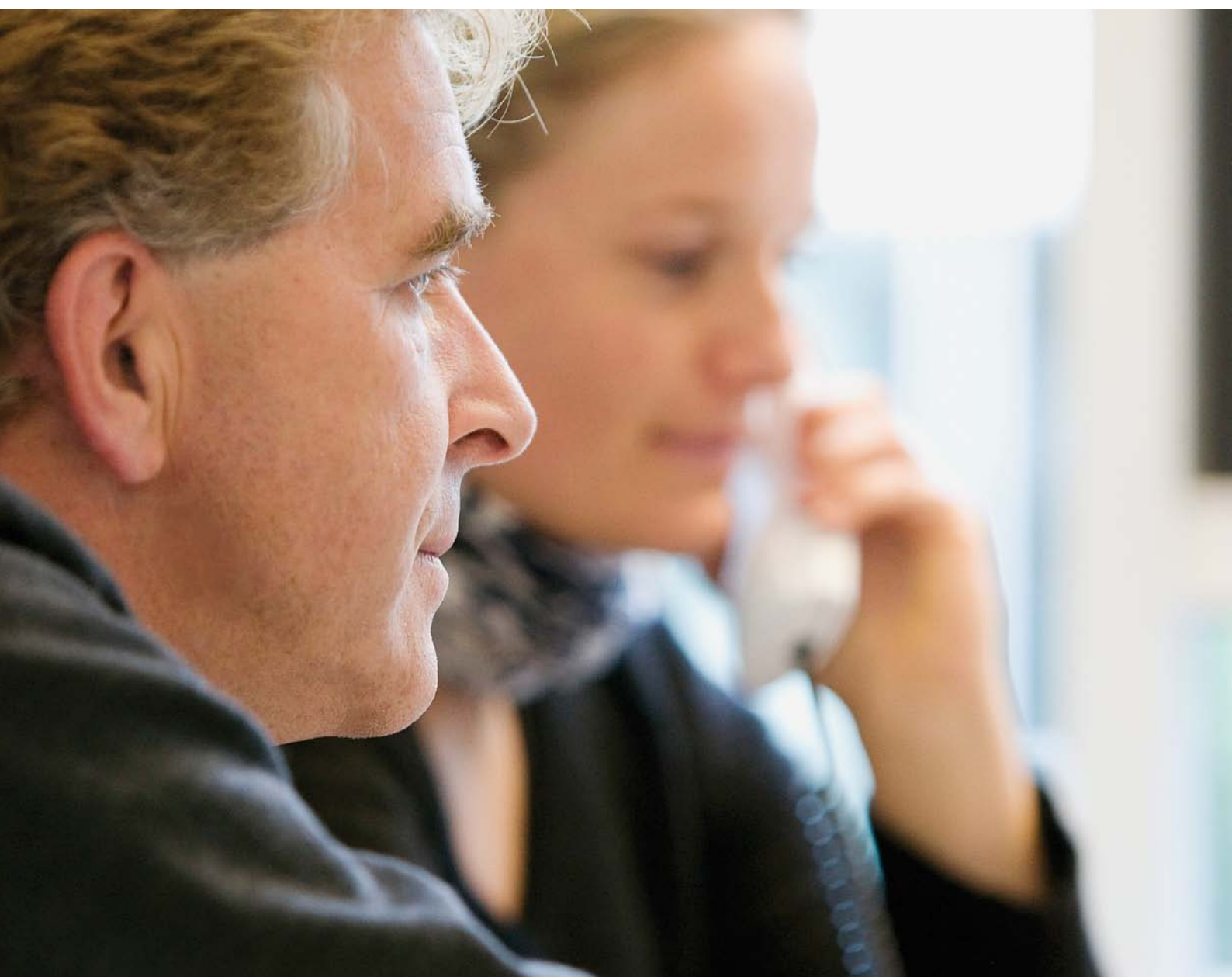


Roche Group
Code of Conduct



Roche Group Code of Conduct



Behaviour in Business

Why it matters

Dear Colleagues,

Roche is recognised as a leader in creating, producing and marketing innovative healthcare solutions of high quality for unmet medical needs. We do business in a responsible and ethical manner and with a commitment to sustainable development, respecting the needs of the individual, the society and the environment.

Roche's reputation is one of its most valuable assets. Our stakeholders expect us to do the right thing. We all have a responsibility to foster and protect Roche's reputation. Our Roche Values – Integrity, Courage and Passion – and the Roche Corporate Principles provide clear guidance for our business behaviour.

At Roche performance is not only measured by the results achieved, but also how these results were achieved. This update of our Roche Group Code of Conduct clearly expresses Roche's expectations as your employer and provides you with practical guidance and links to further useful information.


Roche strongly strives for a culture of mutual trust that encourages the free exchange of views across all organisational levels. A liberal working environment is critical to our success. By fostering a two-way dialogue and playing an active role, every Roche employee can make a difference.

Whenever you are in doubt about correct business behaviour, seek advice. If you have a compliance concern, speak up. The Roche Group Code of Conduct tells you where you can find advice and to whom you can raise a compliance concern.

The Corporate Executive Committee and the Board of Directors of Roche Holding Limited have formally endorsed the Roche Group Code of Conduct and fully support initiatives designed to foster its implementation.

Please take the time to read our Roche Group Code of Conduct and personally implement it in all your business activities.

I am counting on your support.



Severin Schwan
Chief Executive Officer

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Introduction

Roche Corporate Principles

They define our commitments

Commitments

Service to Patients and Customers

A prime objective of Roche is to meet patients' and customers' needs for high-quality products and services. This implies identifying and solving their problems and anticipating their future needs by maintaining close contacts with them and listening to what they say. Our commitment includes full respect for patients' individual rights.

Respect for the Individual

We believe that the success of our company depends on the combined talents and performance of dedicated employees. For this reason, we want:

- to build respect for the individual into all our work by ensuring that all members of the organisation understand their responsibility to respect each other's rights and dignity;
- our people to develop their talents and make optimal use of their abilities and potential and to encourage information-sharing and open dialogue;
- to provide recognition based on performance and contribution to Roche's success;
- to promote diversity and equal opportunities;
- everyone in the organisation to work under optimal conditions of health and safety.

Commitment to Responsibility

We want to meet high standards of performance and corporate responsibility in all our activities and we apply our Corporate Principles in our dealings with business partners. We are committed to selecting, developing and promoting employees and managers with self-drive and empathy who:

- combine professional competence with a leadership style that motivates people to high performance;
- have an open mind and a sense of urgency, understand the needs of the company and have the courage to question conventional wisdom;
- have the flexibility required to broaden their experience;
- live these Corporate Principles in their decisions and actions.

Introduction

Commitment to Performance

We aim to continuously create value for our stakeholders and to achieve sustainable, high profitability. We do this in order to maintain our commitment to research, to ensure our growth and independence, to provide employment opportunities, to cover risks and to pay an attractive return on invested capital.

Commitment to Society

We want to maintain high ethical and social standards in our business dealings, in our approach to medical science, in our efforts to protect the environment and ensure good citizenship. We will maintain these standards by adherence to local, national and international laws and cooperating with authorities and in proactively communicating with the public. We support and respect the human rights within the sphere of our influence. We recognise the need to work in partnership with our stakeholders, regularly seeking their views and taking them into account.

Commitment to the Environment

As part of our commitment towards sustainable development we proactively seek to employ new, more sustainable technologies and processes and to minimise our impact on the environment.

Commitment to Innovation

Innovation across all aspects of our business is the key to our success. Being active in high-technology fields, we must recognise new trends at a very early stage and be open to unconventional ideas. We see change as an opportunity and complacency as a threat. We therefore encourage everywhere in the company the curiosity needed to be open to the world and new ideas.

Continuous Improvement

We are committed to benchmarking our principles and achievements against the industry and best practice; this includes transparent reporting. We will continue to put in place directives and processes that enable us to implement each of our Corporate Principles.

Roche Group Code of Conduct

Defining how we do business – every day, everywhere

Roche's good reputation depends on its integrity in business. All employees and all others acting on behalf of Roche must comply with the Roche Group Code of Conduct, regardless of their location and the nature of their work.

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

The Roche Group Code of Conduct expresses the expectations that Roche has as an employer.

The Roche Group Code of Conduct is designed to guide our business behaviour and provides useful links to further information. However, it does not provide answers to every question we may have and is not a substitute for our individual responsibility to exercise good judgment and common sense. In cases of doubt about the correct behaviour, we must seek help and advice.

An interactive, computer-based e-learning program called "Roche Behaviour in Business" (RoBiB) has been developed to help explain the importance of integrity in business. It covers the key messages of our Roche Group Code of Conduct.

Roche does not tolerate violations of the Roche Group Code of Conduct. Employees must be aware that such violations can have serious consequences for the company and for themselves and that they will be held accountable.

We are all expected to:

- Behave with integrity and help maintain Roche's good reputation.
- Carefully complete the RoBiB e-learning program.
- Be aware that violations of the Roche Group Code of Conduct are not tolerated and will trigger corrective measures.

Q Why do we need a Roche Group Code of Conduct?

A The Roche Group Code of Conduct states Roche's expectations as an employer and sets forth the standards for business behaviour that apply throughout the Roche Group.

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

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

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

A No. Since the RoBiB e-learning program and other compliance e-learning programs are designed to support you in your endeavours to comply with the Roche Group Code of Conduct you should complete them carefully.

Getting Help & Advice

Asking for help and advice is the right thing to do

In our daily work we may face situations from time to time which are not explicitly covered by the Roche Group Code of Conduct. If we are unsure about the correct behaviour, we should ask ourselves the following questions:

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

Often this will provide all the guidance we need. But if we still have doubts about the correct behaviour, we should contact our Line Manager or local Compliance Officer and ask for help and advice.

Roche Line Managers are responsible for ensuring that all employees reporting to them receive the help and advice they need to comply with the Roche Group Code of Conduct.

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

A Ask yourself some specific questions such as "Would I be comfortable if my behaviour was reported in a newspaper"?

Q What should I do if I need help and advice?

A It is important that you ask for help and advice. Your Line Manager or the local Compliance Officer are there to support you.

Q As a Line Manager, what do I have to ensure as part of my leadership responsibility?

A As a Roche Line Manager you must ensure that the employees who report to you receive the help and advice they need to comply with the Roche Group Code of Conduct.

We are all expected to:

- Contact our Line Manager and ask for help and advice if we have doubts about the correct behaviour.
- Provide help and advice to employees who report to us.

Speak Up

The important thing is to speak up

Roche employees who speak up when they have a compliance concern are doing the right thing and acting in line with our Roche Values and Corporate Principles.

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

If we have a compliance concern, it is generally best to talk to our Line Manager about it face to face.

Roche Line Managers are expected to create an environment of trust that encourages employees to speak up and address compliance concerns.

If we are uncomfortable about discussing a specific compliance concern with our Line Manager, we should contact our local Compliance Officer, the Chief Compliance Officer or use the Roche Group SpeakUp Line.

Details for the different speak up channels are listed in the contacts section and on the Roche intranet.

We are all expected to:

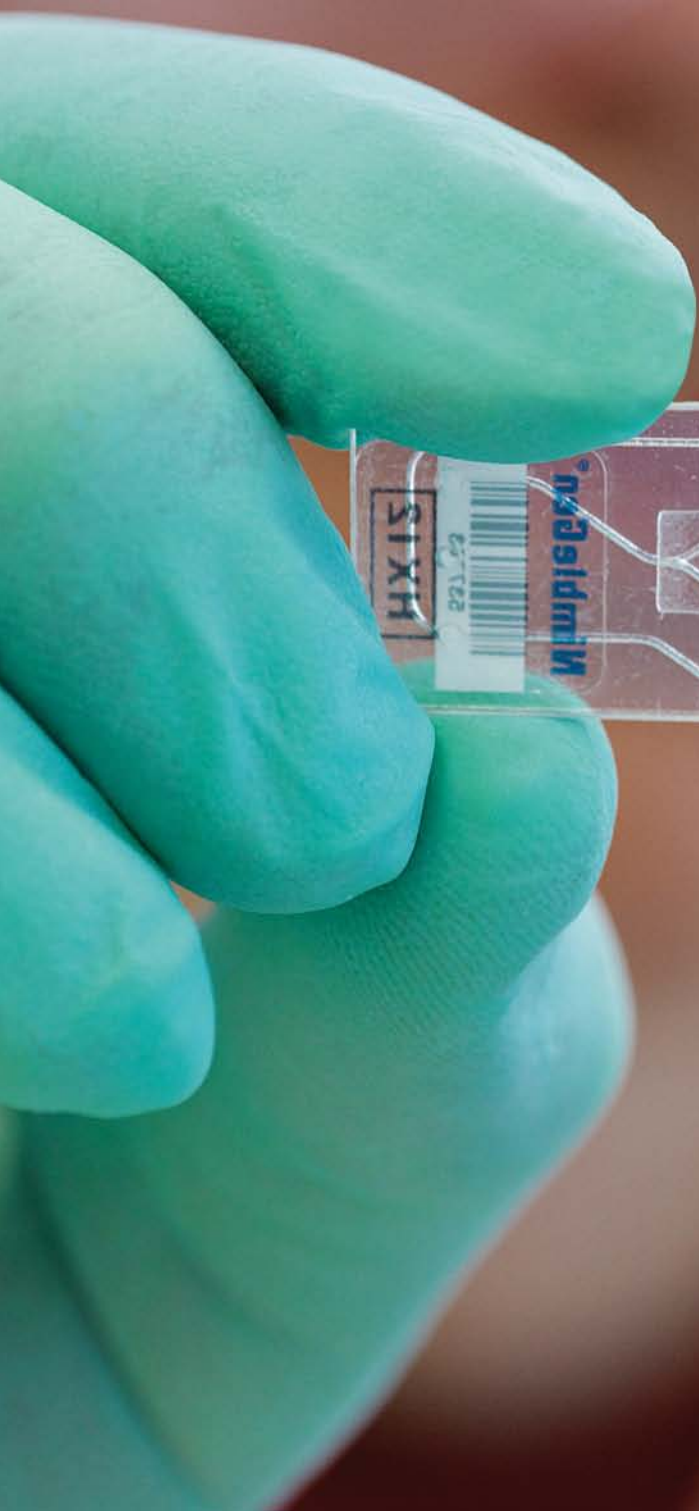
- Speak up when we believe in good faith that someone has done, is doing, or may be about to do something that violates the Roche Group Code of Conduct.
- Raise compliance concerns with our Line Manager.
- Use the other available speak up channels if we do not feel comfortable about raising a compliance concern with our Line Manager.

Q Am I acting in Roche's interest if I speak up?

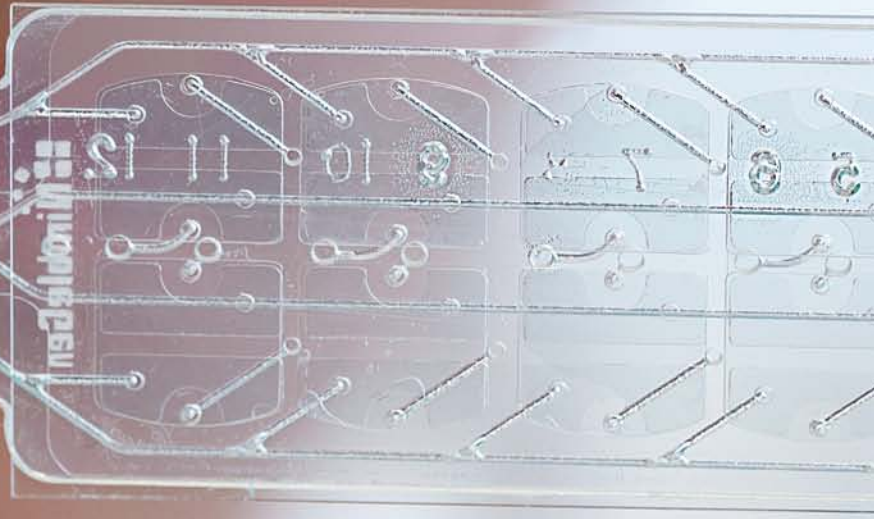
A Yes. Roche Management needs to be aware of integrity issues so that it can address them quickly and in a trustworthy way. If you speak up, you are doing the right thing and acting in line with our Roche Values and Corporate Principles.

Q When should I speak up?

A If you believe in good faith that the Roche Group Code of Conduct is violated you are expected to speak up. Your Line Manager is generally your first point of contact. If you feel uncomfortable discussing a specific compliance concern with your Line Manager, contact your local Compliance Officer, the Chief Compliance Officer or use the Roche Group SpeakUp Line.



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Mupirocin



Mupirocin

Our Products and Services

Innovation & Quality

We create innovative products and services of high quality

For over a century, the Roche name has stood and will continue to stand for innovative, high-quality products and services. This is a great asset which determines our business and gives us a competitive advantage.

We strive to achieve high standards of quality in everything we do.

Maintaining high-quality standards is an important part of regulatory compliance and a prerequisite for our business. Roche is committed to complying with regulatory requirements, internationally acknowledged good practices (e.g. good clinical and manufacturing practices) and to meeting the high expectations of its stakeholders regarding the quality, safety and efficacy of its products and services.

Roche employees who, either during or outside work, become aware of adverse events relating to Roche products must immediately report them to their local Safety unit.

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

We are all expected to:

- Ensure that the high expectations of our stakeholders regarding the quality of our products and services are fully met.
- Immediately report adverse events relating to Roche products to the local Safety unit.
- Ensure that our business partners adhere to our high-quality standards.

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

A Roche's products and services are associated with innovation and high quality.

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

A The Roche brand stands for products of high quality. If you notice products that do not meet Roche standards, inform your Line Manager immediately. He or she will take the necessary steps, together with experts from our quality assurance departments.

Q A friend tells me she has been taking a Roche product and thinks it has caused adverse events. What should I do?

A Whenever you learn of adverse events that may be related to one of our products, you must immediately inform the local Safety unit. They will pursue the matter further.

Information & Marketing

We satisfy legitimate interests in information about the results of our R & D activities

As a research-focused healthcare company, Roche creates, produces and markets innovative diagnostic and therapeutic products and services that provide significant benefits – from early detection and prevention of diseases to diagnosis, treatment and treatment monitoring. Our stakeholders have a legitimate interest in being informed about the results of our research and development activities.

We provide this information in a transparent, accurate and timely way to enable interested parties to take advantage of any progress we have achieved in medical science. We for example publish information about the results of our clinical trials on the Roche website.

We support continuing medical education of healthcare professionals to disseminate the medical evidence characterising our products. Receiving information about advances achieved in medical science is in the interest of healthcare professionals and their patients.

The marketing of pharmaceutical and diagnostic products is highly regulated. Roche is committed to comply with good marketing practices by adhering to applicable laws, regulations, industry codes and internal processes and standards established by Roche.

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

Roche expects competitors also to comply with applicable laws, regulations and industry codes. Roche does not tolerate misleading claims which disparage its products and defends its interests against unfair competition.

We are all expected to:

- Comply with applicable laws, regulations, industry codes and Roche's internal processes and standards relating to good marketing practices.
- Speak up and take immediate corrective measures in case of violations of good marketing practices.
- Defend Roche's interests against unfair competitive practices.

Applicable codes regarding good marketing practices (e.g. IFPMA, PhRMA, EFPIA, AdvaMed codes and the EDMA Code of Ethics) and related Roche's standards and processes contain further information and guidance on this subject and can be found on the Roche intranet (see website of Group Legal Department). You can get further help and advice regarding compliance with good marketing practices from your Line Manager, the local Compliance Officer or the Chief Compliance Officer. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates Roche's good marketing practices, speak up by using the available speak up channels.

Q I have been working on a marketing campaign for a new product. I am concerned that a proposed claim is not entirely accurate. Should I raise the issue?

A Yes. Talk to your Line Manager. We have a responsibility to ensure that any claim relating to our products and services is based on scientific evidence and is not misleading.

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

A Roche's relationship to healthcare professionals is based on two key principles: (i) Roche is committed to conveying the results of its research and development in an open, transparent, honest and timely way. (ii) Roche does not provide any improper advantages for prescribing its products.

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

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





Personal Integrity

Conflict of Interest

Personal interests must not unduly influence our professional judgment

As Roche employees we must avoid situations where personal interests conflict, or even appear to conflict, with the interests of Roche.

Activities of relatives and close associates can cause conflicts of interest. We should not enter into situations in which our personal or family interests may conflict with those of Roche.

Professional engagements outside of Roche can result in conflicts of interest. We should not unduly use our position at Roche for personal benefit or to benefit relatives or close associates.

Many actual or potential conflicts of interest can be resolved in an acceptable way for both the individual and the company. In case of a conflict of interest, the employee concerned should immediately inform his/her Line Manager so that an appropriate solution can be found.

We are all expected to:

- Avoid situations where our personal interests conflict with those of Roche.
- Not unduly use our position within Roche for personal benefit or the benefit of relatives or close associates.
- Immediately inform our Line Manager about any actual or potential conflict of interest so that an appropriate solution can be found.

The Roche Directive “Behaviour in Business – A Guide to Integrity in Business Transactions” contains further information and guidance on this subject and can be found on the Roche intranet (see website of Group Legal Department). You can get further help and advice regarding the proper handling of a specific conflict of interest situation from your Line Manager, the local Compliance Officer or the Chief Compliance Officer. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the provisions regarding conflicts of interest, speak up by using the available speak up channels.

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

A There is an obvious conflict of interest because of your wife's position. It may be that the supplier she works for is the best option for Roche. But you still need to disclose this conflict of interest to your Line Manager.

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

A There might be conflicting interests here, so you will need to carefully assess the situation. In addition, if a Roche employee wants to serve on the board of another commercial company, he/she needs prior written approval from Roche HQ.

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

A In case of doubt, immediately inform your Line Manager so that an appropriate solution can be found.

Gifts & Entertainment

We do not accept gifts or entertainment that could raise concerns about our personal integrity

Even when gifts or entertainment are exchanged out of the purest motives of personal or professional friendship, they can be misunderstood and create improper influence.

We must not accept any gifts or entertainment that could raise any concerns regarding our personal integrity or Roche's independence.

To avoid both the reality and the appearance of improper relations with third parties or potential third parties, we should adhere to the following principles:

- Roche employees shall not solicit gifts or entertainment from any current or potential third party of Roche. Gifts include not only merchandise but all kinds of advantages.
- Roche employees may only accept any unsolicited gifts or entertainment provided they do not go beyond common courtesy and accepted local business practices.
- The value of any gift or entertainment must not raise any question of an obligation on the part of the recipient.

If in doubt about the appropriateness of accepting an unsolicited gift or entertainment, we must consult our Line Manager and abide by his/her decision.

We are all expected to:

- Never solicit gifts or entertainment from any current or potential third party of Roche.
- Make sure that the acceptance of any gifts or entertainment does not raise any concern regarding our personal integrity and Roche's independence.
- Contact our Line Manager and act according to his/her decision, if in doubt about the appropriateness of accepting an unsolicited gift or entertainment.

The Roche Directive "Behaviour in Business – A Guide to Integrity in Business Transactions" contains further information and guidance on this subject and can be found on the Roche intranet (see website of Group Legal Department). You can get further help and advice regarding the proper handling of gifts and entertainment from your Line Manager, the local Compliance Officer or the Chief Compliance Officer. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the provisions regarding gifts and entertainment, speak up by using the available speak up channels.

Q I know a Roche supplier who can get me tickets for a football game I really want to see. Is it all right to ask him for tickets?

A No. Roche employees are not allowed to solicit gifts or entertainment from any individual or company that Roche is doing or might do business with.

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

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

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

A No. Accepting the invitation could compromise your and Roche's independence.

Insider Information & Trading

We protect insider information and prevent insider trading

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

Roche employees who come into possession of insider information in the performance of their duties are insiders, as are non-employees who acquire such information.

In most countries it is against the law to exploit insider information when buying or selling equities (insider trading).

Roche complies with applicable insider trading laws and regulations and has established rules to protect insider information and prevent insider trading.

We are all expected to:

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

The Roche Group Insider Directive contains further information and guidance on this subject and can be found on the Roche intranet (see website of Group Legal Department). You can get further help and advice regarding the proper handling of insider information and trading from the Line Manager, the Group Legal Department, the local Compliance Officer or the Chief Compliance Officer. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the provisions regarding insider information and trading, speak up by using the available speak up channels.

Q Roche plans to acquire a diagnostic company. I am a member of the Roche task force preparing the acquisition. Since the transaction will have a positive impact on the share price of the target company, information about it is considered to be insider information. A friend of mine is interested in our industry and likes to talk with me about business developments. Am I allowed to share information about the transaction with him?

A No. Sharing this information would not only violate your secrecy obligations, but could expose you and your friend to prosecution if he used the information to buy equities in the target company. This would be insider trading, which is a criminal offense in most countries.

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

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



Corporate Integrity

Business Integrity

Roche's integrity depends on the behaviour of its employees

The Roche Group Code of Conduct sets high standards of business integrity. Adhering to these standards is the right thing to do and a prerequisite for Roche's sustainable success.

Every Roche employee contributes to Roche's integrity as a company through his or her conduct.

Since Roche is doing business on a worldwide basis, employee misconduct in one country may have negative implications for Roche globally.

The terms and conditions that determine the appropriate behaviour in business transactions must be assessed on a case-by-case basis by taking into consideration the relevant parameters of each individual case. Since legal standards evolve over time, a constant reassessment of the required business behaviour is necessary.

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

We are all expected to:

- Assess carefully, on a case-by-case basis, if our business behaviour complies with Roche's expectations and standards of business integrity.
- Remember that Roche's integrity as a company depends on our behaviour.

The Roche Directive "Behaviour in Business – A Guide to Integrity in Business Transactions" contains further information and guidance on this subject and can be found on the Roche intranet (see website of Group Legal Department). You can get further help and advice regarding business integrity from your Line Manager, the local Compliance Officer or the Chief Compliance Officer. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates Roche's business integrity, speak up by using the available speak up channels.

Q My Line Manager has set me an ambitious sales target. To reach the target and earn a bonus, I will have to violate Roche's standards of business integrity. Am I allowed to do that?

A No. You are required to comply with Roche's standards of business integrity at all times. If you fail to do so, you will be held accountable. Discuss the situation openly with your Line Manager and find a solution that is in line with Roche's standards of business integrity.

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

A Immediately tell your Line Manager about your reservations. This may take courage, but it is the right thing to do. And remember, you are the one who is ultimately responsible for your business behaviour. If your Line Manager insists or asks you to keep quiet, you should immediately contact the local Compliance Officer or the Chief Compliance Officer. Alternatively, you can also use the Roche Group SpeakUp Line.

Bribery & Improper Advantages

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

Roche is committed to upholding high standards of integrity in its dealings with all its business partners.

Roche condemns and prohibits bribery and all other forms of corruption.

No one acting for Roche is allowed to offer or give any form of improper advantage, either directly or indirectly, to any individual or company for the purpose of obtaining or retaining business. Improper advantages include illegal rebates, bribes, kickbacks, under-the-table payments and any other similar improper material benefit. This principle applies globally to all public and private business transactions involving Roche.

Many countries have laws making it a crime to bribe public officials (e.g. the US Foreign Corrupt Practices Act). Violation of these laws or other laws that prohibit unfair competitive practices can result in criminal and civil actions against Roche and the employees involved.

An advantage to a Roche business partner may be granted, provided all of the following requirements are met:

- it is allowed by the applicable national laws;
- it is in conformity with local custom;
- it is appropriate;
- it is properly registered in the company's books; and
- it is made in the country in which the services are rendered.

We are all expected to:

- Never offer any public or private bribe to our business partners.
- Never offer any other form of improper advantages to our business partners.
- Carefully check whether the granting of an advantage to our business partners is in compliance with Roche's standards of business integrity.

The Roche Directive "Behaviour in Business – A Guide to Integrity in Business Transactions" contains further information and guidance on this subject and can be found on the Roche intranet (see website of Group Legal Department). You can get further help and advice regarding bribery and improper advantages from your Line Manager, the local Compliance Officer or the Chief Compliance Officer. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the provisions regarding bribery or improper advantages, speak up by using the available speak up channels.

Q A competitor is using bribes and other improper advantages to win customers. Am I allowed to use the same methods?

A No. First, this practice is inconsistent with Roche's standards of business integrity. Secondly, it could result in criminal or civil actions against Roche and severe criminal, civil and disciplinary penalties for the Roche employees involved. Corruption never pays!

Q Does the US Foreign Corrupt Practices Act (FCPA) apply only to bribes committed in the US?

A No. Under the FCPA, US authorities can investigate cases of bribery outside US territory.

Q Does Switzerland have a law like the FCPA?

A Yes. Employees in Switzerland who are involved in bribing foreign government officials are subject to criminal prosecution in Switzerland.

Q I want to offer a gift to a Roche business partner. Am I allowed to do so?

A Yes, provided all the requirements for conformity with Roche's standards of business integrity are met.

Competition Law

Violating competition laws never pays

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

Roche supports all efforts to promote and protect competition, including the legitimate protection of intellectual property and marketing rights. Roche respects the legitimate undertakings of its competitors, including generic and biosimilar manufacturers.

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

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

Despite Roche's commitment to complying with applicable competition laws, Roche may become the subject of an unannounced investigation by antitrust authorities (called a "dawn raid"). In case of a dawn raid, Roche will fully cooperate with the investigators.

We are all expected to:

- Comply with applicable competition laws and not disturb or hinder legitimate competition in any anticompetitive manner.
- To seek advice, if an answer to a specific antitrust question is not clear.

The Roche Directive "Behaviour in Competition – A Guide to Competition Law", the e-learning program "RoCLID", the Guideline on Competition Law Investigation ("Dawn Raid") and the Guideline on Tenders contain further information and guidance on this subject and can be found on the Roche intranet (see website of Group Legal Department). You can get further help and advice regarding compliance with competition laws from your Line Manager, the Group Legal Department, the local Compliance Officer or the Chief Compliance Officer. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the provisions regarding competition laws, speak up by using the available speak up channels.

Q I work in the Marketing Department and know a competitor is granting high rebates to customers in order to enhance its market share. Is it a good idea to contact this competitor and agree on a cap for rebates and on allocating certain customers and markets?

A No. That would be a serious violation of competition law. Roche strictly prohibits anticompetitive behaviour by its employees even in countries where it is not prohibited by law.

Q Antitrust authorities have started an investigation ("dawn raid") in the Roche company where I work. Some recent correspondence I had with a Roche competitor is making me nervous because it might be construed as evidence of anticompetitive behaviour. Should I destroy the correspondence?

A No. Under no circumstances may any documents or data which could be relevant to an antitrust investigation be destroyed (for further details see chapter "Records Management"). In the event of an investigation, Roche will fully cooperate with the authorities.

Accurate Reporting & Accounts

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

Data integrity is key to our business.

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

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

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

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

We are all expected to:

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

You can get further help and advice regarding accurate reporting and accounts from your Line Manager or the local financial experts. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the provisions regarding accurate reporting and accounts, speak up by using the available speak up channels.

Q We are approaching the end of our reporting period and my Line Manager has asked me to book sales that he expects from a certain customer, even though we do not have a firm order from the customer yet. Is this okay?

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

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

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

Data Privacy

We process personal data with due care

Roche operates around the globe, using systems to process and exchange data between units within the Roche Group and with third parties. Increasing scientific cooperation entails the exchange of personal data. This trend is reinforced by the increasing use of modern telecommunication means.

Roche is committed to respecting data privacy and has set forth the principles that must be consistently applied for any data processing within the Roche Group and with third parties.

Being active in clinical and genetic research, Roche must ensure that personal medical data are carefully processed. Roche takes due care to prevent any misuse of genetic or other personal medical information obtained in the course of its activities.

All processing of personal data (e.g. data on employees, customers and suppliers) must be in compliance with data protection laws and Roche principles.

We are all expected to:

- Ensure that we process personal data with due care and in compliance with applicable laws and Roche principles.
- Never collect more personal data than needed.
- Process personal data in line with the scope the data was provided for.
- Never store personal data longer than necessary.

The Roche Directive on the Protection of Personal Data and the Roche Charter on Genetics contain further information and guidance on this subject and can be found on the Roche intranet (see website of Group Legal Department). You can get further help and advice regarding compliance with accurate protection and processing of personal data from your Line Manager, the local Data Protection expert or the Group Data Protection Officer. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the provisions regarding data privacy, speak up by using the available speak up channels.

Q I work in a clinical research unit and have access to personal medical data which I would like to share with a colleague. Is this okay?

A Being active in clinical and genetic research, Roche has to ensure that personal medical data are processed carefully. As a Roche employee you have a strict obligation to treat such information as confidential and to share it only with colleagues who need it for their work and in line with the scope the data was provided for.

Q Roche wants to collaborate with a third party that is domiciled abroad. The collaboration will involve exchanging personal data. What precautions need to be taken?

A Any exchange of personal data within the Roche Group or with third parties is subject to careful protection in accordance with applicable laws and Roche principles. Steps accordingly must be taken to ensure that the third party complies with Roche's data protection standards.



Employment

Employment at Roche

We offer attractive challenges and set high standards

Roche offers its employees around the world an innovative, growth-oriented and challenging workplace.

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

Roche is committed to promoting mutual respect and trust.

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

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

We are all expected to:

- Behave in line with Roche Values.
- Live up to Roche's expectations.

The Roche Group Employment Policy contains further information and guidance on this subject and can be found on the Roche intranet (see website of Group Legal Department). You can get further help and advice regarding employment issues from your Line Manager or the local HR Department. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the provisions regarding employment policy or labour laws, speak up by using the available speak up channels.

Q What are the three Roche Values that apply throughout the Roche Group?

A Integrity, Courage and Passion.

Q What do the Roche Values mean for my daily work?

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

Q I am interested in employment issues. Where can I find information about Roche's position on forced and child labour?

A In the Roche Group Employment Policy.

Discrimination & Harassment

We value diversity as part of an inspiring working environment

Roche has always been open to new and different approaches, doing business in roughly 180 countries with many different cultures. Diversity not only offers advantages, but needs careful management to avoid misunderstandings and conflicts. At Roche we value and manage diversity, since we are convinced that it offers a lot of business and individual opportunities. The variety in backgrounds, cultures, languages and ideas of our people help us to maintain a competitive edge through innovation.

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

It is Roche's policy to ensure that the behaviour of its employees does not discriminate against anyone on the grounds of gender, race, age, ethnicity, national origin, religion, disability, sexual orientation, citizenship, genetic information or any other relevant category. These principles apply to all aspects of the employment relationship, such as hiring, assignments, promotion, compensation, discipline and termination.

Roche does not tolerate its employees being subjected to physical, sexual, racial, psychological, verbal, or any other form of harassment.

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

We are all expected to:

- Treat diversity as a great asset and opportunity.
- Ensure we do not discriminate against anyone.
- Never engage in any form of workplace harassment.
- Speak up if we become aware of any workplace discrimination or harassment.

The Roche Group Employment Policy contains further information and guidance on this subject and can be found on the Roche intranet (see website of Group Legal Department). You can get further help and advice regarding discrimination and harassment issues from your Line Manager, the local HR Department or the local Compliance Officer. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the provisions regarding discrimination and harassment, speak up by using the available speak up channels.

Q Why does Roche value diversity?

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

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

A Addressing your concerns immediately, openly and directly to your Line Manager is in many cases the best solution, since it offers you and your Line Manager the opportunity to clarify the situation. However, there might be circumstances in which you prefer to speak on a confidential basis with a representative of the HR Department or with the local Compliance Officer. Alternatively you can use the Roche Group SpeakUp Line.

Safety, Health & Environment

We promote and provide a safe and healthy workplace and a clean environment

Safety, health and environmental matters are handled at Roche with the same sense of responsibility, and just as methodically, as issues concerning quality, productivity and cost-efficiency. As part of our commitments towards sustainable development we proactively seek to employ new, more sustainable technologies and processes to minimise our impact on the environment.

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

The Roche safety, health and environmental protection policy is implemented in a systematic manner by means of all necessary technical, organisational and personal measures.

Every employee is personally responsible for safety, health and environmental protection at the workplace to the full extent required by his or her duties to the best of his or her knowledge, ability and experience. We are all encouraged to identify areas for improvements and continuously work towards a better environment.

We are all expected to:

- Protect the safety, health and environment at our workplace to the best of our knowledge, ability and experience.
- Integrate considerations regarding safety, health and environment into our daily work.
- Report concerns relating to safety, health and environment.

The Policy on Safety, Health and Environmental Protection in the Roche Group, the Guidelines for the Assurance of Safety, Health and Environmental Protection in the Roche Group and the e-learning program "RoSHE" contain further information and guidance on this subject and can be found on the Roche intranet (see website of Group Legal Department). You can get further help and advice regarding safety, health and environment issues from your local SHE-Manager. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the provisions regarding safety, health and environment, speak up by using the available speak up channels.

Q How important is the protection of the environment for Roche?

A For Roche, the protection of the environment has a high priority. As part of our commitments towards sustainable development we proactively seek to employ new, more sustainable technologies and processes to minimise our impact on the environment. Roche is globally recognised to be a leader in its efforts for the protection of the environment. Each and every Roche employee can, and should, within the sphere of his/her responsibilities and influence contribute to the protection of the environment.

Q I am preparing a power-point presentation with 80 slides. Without any further consideration, I use the colour printer. Is this the right thing to do in the light of Roche's commitment to protect our environment?

A Be aware that using the colour printer is linked to high costs for the use of paper, colour and energy. Think carefully before you use the colour printer. In some cases, printing is not necessary at all or a black-and-white print would serve the purpose.



Company Assets

Intellectual Property Rights

Intellectual property rights are key to our business

With our discovery, development and delivery of innovative medicines and diagnostics we help to treat serious and life-threatening diseases. With its business model, Roche is dependent on intellectual property rights and their efficient protection.

Intellectual property laws protect Roche's valuable assets – our patents, trademarks, regulatory data, copyrights, trade secrets, domain names, and related rights. Roche supports initiatives which are designed to foster a legal and regulatory environment which protects intellectual property rights.

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

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

Public health takes advantage of the development of a medicine far beyond the period of patent protection; e.g. currently nineteen medicines developed by Roche are deemed Essential Medicines by the World Health Organization (WHO). All these medicines are no longer under patent protection and include life-saving antibiotics, antimalarials and medicine for chemotherapy. They are witness to Roche's substantial and sustained contribution to global health long beyond patent expiry.

We are all expected to:

- Protect Roche's intellectual property rights.
- Respect the intellectual property rights of third parties and to clarify the situation with the experts in case of doubts.

Further information about the protection of intellectual property rights can be found on the Roche intranet (e.g. the Roche Directive on the Protection of Digital Content Copyrights; see website of Group Legal Department). In addition, the Roche Position Paper on Access to Medicines and Diagnostics as well as the Roche Statement on Counterfeiting contain further information. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the provisions regarding intellectual property rights, speak up by using the available speak up channels.

Q Why are intellectual property rights key for Roche's business?

A Intellectual property rights such as patents, trademarks, regulatory data, copyrights, trade secrets and domain names are valuable assets of our business. They enable us to pursue our business model of innovation.

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

A Whenever you become aware that any of Roche's intellectual property rights are violated by a third party, speak up and inform your Line Manager. Your contribution helps to protect Roche's valuable assets.

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

A You have to keep in mind that copyrights of third parties have to be taken into due consideration on a case-by-case basis. If you have any doubts about the copyright situation, seek clarification from the Copyright Checkpoint (<http://info.roche.com/copyright>).

Confidential Information

We handle confidential information carefully to protect Roche's assets and interests

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

We respect the confidential information belonging to third parties. If we share confidential information with a third party, any exchange of such information is subject to the signing of a confidentiality agreement.

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

Secrecy obligations are part of the employment contract and will continue to be in force after termination of an employment.

We are all expected to:

- Only share confidential information with a person who needs to know said information and who is entitled to get this information.
- Be aware of competitive intelligence activities by third parties that could harm Roche's assets and interests.
- Respect the contractual confidentiality obligation even after the termination of the employment contract.

Your employment contract and the e-learning program "RoCIS" as well as the Group Legal Department and the local competitive intelligence experts can provide you with further information. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the provisions regarding confidential information, speak up by using the available speak up channels.

Q I am working for Roche. My cousin has recently started to work for another company in the same industry. She is keen to talk with me about the differences and similarities between Roche and her new employer. How much am I allowed to say?

Q You should be very careful what you say, even if you talk to a close member of your family. Ask yourself whether the information you are sharing is available to the general public. If not, you should not share the confidential information with an unauthorised person.

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

A No. You are not allowed to share information if it is of a confidential nature. Even after you have left the company, the information remains confidential. You must respect the contractual confidentiality obligation even after termination of the employment contract with your former employer.

Q I am flying together with a Roche colleague to New York and discuss confidential results of an ongoing clinical trial with her. Is this okay?

A Always be alert to the competitive intelligence activities of third parties! You must be extremely careful how you handle confidential information in public places, such as airplanes, trains, trams, bars, restaurants and the like.

Electronic Communication Tools

We use electronic communication tools carefully

The term “Roche Electronic Communication Tools” covers the company’s own telephones, fax machines, computers, mobile electronic communication tools like laptops, handhelds or mobile phones including accessories, e-mail systems, intranet and internet systems.

Roche Electronic Communication Tools are to be used in principle and primarily for Roche’s business purposes.

Roche employees are allowed to use Roche Electronic Communication Tools in exceptional cases for personal use, provided all preconditions as set forth in the corresponding Roche Directive are met. Personal use means every instance of use that is not directly related to Roche’s business purposes.

Employees who have access to Roche Electronic Communication Tools must handle these with due care and ensure that they are not damaged, lost or otherwise displaced. In addition, Roche employees must comply with Roche IT security standards, e.g. they are not allowed to install or use hardware or software on any Roche system that has not been specifically approved by Roche IT specialists.

Data confidentiality in connection with the use of Roche Electronic Communication Tools is not unreservedly guaranteed; it may be rescinded in accordance with the applicable legal provisions.

We are all expected to:

- Use Roche’s Electronic Communication Tools in principle and primarily for Roche’s business purposes and handle these tools with due care.
- Make sure that all preconditions for personal use are met in case we want to use Roche Electronic Communication Tools for personal purposes.
- Comply with Roche IT security standards.

The Roche Directive on the Use of Roche Electronic Communications Tools, the Roche Information Security Policy and the e-learning program “Roche Secure” contain further information and guidance on this subject and can be found on the Roche intranet (see website of Group Legal Department). You can get further help and advice regarding electronic communication tools from your local IT specialists. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the provisions regarding the use of electronic communication tools, speak up by using the available speak up channels.

Q Am I allowed to use Roche Electronic Communication Tools for personal use?

A Roche Electronic Communication Tools are to be used in principle and primarily for Roche’s business purposes; however in exceptional cases these tools can be used for personal use, provided all preconditions as set forth in the Roche Directive on the Use of Roche Electronic Communications Tools are met.

Q I have received an interesting software sent by a friend and would like to download it on my computer at work. Am I allowed to do this?

A No. You are not allowed to install or use hardware or software on any Roche system that has not been specifically approved by Roche IT specialists.

Q I go on holiday and give my personal password to a colleague in order to get access to my e-mail and to check them while I am away. Am I allowed to disclose my personal password?

A No. Never give access to another person to your computer with your personal password. With your password, the person can access and use data for which they may not be authorised and make unauthorised changes, deletions or additions to data. However, you may provide access using delegation rules in the respective IT application.

Records Management

Records Management deserves our due attention

Records Management is understood as the creation, retention and discarding of records.

Many business records, irrespective of their media (paper, electronic, audio/video, microfilm etc.), that Roche employees create or receive in the course of their business are valuable assets for Roche. Therefore, efficient and correct Records Management is crucial for the protection of Roche's interests.

Roche has set up a corporate records management programme ("COREMAP") to improve the management of records across the global Roche organisation.

Appropriate document creation is key for evidencing our integrity in business. Always keep in mind that a document can be used in legal procedures or in a regulatory investigation as evidence in favour of or against Roche.

Roche employees are required to adhere to the following standards of care whenever they create a document:

- Think before you write and decide whether it is necessary at all to create a document;
- make sure that the document is in compliance with applicable laws;
- check motives and explanations carefully before writing them down;
- avoid misleading and suggestive wording;
- do not embarrass the recipient;
- avoid any undue exaggeration or inappropriate characterisations;
- never create a document for which you would not be prepared to take responsibility.

Roche is required by law to retain certain documents for a specified period of time. Records that relate to any actual or imminent proceeding or regulatory investigation are subject to compulsory disclosure pursuant to applicable laws; Roche employees are not allowed to destroy these documents.

We are all expected to:

- Manage our records with due attention.
- Never destroy any records that relate to any actual or imminent legal proceeding or regulatory investigation.

The Roche Global Records Management Directive, the Roche E-Mail Directive, the e-learning program "Guide to E-Mail Use", the Roche Guidelines on Competition Law Investigation ("Dawn Raid") and the video "Your E-Mail Matters" contain further information and guidance on this subject and can be found on the Roche intranet (see website of Group Legal Department). You can get further help and advice regarding records management from your local Records Coordinator and the Legal Department. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the provisions regarding records management, speak up by using the available speak up channels.

Q What is understood by "Records Management"?

A Records Management is understood as the creation, retention and discarding of a record.

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

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

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

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



Social Responsibility

Commitment to Sustainability

We run our business with a focus on creating long-term value in a socially responsible way

As a leading healthcare company, Roche's goal is to develop and make available products and services that address unmet medical needs and are of real value to society. We aim to provide tangible improvements in patients' health, quality and length of life – this is our core contribution to society.

We run our business in a responsible and sustainable manner that respects the needs of the individual, society and the environment. A lot of our initiatives are on a voluntary basis and go beyond regulatory requirements and standards.

Roche is viewed and recognised as one of the most advanced companies in our industry in matters of sustainability. Roche is committed to maintaining these high sustainability standards also in the future.

A large part of Roche is owned by the founder's families. This enables us to continue to pursue our long-term strategy in spite of the risks inherent in the development of new therapies and tests.

Our approach to corporate responsibility is to provide value for all our stakeholders. We engage with key groups and benchmark our achievements against the industry and best practice.

In our daily business we can all, as Roche employees, make a contribution to Roche's commitment to sustainability.

We are all expected to:

- Live Roche's commitment to sustainability in our daily business.
- Benchmark our achievements against the industry and best practice.

The Roche Corporate Principles, the section "Corporate Responsibility" in the Annual Report of Roche Holding Limited and Roche's website contain further information and guidance on this subject. You can get further help and advice regarding the commitment to sustainability from your Line Manager, the local Compliance Officer or the Chief Compliance Officer. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the provisions regarding sustainability, speak up by using the available speak up channels.

Q What does "sustainability" mean for Roche?

A Sustainability means that Roche is committed to create long-term value for its stakeholders in a socially and environmentally responsible way which goes beyond regulatory requirements and standards. Roche is viewed and rewarded as one of the most sustainable and highly responsible companies in our industry.

Q Can I personally make a contribution to Roche's commitment to sustainability?

A Yes. You can and should make such contributions. Each and every Roche employee can make a contribution to Roche's commitment to sustainability in his/her daily work.

Stakeholder Communication

We have a lot to say – we do it in a constructive dialogue with our stakeholders

Roche is convinced that a constructive dialogue with our stakeholders improves the way we formulate and implement our business strategy and helps us to better understand the needs of the communities in which we operate.

Our stakeholders are the millions of people around the world who have an influence on, or interest in, our business, such as patients, healthcare professionals, patient organisations, healthcare payors, the scientific community, regulatory authorities, employees, investors, suppliers and service providers, media and society.

The way we communicate with our stakeholders is based on ten principles which are specified in the Roche Group Communication Policy.

In order to facilitate a consistent dialogue with our stakeholders, Roche has elaborated position papers on different topics; each Roche Position Paper addresses the specific expectations and concerns of our stakeholders.

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

Q I am discussing with my neighbour about Roche's business activities. My neighbour asks me what Roche's position is on the following topics: access to medicines and diagnostics, animal research, human stem cells and cloning, nanotechnology and pharmaceuticals in the environment. Where can I find information that enables me to give an answer to these questions?

A In order to facilitate a consistent dialogue with our stakeholders, Roche has elaborated position papers on different corporate responsibility topics.

Q I am working in the Research Department. A journalist gives me a call and asks for an interview about a Roche product. Am I allowed to provide the requested answers?

A No. Media contacts are managed by the communication experts. Therefore you must direct the inquiry to the media team.

We are all expected to:

- Maintain a constructive dialogue with our stakeholders.
- Direct all media inquiries to the communication experts.
- Direct any inquiries by investors or financial analysts to the Investor Relations team.

The Roche Group Communication Policy and Roche Position Papers which address specific corporate responsibility topics contain further information and guidance on this subject and can be found on the Roche intranet (see website of Group Legal Department). You can get further help and advice regarding stakeholder communication from the communication experts. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the provisions regarding stakeholder communication, speak up by using the available speak up channels.

Government Officials

We consider and respect Government Officials as important stakeholders

Government Officials play an important role in society, e.g. by establishing and maintaining the necessary conditions and institutions for economic stability, social cohesion and environmental protection as well as for providing access to healthcare for their citizens.

Roche is convinced that a proactive, honest, transparent and responsible dialogue and engagement between Government Officials and the private sector is a fundamental aspect of good public governance.

Roche has set forth the principles which determine any relationship between Roche and Government Officials in Good Practice Guidelines.

Roche remains independent of any political affiliation and does not financially support individual politicians with corporate funds.

Any support of a political party must be in compliance with applicable laws.

Q My friend is involved in a political campaign and asks me whether Roche can support this campaign. Is Roche supporting individual politicians?

A No. Roche does not financially support individual politicians.

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

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

We are all expected to:

- Interact with Government Officials in a proactive, honest, transparent and responsible way.
- Apply the Roche standards of business integrity in all our interactions with Government Officials.

The Roche Good Practice Guidelines on Working with Government Officials contains further information and guidance on this subject and can be found on the Roche intranet (see website of Group Legal Department). You can get further help and advice regarding interactions with government officials from your Line Manager or the local Compliance Officer. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the provisions regarding interactions with government officials, speak up by using the available speak up channels.

Patient Groups

Integrity and transparency determine our interactions with Patient Groups

Roche is convinced that an open dialogue and transparent exchange of information with Patient Groups is vital.

Building and sustaining relationships with Patient Groups is an efficient way to get valuable insights that influence Roche's work across therapeutic areas – from drug development to regulatory approval and reimbursement into product launch and marketing. We are increasingly partnering with Patient Groups on projects ranging from disease awareness campaigns to clinical trial design.

Roche works with a wide range of Patient Groups in a variety of different disease areas, such as oncology, virology, inflammatory diseases, metabolic diseases and diseases of the central nervous system as well as in the area of diagnostic technologies.

Patient Groups provide patients with support and information on how to live with their disease, represent patient views and campaign for change on issues that affect patient lives.

Different stakeholders, e.g. governments, the public and the media, call for integrity and transparency in terms of how industry interacts with Patient Groups and request the disclosure of financial and in-kind support provided by industry.

Roche understands and fully supports the request for integrity and the need for public transparency and consistently applies high standards of conduct in its interactions with Patient Groups. Roche has set forth the standards which determine the relationship between Roche and Patient Groups in Good Practice Guidelines.

We are all expected to:

- Respect Patient Groups as an important stakeholder.
- Interact with Patient Groups with integrity and transparency.
- Sustain our relationship with Patient Groups.

The Roche Good Practice Guidelines on Working with Patient Groups contain further information and guidance on this subject and can be found on the Roche intranet (see website of Group Legal Department). You can get further help and advice regarding interactions with patient groups from your Line Manager or the local Compliance Officer. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the provisions regarding interactions with patient groups, speak up by using the available speak up channels.

Q Are open dialogue and transparent exchange of information with Patient Groups adding value to Roche's business?

A Yes. Patient Groups offer Roche valuable insights that influence our work across therapeutic areas – from drug development to regulatory approval and reimbursement into product launch and marketing.

Q I am working in the Sales Department. In order to increase the sales I intend to give a substantial financial contribution to a Patient Group as a return for the Patient Group's public support of the Roche product I am responsible for. Is this behaviour correct?

A No. You must respect the independence of the Patient Group and are not allowed to abuse the Patient Group as a marketing tool. Keep in mind that advertising of a prescription only medicine to the public is prohibited in most countries (exception USA and New Zealand which currently allow direct-to-consumer advertising).

Business Partners

We expect high standards of performance and integrity from our Business Partners

Roche is committed to high standards of performance and corporate responsibility in all its activities, including in its dealings with Business Partners.

Our Business Partners play an important role as enablers of our sustainable growth and overall success.

All dealings by Roche with its Business Partners are executed on the basis of high quality of the requested product(s) and service(s), competitive prices, best suitability and integrity. Roche has set forth principles regarding appropriate remuneration of its intermediaries, such as consultants, advisers, agents or specialists.

Roche expects that the behaviour of its Business Partners complies with applicable laws, regulations and contractual terms, as well as with generally accepted standards relating to social responsibility, such as protection of human rights, safety and environment, and prohibition of child or forced labour and bribes. Roche supports the industry principles for responsible supply chain management.

Before entering into a business engagement, Roche performs a due diligence of the potential Business Partner to get first-hand assurance about its integrity, quality, suitability and credibility.

In case a Business Partner does not comply with applicable laws, regulations and contractual terms as well as with generally accepted social responsibility standards, Roche requests appropriate remedial measures and will, if necessary, terminate the cooperation with a Business Partner who does not respect our standards.

We are all expected to:

- Interact with our Business Partners with integrity.
- Get assurance about the integrity, quality, suitability and credibility of our Business Partner before entering into a business engagement.
- Request appropriate remedial measures in case a Business Partner does not act with integrity.

The Roche Guidelines on Dealing with Suppliers and Service Providers, the Roche Supplier Code of Conduct and the Roche Directive "Behaviour in Business – A Guide to Integrity in Business Transactions" contain further information and guidance on this subject and can be found on the Roche intranet (see website of Group Legal Department). You can get further help and advice regarding interactions with business partners from your Line Manager or the local Compliance Officer. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the provisions regarding interactions with business partners, speak up by using the available speak up channels.

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

A Roche has set forth the principles regarding the remuneration of its intermediaries in the Roche Directive "Behaviour in Business – A Guide to Integrity in Business Transactions". Accordingly, the remuneration of an intermediary should be commensurate with the services the intermediary undertakes on behalf of Roche. In case, the remuneration is not commensurate with the services provided, you should not accept the request of the consultant. Immediately inform your Line Manager and the local Compliance Officer to discuss an appropriate solution.

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

A No. Roche protects within the sphere of its influence the human rights. You should immediately speak up and bring this information to the attention of your Line Manager. Roche does not tolerate a behaviour of its Business Partners which is not in line with applicable laws and generally accepted social responsibility standards. Roche will investigate the matter and take further appropriate steps.

Philanthropic Initiatives

We engage in philanthropic giving as part of our sustainability efforts

Roche has a rich history not only in healthcare innovation, but also in philanthropic giving.

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

When assessing projects, we focus on the potential impact rather than on cost. Impact is the measure of value and success.

Roche employees support philanthropic initiatives, e.g. the annual Roche Children's Walk, which brings together employees in all time zones and continents.

Philanthropic donations are decided by local management of the affiliate concerned. If the request is directed to the HQ, Group Communications decides. Decisions are made in line with the Roche Policy on Philanthropic Donations and non-commercial Sponsorship.

As part of its commitment to society, Roche supports its employees who personally engage in community activities.

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

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

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

A Philanthropic donations are decided by local management of the affiliate concerned or by Group Communications, if the request is directed to HQ. The decision-maker has to assess whether a specific request is in line with the principles as set forth in the Roche Policy on Philanthropic Donations and non-commercial Sponsorship.

We are all expected to:

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

The Policy on Philanthropic Donations and non-commercial Sponsorship and the brochure "Access to medicines and diagnostics focussed on developing countries" contain further information and guidance on this subject and can be found on the Roche internet. If you want to know more about these initiatives please visit the Roche website. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the provisions regarding philanthropic initiatives, speak up by using the available speak up channels.



Compliance Management

Compliance Responsibilities

Compliance at Roche – our contributions make it happen

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

We have to make sure that our behaviour complies with applicable laws, regulations, legal terms and Roche's integrity standards.

We must constantly and adequately identify, assess and manage the compliance risks that fall within the sphere of our business responsibilities.

At Roche performance is not only measured by the results achieved, but also how these results were achieved.

As part of our leadership task, we are as Roche Line Managers obliged to carefully select, instruct and monitor the employees for whom we are responsible.

We are all expected to:

- Be aware that correct business behaviour is our responsibility.
- Make sure that our business behaviour complies with applicable laws, regulations, legal terms and Roche's integrity standards.
- Continuously and adequately identify, assess and manage compliance risks as part of our leadership responsibility.

The e-learning program "RoBiB" contains further information and guidance on this subject and can be found on the Roche intranet (see website of Group Legal Department). If you want to know more about Roche's compliance responsibilities, please contact your local Compliance Officer or the Chief Compliance Officer. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the Roche Group Code of Conduct, speak up by using the available speak up channels.

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

A No. At Roche performance is not only measured by results achieved, but also how these results were achieved. Stretched business targets are never an excuse or justification for violating our integrity standards. Always remember, you are responsible and will be held accountable for your behaviour.

Q I am a Line Manager and became aware that one of the employees who reports to me is not wearing the protective glasses as requested by Roche safety and health provisions. What should I do?

A As part of your leadership function, you are obliged to carefully monitor the behaviour of the employees for whom you are responsible. Hence, make sure that your employee is properly instructed and complies with the Roche safety and health provisions.

Compliance Officers

Compliance Officers support us

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

A local Compliance Officer has been appointed in each Roche affiliate.

The local Compliance Officer is responsible for handling local compliance concerns and to report business ethics incidents to the Chief Compliance Officer. In addition, he/she supports the local Line Management in identifying, assessing, managing and controlling local compliance risks.

The Chief Compliance Officer coordinates the network of the local Compliance Officers and makes sure that best practice examples are regularly exchanged and shared within the network.

We are all expected to:

- Contact the local Compliance Officer, if we seek advice or want to report about a local compliance concern.
- Contact the Chief Compliance Officer, if we prefer not to contact the local management or the local Compliance Officer.

The Roche e-learning program “RoBiB” contains further information and guidance on this subject and can be found on the Roche intranet (see website of Group Legal Department). If you want to know more about the functions of Roche’s Compliance Officers, please contact your local Compliance Officer or the Chief Compliance Officer. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the Roche Group Code of Conduct, speak up by using the available speak up channels.

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

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

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

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

Q I face a sensitive compliance issue that I would like to discuss neither with the local management nor with the local Compliance Officer. With whom can I discuss this issue?

A You can contact the Chief Compliance Officer who will treat your matter in a confidential way.

Roche Group SpeakUp Line

The Roche Group SpeakUp Line underlines our commitment to compliance

Since December 1st 2009, the Roche Group SpeakUp Phone System and the Roche Group SpeakUp Web Service (both systems hereinafter referred to as “Roche Group SpeakUp Line”) are available to all Roche employees.

The Roche Group SpeakUp Line is part of Roche’s comprehensive Behaviour in Business Program. Roche employees are expected to speak up if they believe in good faith that in connection with a business where Roche is involved, someone has done, is doing, or may be about to do something that violates the Roche Group Code of Conduct. If Roche employees raise a compliance concern in good faith they are doing the right thing and acting in line with our Roche Values and Corporate Principles.

Subject to applicable local laws, the Roche Group SpeakUp Line allows Roche employees to report a compliance concern anywhere, anytime in their native language. The system is operated by an external provider and provides Roche employees the option to speak up in anonymity.

Roche does not tolerate any retaliation against employees who have raised in good faith a compliance concern. Equally, Roche does not tolerate any abuse of the Roche Group SpeakUp Line.

Roche employees can obtain further information about the use of the Roche Group SpeakUp Line on the intranet (see Roche Group SpeakUp Line on the website of Group Legal Department).

We are all expected to:

- Speak up if we believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the Roche Group Code of Conduct.
- Use the Roche Group SpeakUp Line in a responsible way.
- Immediately speak up if you become aware that someone is subjected to retaliation for raising in good faith a compliance concern.

The Directive on Use of Roche Group SpeakUp Line and the Q+A documents regarding the use and the practical operation of the Roche Group SpeakUp Line contain further information and guidance on this subject and can be found on the Roche intranet (see website of Group Legal Department). If you want to know more about the Roche Group SpeakUp Line, please contact your local Compliance Officer or the Chief Compliance Officer. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the Roche Group Code of Conduct, speak up by using the available speak up channels.

Q I became aware of a business behaviour that in my opinion is clearly violating the Roche Group Code of Conduct. I prefer not to speak up locally with my Line Manager or the local Compliance Officer, but to remain anonymous. What speak up option do I have?

A It is important that you speak up. If you raise in good faith a compliance concern you are doing the right thing and acting in line with our Roche Values and Corporate Principles. If you prefer to speak up in anonymity, you have the option to use the Roche Group SpeakUp Line.

Q When using the Roche Group SpeakUp Line, can I remain anonymous?

A Yes. The Roche Group SpeakUp Line is operated by an external provider and this system guarantees total anonymity.

Q If I use the Roche Group SpeakUp Line, do I have to fear any retaliation?

A Any Roche employee who raises in good faith a compliance concern is doing the right thing. Roche will not tolerate any retaliation against that person. Anyone who engages in retaliatory action will face disciplinary actions.

Business Ethics Incident Reporting

We take measures against business ethics incidents

With its Behaviour in Business Program Roche strives to avoid business ethics incidents.

Nonetheless, if business ethics incidents occur, Roche does not tolerate them and takes immediate and appropriate corrective measures.

Employees who violate the Roche Group Code of Conduct will be held accountable and sanctioned in an appropriate way. This may include termination of employment.

The local Compliance Officer has to report material violations of the Roche Group Code of Conduct to the Roche Chief Compliance Officer. Material are violations which do or have the potential to either (i) trigger a legal action or investigation by authorities, (ii) cause a significant coverage in the media or a material financial damage or (iii) result in termination of an employment contract due to unethical conduct.

The Business Ethics Incident Reporting system (BEIR) enables the Chief Compliance Officer to inform the Corporate Executive Committee and the Corporate Governance and Sustainability Committee of the Board of Directors about material business ethics incidents which occurred in the Roche Group.

The number of material business ethics incidents occurred during a year will be published in the annual report of Roche Holding Ltd.

We are all expected to:

- Avoid business ethics incidents.
- Undertake immediate and appropriate corrective measures whenever a business ethics incident occurs.
- Use the available speak up channels to assure that the Chief Compliance Officer receives timely information about material local business ethics incidents.

The Directive on Business Ethics Incident Reporting contains further information and guidance on this subject and can be found on the Roche intranet (see website of Group Legal Department). If you want to know more about the Business Ethic Incident Reporting, please contact your local Compliance Officer or the Chief Compliance Officer. If you believe in good faith that in connection with a business where Roche is involved someone has done, is doing, or may be about to do something that violates the Roche Group Code of Conduct, speak up by using the available speak up channels.

Q What does Roche strive to achieve with its comprehensive Behaviour in Business Program?

A Roche focuses on prevention and strives to avoid, whenever possible, business ethics incidents.

Q Does Roche tolerate violations of its Group Code of Conduct?

A No. Violations of the Roche Group Code of Conduct are not tolerated. Roche expects that immediate and appropriate corrective measures are undertaken. Employees who violate the Roche Group Code of Conduct will be held accountable.

Q Is HQ in Basel interested in knowing material violations of the Roche Group Code of Conduct that occurred in the Roche Group?

A Yes. The Business Ethics Incident Reporting system (BEIR) enables the Chief Compliance Officer to inform the Corporate Executive Committee and the Corporate Governance and Sustainability Committee of the Board of Directors about material business ethics incidents which occurred in the Roche Group.



Contacts

Addresses and Links

Chief Compliance Officer

The name and contact details of the Chief Compliance Officer can be found on the website of the Group Legal Department under the heading "Compliance Officers".

Local Compliance Officers

The name and contact details of the local Compliance Officer of each legal entity can be found on Roche's intranet under "Roche Corporate Addresses" as well as via the website of the Group Legal Department under the heading "Compliance Officers".

Roche Group SpeakUp Line

Access to the free phone line and the URL for the Roche Group SpeakUp Line web service can be found on the website of the Group Legal Department under the heading "Roche Group SpeakUp Line".

Roche Group Code of Conduct

The Roche Group Code of Conduct as well as the up-to-date references can be found on the website of the Group Legal Department under the heading "Roche Group Code of Conduct".

Hardcopies of the Roche Group Code of Conduct are available upon request to the Compliance Administrators in Basel, whose contact details can be found on the website of the Group Legal Department under the heading "Compliance Officers".

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