; Stricter Local Laws Must Be Followed

BeOne Personnel must comply not only with this Policy but also with all applicable anticorruption and antibribery laws and regulations, such as the U.S. Foreign Corrupt Practices Act, U.K. Bribery Act, and Chinese Anti-Bribery laws (e.g., China’s Anti-Unfair Competition Law and relevant sections of China’s Criminal Law). These laws and regulations have certain extraterritorial applications and share many similar requirements, but also vary in certain respects.

Any stricter applicable laws, regulations or industry code requirements take precedence over this Policy. Any exceptions to voluntary industry code requirements must be reviewed and approved in advance by the Legal and Compliance Department. In addition, BeOne affiliates may adopt stricter and/or more extensive standards than those given here.

4.3. Working with Third Parties

Just as BeOne Personnel may not improperly influence Government Officials, customers, business partners, HCPs, or any other person, knowingly using a third party to do the same is likewise prohibited. BeOne strictly prohibits payments to any third party where there is

reason to know or suspect that all or part of the payment will be passed on to pay a bribe or kickback.

Due diligence must be performed before using third parties who interact with Government Officials on BeOne's behalf. In addition, contracts entered into with such third parties must contain Company-approved anticorruption protections.

BeOne Personnel also must strictly adhere to internal controls and review procedures before a contract is signed or a payment is made.

For additional guidance on working with third parties, please refer to the [Global Procurement Policy](#) and/or consult with the Procurement Department.

4.4. Report Suspected Violations and Bribe Solicitations

All such expenditures must be recorded accurately in the books and records of the Company. If you are confronted with a request or demand for a bribe, kickback, improper payment, extortionate demand, or other violation of this Policy, you are required to reject the request or demand and immediately report the incident to the Legal and Compliance department directly or through the Company's [Legal and Compliance Helpline](#).

Similarly, the Company expects BeOne Personnel who have knowledge of potential violation of this Policy to report such matters promptly. See [BeOne Reporting Misconduct Policy](#) for additional instructions on reporting suspected violations.

4.5. Maintain Accurate Records

As a publicly traded company, BeOne and its Personnel must ensure that Company books, records and accounts fully, accurately, clearly and fairly reflect and document all business dealings (in particular financial transactions and payment flows). This Policy and other BeOne policies set forth guidelines relating to gifts, entertainment, travel, meals, lodging, and employment. All such expenditures must be recorded accurately in the books and records of the Company.

BeOne Personnel authorizing payments must accurately document the transaction and be to prepared to justify their action internally and externally. Creating an appearance of compliance but disguising the real-life purpose of an agreement or transaction is strictly prohibited. Examples include:

- a) Misdescribing or vaguely describing an expense or payment to disguise its true nature;
- b) Splitting up invoices to circumvent internal signatory limits;
- c) Awarding incentives to BeOne employees with the expectation that they will be passed on to customers or business partners;
- d) Disguising discounts as "special bonuses," "marketing reimbursements" or "refunds" when such terms do not reflect the transaction's true nature; and
- e) Circumventing procurement procedures, including fair bidding processes;
- f) Disguising improper payments to third parties by using sham programs or incentives;
- g) Distorting the nature, extent or participation in programs or events to circumvent legal or policy requirements

4.6. Reporting Red Flags

Be alert to internal and external warning signs or suspicious circumstances (“Red Flags”) that may indicate possible violations of this Policy or anticorruption laws—particularly when conducting business with third parties, contractors, suppliers, customers, business partners, or any other person.

A Red Flag does not necessarily mean that there has been a violation of applicable laws or this Policy, but it requires you to seek further clarification. The Legal and Compliance Department can assist you in dealing with identified concerns. BeOne will ensure that no employee is in any way disadvantaged because he or she, acting in good faith, reports a possible compliance violation.

Examples of Red Flags include, but are not limited to:

- a) Unusual contracting or service provider arrangements
- b) Lack of qualifications/expertise/resources to provide the offered services
- c) Request to work without a contract or refusal to sign a certification of compliance when requested
- d) Requests to sub-contract services to unknown parties
- e) Requests by Government Officials to use a specific third party in a transaction
- f) Violations or attempted violations of anti-bribery laws in recent years or public scrutiny of the third party due to its business practice
- g) Refusal or inability to provide customer references
- h) Unusual payment requests or financial arrangements
- i) Requesting cash payments, unusual upfront payments, payments to accounts in another country, or payments to someone other than our contractual partner
- j) Off-the-book accounts or shell companies created to receive revenues and facilitate transactions
- k) Excessive payments or commissions
- l) Request to alter invoices or to create fictitious invoices (or invoices/fapiao with consecutive numbers although the invoices refer to separate transactions executed over a longer period of time)
- m) Vague or confusing descriptions of services or requests for payment without the appropriate level of supporting documentation (e.g., “marketing services,” “promotional expenses,” “research,” “miscellaneous services”, etc.)
- n) Expenses for scientific, altruistic or similar reasons paid out of marketing budgets
- o) Reluctance to document fees or commissions
- p) Unusual requests for political or charitable donations
- q) Unusual high hospitality, travel, marketing costs

4.7. Attend Anticorruption Training

It is your obligation to follow this Policy and to attend the Company’s anti-bribery and anti-corruption training, review training materials, and to seek guidance on anticorruption issues as they arise.

4.8. Violations of this Policy

Violations of this Policy will not be tolerated and/or may be grounds for disciplinary action, up to and including termination of employment. Additionally, violations of applicable anticorruption laws may result in criminal fines or other penalties to you or BeOne, as well as significant harm to BeOne’s reputation.

While compliance with this Policy will be continually monitored and evaluated by the Legal and Compliance, Procurement, Finance and Internal Audit functions, all employees and functional leaders are responsible for ensuring that the Policy is adhered to in practice and principle.

5. SPECIFIC ANTICORRUPTION TOPICS

5.1. Gifts, Travel, Meals, and Hospitality

Gifts, travel expenses, meals and hospitality are often a natural part of business or professional relations. When handled correctly, and in accordance with applicable laws and business ethics, providing these types of benefits can demonstrate respect, appreciation, and good etiquette while fostering positive working relationships.

When handled incorrectly, however, gifts, assumption of travel expenses, meals, and hospitality can create a perception of impropriety, a conflict of interest, or worse, a violation of anticorruption laws. Although local customs and practices may differ, each BeOne employee must ensure that when any such benefit is offered or granted, it is done in a fully compliant manner.

The following principles must always be observed:

- a. Benefit does not involve cash or cash equivalent (e.g., gift cards, store cards, or gambling chips);
- b. Benefit is permitted under local law, administrative regulations, industry codes, BeOne policies and guidelines, and the guidelines of the recipient's employer;
- c. Benefit is presented openly with complete transparency;
- d. Benefit is properly recorded in the Company's books and records; and
- e. Benefit is not offered or provided to secure an Improper Business Advantage.

The circumstances in which BeOne Personnel may provide benefits to Government Officials and HCPs operating in government-owned or -controlled healthcare systems are limited. For additional guidance on this topic, please refer to the applicable country and/or region-specific compliance policies for Interactions with HCPs and Patients and/or consult with the Legal and Compliance Department.

5.2. Rebates, Discounts, and Incentives

In certain circumstances, BeOne may grant rebates or discounts, or offer other incentives to its customers. Any such programs must be conducted in compliance with this Policy and all applicable laws, including relevant anticorruption laws. For additional guidance, please consult with the Legal and Compliance Department.

5.3. Contracting with Government Officials

In some cases, Government Officials are allowed to enter service contracts with private-sector companies like BeOne in addition to performing their official duties (e.g., clinical research projects, speaking engagements, etc.).

Many non-U.S. healthcare systems, hospitals, or healthcare facilities are government-owned or controlled, and therefore many HCPs or other healthcare workers employed by such facilities would be considered Government Officials. Therefore, BeOne Personnel must have increased awareness to corruption issues when contracting with HCPs and employees operating non-U.S. healthcare systems. Common examples of such contracts may include, without limitation:

- a) speaker engagements;
- b) market analyses or surveys;
- c) scientific advice or research;
- d) the provision of educational services;
- e) clinical or non-clinical studies; or
- f) participation in advisory boards.

The circumstances under which BeOne may contract with Government Officials and HCPs operating in government-owned or -controlled healthcare systems are narrow and subject to specific requirements. For additional guidance, please refer to the applicable country and/or region-specific compliance policies for Interactions with HCPs and Patients and/or consult with the Legal and Compliance Department.

5.4. Tender and Government Sales

Government tenders and contracts have the potential to present significant risks, especially when a distributor is bidding on a tender or contract on BeOne's behalf. BeOne Personnel must not seek to improperly influence government tenders or contracting in any way that would violate this Policy. For additional guidance, please consult with the Legal and Compliance Department.

5.5. Charitable Contributions / Donations / Grants

BeOne Personnel may not make charitable contributions on behalf of BeOne or its affiliates, nor may they make such contributions in their own name, if done in order to obtain or retain business or to gain an Improper Business Advantage for BeOne.

Any charitable contribution by BeOne must be permitted under the law, permissible pursuant to the terms of this Policy, and made to a *bona fide* charitable organization. In the case of charitable contributions connected to any Government Official or government entity, such contributions may only be made with the prior written approval of the Legal and Compliance Department. For additional guidance, please refer to the applicable country

and/or region-specific compliance policies for grants, sponsorships and donations and/or consult with the Legal and Compliance Department.

5.6. Political Contributions

BeOne does not make any donations as a company to political parties, politicians or candidates for a political office. The industry associations of which BeOne is a member make donations on their own responsibility and in compliance with applicable legislation, taking account of laws on political contributions in particular. For additional guidance, please consult Corporate Communications.

5.7. Employment/Internships

On occasion, Government Officials or the Company’s business partners may request that the Company provide internships or employment to certain individuals. Offering internships or employment to Government Officials or the Company’s business partners, or to the relatives or friends of Government Officials or the Company’s business partners, may be viewed as providing an item of value. To avoid conflicts of interest and the appearance of impropriety, the approval of the Legal and Compliance Department is required before interviewing or offering positions to such candidates.

6. DEFINITIONS

Term	Definition
Anything of Value	<p>“Anything of Value” is anything that provides a tangible or intangible benefit to the recipient. This term should be interpreted broadly to include:</p> <ul style="list-style-type: none"> • Cash, stock, bonds, gift cards or other cash equivalents; • Gifts or free goods; • Services or opportunities of service; • Employment offers; • Travel expenses, meals or hospitality; • Political contributions or charitable donations; • Subsidies, per diem payments, discounts or loans; • Sponsorships or honoraria; • Personal or business advantages (e.g., enhanced social or business standing); • Personal use of company facilities or equipment; or • Arrangements for “sideline” activities or post-employment contracts. <p>Note: Providing something of value to relatives, friends, or colleagues of a certain person are likewise covered as indirect benefits to that person.</p>
Bribe	<p>A “bribe” involves the giving, offering or receiving anything of value, to or from any person whether public or private, that is intended as an inducement to do something improperly in order to obtain or retain business or secure a business advantage for the Company.</p>

Term	Definition
Corruption	<p>“Corruption” occurs when someone in a position of power uses their authority to influence decisions or conducts other dishonest or fraudulent behavior, including giving or accepting bribes.</p>
Government Official	<p>BeOne Personnel interact with many individuals who may be considered Government Officials under relevant anti-corruption laws. Government Officials include not only high-ranking officials, but also any persons employed by federal, state or local governments or acting on behalf of such governments. For example, in countries with state-run health care systems, doctors and other Healthcare Professionals may be considered Government Officials. Accordingly, employees should interpret the term “Government Officials” broadly to include:</p> <ul style="list-style-type: none"> • any elected or appointed official, member of a legislative body, or judge; • any employee of a foreign or domestic government or governmental department, agency, or instrumentality (including, for example, state-owned or state-run hospitals, clinics and research centers); • any person acting on behalf of a foreign or domestic government; • any employee of a company majority-owned or controlled by the government (e.g., employees of state-owned enterprises); • any employee of a public international organization, such as the World Bank or the United Nations; • any employee of a foreign or domestic political party or any person acting on behalf of a political party; • any candidate for foreign or domestic political office; and • members of a royal family or persons acting on its behalf. <p>If you are unsure about whether a person is a “Government Official,” please contact the Legal and Compliance Department. Situations in each country may vary, and BeOne Personnel should take care not to draw hasty conclusions. For example, in some countries employees of privatized companies or agricultural cooperatives, university professors or employees of hospitals may be considered Government Officials.</p>
Healthcare Professional (HCP)	<p>A “Healthcare Professional” or “HCP” is any member of the medical, dental, pharmacy or nursing community, as defined by applicable laws or pharmaceutical marketing codes, or any individual who makes decisions regarding a medical institution’s sourcing of medical products. In countries with state-run health care systems, doctors and other Healthcare Professionals may be considered Government Officials.</p>

Term	Definition
Improper Business Advantage	An “Improper Business Advantage” is any advantage that would unfairly or illegally advance BeOne’s business or financial interests (e.g., securing any improper benefit or unfair business advantage, affecting official decision-making, affecting improper prescription or payment behavior, or inducing someone to breach professional duties or standards). The term should be interpreted broadly to include corruptly securing of any business/financial interests, such as sales, tenders, contracts, prescriptions, tax reliefs/reductions, regulatory approvals, or waivers/exemptions of regulatory requirements

7. REFERENCES

- [BeOne Code of Conduct](#)
- [BeOne Reporting Misconduct Policy](#)
- [BeOne Global Procurement Policy](#)

8. DOCUMENT MANAGEMENT

Category	Description
Scope	This Policy provides general guidance prohibiting all directors, officers, employees, agents, representatives, and other associated persons acting on behalf of BeOne, from offering, paying, soliciting or accepting bribes or kickbacks, or making facilitation payments.
Review Cycle	Annual
Effective Version	3.0
Effective Date	19 MAY 2025
Document Owner	Chief Compliance Officer

9. Document History

Version	Date	Description
1.0	30 JUL 2021	Original

2.0	01 MAY 2024	Name of Policy updated, revisions made to reflect growth and Company standards
3.0	19 MAY 2025	Revisions made to reflect changes to the company name and global rebranding to BeOne Medicines.