



# Values in Action

Code of Business Conduct





Phillip A. Sharp Building

# Introduction

Our **Code of Business Conduct** (the “Code”) provides guidance to help us make the right ethical decisions while conducting business on behalf of Biogen (the “Company”.) The Code is a tool to help us apply our Core Values to specific situations that we may face. The Code helps us as we live out our values in our day-to-day actions. For that reason, we call the Code **Values in Action**.

The Code serves as our baseline standard and as a guide to our other Written Standards, such as policies, procedures, and functional guidance. The Code is not intended to be an exhaustive description of all of our standards. Additional information on a number of topics may be found by referring to Global Policies and related global, regional, and local resources.

The Code is divided into 3 sections:

- **Our Ethical Foundations**
- **Applying Our Values**
- **Resources for Taking Action**

Within the Applying Our Values section, behavioral expectations are grouped by stakeholders such as patients, customers, and communities. The text is in a layout that highlights principles and rationale, as well as:

 **THINGS TO MAKE SURE YOU DO**

 **WHAT TO WATCH OUT FOR WHERE**

 **TO GO TO LEARN MORE**

In many sections there are examples that illustrate the points being made. These examples aim to help apply the guidance in the Code to specific situations we may face.

While no code of business conduct can address every situation that may occur, the guidelines in this Code will help you put our Values in Action.



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*Biogen reserves the right to modify any aspect of its Written Standards, including, without limitation, this Code and other guidance, at any time, for any reason, with or without notice. If there is a conflict between this Code and a specific policy, the specific policy currently in effect will govern. The version of this Code posted on internal and external websites will reflect any changes made after the date of the printed publication and will be the most current version of the Code. The Code is available on [cobc-biogen.com](http://cobc-biogen.com) and the company's internal website.*

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“Our culture is what drives us.”



# Our ethical foundations

We are all responsible for Biogen's reputation

## Our corporate culture

### Our credo

- We are committed to excellence in all that we do for patients, caregivers, shareholders, community and colleagues
- We extend our legacy of transforming scientific discoveries into advances in human healthcare as we discover, develop, manufacture and deliver quality products that improve the practice of medicine and the lives of patients
- We are dedicated to innovation, growth, transformation, and renewal that is creative, constructive and vital.
- We are honest and truthful in all that we do and we conduct our business with the highest level of integrity and ethics
- We are globally inclusive and bias-free. We embrace the potential of diversity and treat everyone with respect and dignity
- We are furthering science education and reducing the impact of our operations on the environment

### Our values in action

- We respect patients and healthcare professionals
- We work together as a team
- We are fair and honest
- We are responsible to our communities
- We are transparent
- We protect our information and assets
- We never compromise our integrity

Caring Deeply. Working Fearlessly. Changing Lives.™

### Our core values

Care. Courage. Integrity.  
Excellence. Inclusion.

# Leadership messages

## A message from the CHIEF EXECUTIVE OFFICER

At Biogen, we hold ourselves to a very high standard of business and professional conduct. As a result, our patients, partners, and shareholders continue to trust our products and services. Our reputation as a trusted leader in bringing innovative therapies to market that improve patients' lives is driven by five core values that guide all that we do:

**Care. Courage. Integrity. Excellence. Inclusion.**

This Code of Business Conduct describes how we put these core values into action. It explains our commitment to excellence in all that we do for patients, caregivers, shareholders, our community, and our colleagues. It also provides guidance to employees and everyone who works on Biogen's behalf.

The following eight business principles are equally critical to our success as a company.

- We respect patients
- We respect healthcare professionals
- We work together as a team
- We are fair and honest
- We are responsible to our communities
- We are transparent
- We protect our information and assets
- We never compromise our integrity

Individually, and as members of the Biogen team, we are all responsible for applying these business principles every day. While our commitment and our responsibilities are clear, sometimes it is difficult to know what to do in certain situations. Our Code of Business Conduct provides resources to help you understand our standards and expectations, to help you exercise sound judgement and make good choices for the Company, for our patients and customers, and for yourself.

Any success that we achieve, if not achieved ethically, is no success at all. Thank you for being a part of the Biogen team and upholding our values.

## A message from the BOARD OF DIRECTORS & EXECUTIVE MANAGEMENT

Since our founding in 1978, Biogen has had a strong scientific heritage driven by curiosity, innovation and an unwavering focus on developing new products to help our patients and customers. The culture and values that have enabled us to succeed as a biotechnology leader extend beyond our laboratories. They are embodied in our Core Values and Core Behaviors and are the foundation of everything we do.

As an employee of Biogen, you have been afforded the opportunity to be part of a company that has improved countless lives. With that privilege comes the responsibility to meet the highest level of ethical and legal standards. The company expects this of you, as do the patients and customers we serve.

While our commitment to the highest standards is clear, doing the right thing in today's complex business environment can be a challenge. That is why we believe meeting our high standards is a shared responsibility. Every day we must collaborate and work together as a team to help one another meet this challenge, make good decisions, and protect our reputation as a company that cares.

Our Code of Business Conduct is a tool for you to use to apply our Core Values and Core Behaviors to specific situations that you may face.

Remember, our reputation and the trust that others put in us are the most valuable assets we have. They must be earned anew each day and protected with utmost care. We are committed to always act with integrity and honesty and to remain true to our heritage and the promise of our future. We are all responsible for Biogen.

The quality of our people and our commitment to ethics and compliance will not only enable us to succeed today but will help us to thrive and excel. Working together, with the help of this Code, we will not only meet our goals, but we will also continue to be proud of how we achieve success.



## **A message from the CHIEF COMPLIANCE OFFICER**

The challenge of meeting our ethics and compliance responsibilities in today's business environment is complex. Our Code of Business Conduct provides guidance to help you make the right ethical decisions while conducting business on behalf of Biogen. In addition to the Code of Business Conduct, our compliance program provides you with many resources to help you to do right thing. We provide ethics and compliance training, policies, standard operating procedures and many other tools. We have Compliance Officers located in our businesses throughout the world who are available to discuss issues or concerns. We also maintain the Compliance Helpline, which is available by phone or online 24 hours a day.

The Company's commitment to the Code and our Values is high. Our Board of Directors continues to oversee our compliance program, which is led by the Corporate Compliance Committee comprised of senior officers of the Company. In addition, your manager, and the employees of Corporate Compliance, Human Resources and the Legal departments all stand ready to help.

Read through the new Code of Business Conduct and please feel free to contact me, or any of the other resources listed, at any time if you have questions or concerns.



“We all want to do the right thing, and the guidance in this Code can help us achieve that important goal.”

# We are all responsible for Biogen

**Individually, and as members of the Biogen team, each of us is responsible for acting with integrity every day. Each of us must accept this commitment for ours is a shared responsibility.**

## Doing the right thing in today's business environment

At Biogen, we understand and accept our responsibilities to respect and care for our patients, fellow employees and customers, to always act in accordance with our Core Values and to comply with all applicable laws and regulations.

Doing the right thing in today's business environment is not always easy. Healthcare laws and regulations change, and situations involving ethics can be complicated. While our commitment and our responsibilities are clear, sometimes it is difficult to know what to do in certain situations. That is why we periodically revise our Code of Business Conduct, and provide you with resources to help you understand our standards and expectations, to help you exercise sound judgment and make good choices for the Company, for our patients and customers, and for yourself.

## Who's covered by this code?

This Code provides the ethical guidelines and expectations for conducting business on behalf of the Company.

This Code applies to all employees, officers and directors. Certain business partners, such as joint ventures, agents, consultants, distributors, suppliers, vendors, independent contractors, and temporary employees are also expected to live up to the principles of the Code. Managers who supervise our external business partners are responsible for ensuring that they understand our standards.

## Ethics every day – our responsibilities

### Employee responsibilities

- Always act in a professional, honest, and ethical manner when acting on behalf of the Company
- Be familiar with the information contained in this Code as well as Company policies. Complete all required training in a timely manner and keep up-to-date on current standards and expectations
- Promptly report concerns about possible violations of laws, regulations, this Code and policies to your supervisor or to any of the resources listed in this Code
- Remember: no reason, including the desire to meet business goals, is an excuse for violating laws, regulations, the Code or policies

### QUESTION

I was recently called into my manager's office for violating policies laid out in the Code. I was unaware that I had violated any policies and, in turn, do not think I should be held responsible. Can I be held accountable even though I was unaware of the requirement?

### ANSWER

Yes. As an employee, you are expected to know and follow our Written Standards, including the Code, and to know when to ask for clarification of something you don't understand. Failure to follow our Written Standards may lead to disciplinary action that could include loss of employment.

## Managers have additional responsibilities

If you are in a leadership position you are expected to meet the following additional responsibilities:

- Lead by example. Managers are expected to exemplify the highest standards of ethical business conduct
- Be a proactive resource for others
- Communicate to employees and business partners about how the Code and policies apply to their daily work
- Look for opportunities to discuss and address ethics and ethically challenging situations with others
- Create an environment where compliance is recognized and valued and where everyone feels comfortable asking questions
- If you supervise external business partners ensure that they understand their ethics and compliance obligations

### QUESTION

I'm a supervisor and I'm not clear what my obligations are. What if someone comes to me with an accusation involving a senior leader?

### ANSWER

No matter who the allegation involves, you must report it without exception. The Company provides several avenues for reporting concerns. If for any reason you are uncomfortable making a report to a particular person, you may contact the Helpline or talk to any of the other resources listed in the Code or another member of management.

### QUESTION

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

### ANSWER

Yes. Although you are chiefly responsible for employees, contractors and third parties under your supervision, all Company employees are required to report any misconduct of which they become aware. As a leader you are especially obliged to take action. The best approach is to talk first with the supervisor who oversees the area where the problem is occurring. If this doesn't work, or isn't feasible, you should use other resources listed in the Code such as contacting your HR Partner or the Compliance Helpline.

## Speak up philosophy

Speak up if you have any concerns. Biogen strictly prohibits retaliation. This is a cornerstone of the Compliance Program. We do not tolerate any form of retaliation, whether by a manager or co-worker, against an individual because he or she made a good faith report of a legal or ethics concern. This non-retaliation policy also extends to anyone who assists with or cooperates in an investigation or reports a legal or ethics concern.

### QUESTION

I discussed a concern with my manager, and she said she would look into it but nothing has happened. Several weeks have passed, and the situation that caused my concern is still occurring. I am afraid to ask my manager again. What should I do?

### ANSWER

You should continue to raise your concern until it has been addressed. In this situation, you should consider contacting your manager's manager, another manager, the Compliance Helpline, or one of the other resources listed in the Code. While it is possible that your manager looked into the situation and determined that there was not a problem, it would be helpful for you to know, one way or the other. Contacting a different resource may help clarify the situation.



## Compliance with laws, regulations, and standards

We live and work in a global environment and face a number of laws and regulations governing our industry's operations. These laws and regulations have a direct impact on our daily work. They also govern our interactions with our many business partners and associates such as researchers, patients, healthcare professionals and governments.

We understand that these laws and regulations are there to help protect the patients, customers, and investors we serve. For that simple reason, we are committed to upholding the letter and spirit of these laws and regulations wherever we do business, succinctly summarized as follows:

- Everywhere we operate; we must be aware of and comply with laws and regulations that govern our business activities
- Since we operate in many different countries and jurisdictions, there may seem to be a conflict between applicable laws. When you encounter such a conflict, consult with the Legal Department

We comply with applicable global standards such as:

- The International Labour Office Tripartite Declaration of Principles Concerning Multinational Enterprises and Social Policy
- The Organization for Economic Co-operation and Development (OECD) Guidelines for Multinational Enterprises
- The Declaration of Helsinki
- Good Laboratory Practices (GLPs)
- Good Clinical Practices (GCPs)

- Good Manufacturing Practices (GMPs)
- The Biotechnology Industry Organization Statement on Protecting Research and Research Participants
- The Pharmaceutical Research and Manufacturers of America's (PhRMA) Code on Interactions with Healthcare Professionals, Guiding Principles on Direct to Consumer Advertising, and Conduct of Clinical Trials
- The European Federation of Pharmaceutical Industries and Association (EFPIA)
- The International Federation of Pharmaceutical Manufacturers and Associations (IFPMA)
- Rules and regulations issued by the U.S. Securities and Exchange Commission
- [Biogen Climate Change Position Statement 2016](#)
- [Biogen Human Rights Position Statement 2016](#)

## Accountability and discipline

Violating relevant laws, regulations, or the Code, or encouraging others to do so, exposes the Company to liability and puts both your own and the Company's reputation at risk. The Company will take appropriate disciplinary action against any employee or business partner whose actions are found to violate these policies or any other policies of Biogen.

Where laws have been violated, we will cooperate fully with the appropriate authorities.





“We have to do what’s right for patients. Being accurate and complete with our data is right for patients.”

2.

# Applying our values

## We respect patients

Biogen is a global biopharmaceutical company focused on discovering, developing, manufacturing and delivering therapies to patients for the treatment of neurological diseases, autoimmune disorders and rare diseases.

### Patients first

We treat patients with respect. We work to understand and meet their needs. We tell the truth about our products and capabilities, and we do not make promises we can't keep. In short, we strive to treat patients as they want to be treated.

#### MAKE SURE YOU

- Only interact with patients in circumstances permitted by company policy and local rules and regulations
- Interact with each patient fairly and honestly
- Are responsive to patient and customer requests and questions
- Promise only what you can deliver and deliver on what you promise
- Respect the physician-patient relationship
- Respect the privacy of patients' healthcare information

#### WATCH OUT FOR

- Pressures from colleagues or supervisors to cut corners on safety, quality or standards
- Temptations to tell others what you think they want to hear rather than the truth
- Giving medical advice inadvertently or overtly

We respect ..... patients  
healthcare professionals  
We work ..... together as a team  
We are ..... responsible to our communities  
fair and honest  
transparent  
We protect ..... our information and assets  
We never ..... compromise our integrity

## Interactions with patients and patient advocacy organizations

As part of Biogen’s commitment to supporting optimal patient care and sustainable health care systems globally, we recognize the importance of fully understanding the needs of the patient communities we serve. In our interactions with patient advocacy groups and allied organizations, we strive to build relationships based on mutual respect and transparency. Ensuring independence of these groups’ patient voice, being transparent in our interactions and working cooperatively for the benefit of patients are at the core of these standards.

### MAKE SURE YOU

- Ensure that all our product communications made with patient organizations are educational, accurate and consistent with applicable company policies and with legal and regulatory standards
- Structure any interaction to ensure the independence of any patient organizations
- Have in place written documentation setting out the nature and purpose of any support
- Do not require that we are the sole funder of the patient organization or any of its programs

### WATCH OUT FOR

- Requests to be the sole funder of the organization
- Unclear expectations and ambiguity around the nature or purpose of the involvement
- Any request for lack of transparency

### TO LEARN MORE

- Patient Resources are available on Biogen’s external website: [www.biogen.com/en\\_us/patients.html](http://www.biogen.com/en_us/patients.html)
- Global Grants, Donations, and Sponsorships Policy
- Global Patient Interactions Policy (for all policies refer to [Synapse](#))

## Protecting patient privacy

Patient information is considered sensitive information and is protected by regional, national, federal and state privacy laws and regulations in all Biogen markets and must be secured and kept confidential. Original copies of medical records should never leave our facilities unless authorized by the Legal Department. A patient, or the patient’s legally authorized representative, may request a copy of his or her own medical records from healthcare providers.

### TO LEARN MORE

- Global Data Privacy Policy
- Global Information Security Policy
- Global Data Risk Classification Policy
- Global Personal Identifiable Information Policy (for all policies refer to [Synapse](#))

### QUESTION

I’m concerned that the company may have medical information about me that I wouldn’t want others to have access to. Is my medical information secure and protected?

### ANSWER

Yes. All medical and health-related information about employees, such as information from our group health plan, is considered strictly confidential and subject to privacy safeguards.

## Removing barriers to care

Our Patient Services teams help improve patients’ lives every day. They focus on supporting patients through product education programs, providing services that facilitate access to our treatments, and ensuring safety and compliance with relevant regulatory standards.

“Patient Services team members support patients in navigating a complex healthcare market place. This can include finding resources to assist patients and providing information to private companies so that claims can be handled expeditiously.”

## Product quality and safety

Biogen trusts and empowers its employees to uphold quality as an integral part of their responsibilities in developing and manufacturing new and existing therapies. Quality is part of our culture and is integrated into all critical business and decision-making processes. All individuals involved in the development, manufacture, and distribution of our medicines are accountable for the quality of our products. These expectations are supported through investment in comprehensive training, improvement of processes, world-class production facilities, continuous assessment, and robust employee development programs.

The quality of our products and therapies and the safety and well-being of patients is Biogen's top priority. As such, we maintain a demonstrable commitment to the quality, efficacy, and safety of our products in compliance with all applicable global requirements regulating their development, manufacture, and distribution.

Biogen monitors the quality and safety of its products through the diligent collection of information about user experiences. Unfavorable results or adverse events involving our products must be reported to regulatory authorities appropriately. Biogen is obligated to report safety information related to any of its products.

Biogen's policy is to comply with all regulations and laws worldwide relating to adverse event reporting.

Therefore, all adverse events must be reported to Biogen Safety and Benefit-Risk Management (SABR) or to a local Biogen safety department. All employees are responsible for reporting AEs to SABR or to their local safety department within one (1) business day of learning of the AE. In addition, all company-sponsored websites with free text fields must be monitored for adverse events.

An adverse event (AE) is any untoward (unfavorable) or adverse medical occurrence in a patient or clinical investigation subject who is administered a medicinal product regardless of whether there is a causal relationship with the treatment or product.

An AE can therefore be any unfavorable or unintended sign (including an abnormal laboratory finding, for example), symptom, or disease temporally associated with the use of a medicinal product, regardless of whether considered related to, or caused by, the medicinal product.

Regardless of whether the AE is thought to be caused or not caused by a Biogen product – all AEs must be reported to SABR or the local Biogen safety office.

The following are examples of adverse events:

- “Patient had a headache”
- “Patient experienced an infusion reaction”
- “Patient was involved in a car accident”

In addition to AEs, safety information required to be collected and reported to the safety department includes:

- AEs associated with Product Complaints (PCs) such as “the taste of a tablet caused a patient to feel nauseous”
- Exposure during pregnancy or breastfeeding, including paternal exposure
- Overdose, misuse, abuse, medication error, off-label use (use of medicines outside the terms of the license)
- Lack of efficacy
- Occupational exposure
- Suspected transmission of an infectious agent (contamination)
- Drug interactions

### MAKE SURE YOU

- Are always open to suggestions and comments from customers and others about possible product improvements
- Speak up if you have concerns about any problem or issue in product quality or our customer service
- Report adverse events or product quality problems you hear of within one business day even if you are not sure there is a cause and effect relationship between the product and the “event”
- For employees who engage vendors that are reasonably expected to receive or handle adverse event information (this includes but is not limited to vendors contracted for Organized Data Collection Programs such as Patient Support Programs, Market Research, and Social media activities) must Notify SABR or their local safety department of the program prior to start, according to local training instructions. These vendors must have language in their contract describing their AE reporting requirements and must be trained on AE reporting requirements prior to interaction with patients, caregivers, or health care professionals on behalf of Biogen
- Comply with all applicable procedures designed to promote product safety, efficacy and quality, such as Good Laboratory, Good Clinical, Good Pharmacovigilance, Good Distribution and Good Manufacturing Practices

### TO LEARN MORE

- Discuss any questions or concerns about our products with your manager, Drug Safety and Benefit-Risk Management, local Compliance, Legal, or Human Resources partners
- Global Quality Policy
- Global Adverse Event Reporting Policy (for all policies refer to [Synapse](#))

## Clinical research & bioethics

We are proud of our work to advance human health care through the clinical research we conduct. To ensure that we abide by all laws and regulations, and our own high ethical standards, we follow all review and approval procedures before initiating research. We will protect patient safety through appropriate informed consent procedures and good clinical practices, and we will document our compliance with all applicable privacy-related policies and regulations.

We are committed to the safe and ethical use of biotechnology to improve the quality of human life, and we recognize that we must approach technology with a balance of vigilance, diligence and humility. Our approach to bioethics is guided by the Biotechnology Industry Organization's (BIO) principles, including a respect for the potential significant benefits of biotechnology and a commitment to use it only for the benefit of humankind.

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

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

### MAKE SURE YOU

- Conduct clinical research in a manner that is respectful and protects the safety and autonomy of research participants

### TO LEARN MORE

- Discuss any questions or concerns about our clinical research with Regulatory Affairs, R&D Compliance, your manager, Compliance, Legal, Human Resources partners, or the Helpline
- Global Clinical Trial Registration and Results Disclosure Policy
- Global Clinical Trial Transparency Policy (for all policies refer to [Synapse](#))

## We respect healthcare professionals

**Our customers who recommend, use or prescribe our products have placed their trust in us. We work hard every day to deserve that trust. In our service to patients, caregivers, and healthcare providers, we are committed to excellence in advancing human healthcare.**

### Customer care

We treat healthcare professionals fairly and with care. We work to understand and meet their needs. We tell the truth about our products and capabilities and we do not make promises we can't keep. In short, we treat healthcare professionals as we would like to be treated.

### MAKE SURE YOU

- Treat healthcare professionals fairly and honestly
- Be responsive and clear to patient and healthcare professional requests and questions
- Promise only what you can deliver and deliver on what you promise
- Refer the healthcare professional to the right person when you cannot take care of it yourself
- Respect the physician-patient relationship

### WATCH OUT FOR

- Pressures from colleagues or supervisors to cut corners
- Telling others what you think they want to hear rather than the truth
- Sending customers from one person to another without getting a real answer
- Giving medical advice inadvertently or overtly

### TO LEARN MORE

- Patient Resources on Biogen's external website: [www.biogen.com/en\\_us/medical-professionals.html](http://www.biogen.com/en_us/medical-professionals.html)

“Excellence in everything we do. We don't buy the business. We believe that every patient should be put on the best product for their health regardless of who manufactures the product.”

## Interactions with healthcare professionals

Healthcare professionals must determine the best course of care for their patients, and Biogen is committed to providing timely information to assist them in treatment decisions. This includes fair, accurate, and balanced product information, scientific and medical information, and safety information. Healthcare professionals practice medicine; Biogen employees do not.

Due to the key role healthcare professionals play in determining which products to recommend, we take special care to avoid even the appearance of unduly influencing their decisions. We promote our products only for the uses that have been approved, cleared or authorized by the relevant governmental agency.

When Biogen interacts with healthcare professionals, it does so with honesty, fairness and integrity. Our Written Standards, including this Code and Company policies, reflect the requirements of industry association codes and applicable laws that prohibit misuse of influence, improper incentives, kickbacks, bribes, or anything of value in exchange for recommendation, use, prescription, or referral of products or services. Specifically, our Written Standards provide guidance about appropriate business transactions, the selection of external stakeholders for engagements, oversight of communications and content, fair market value and other financial constraints, and record-keeping and documentation practices to help ensure integrity in our relationships with healthcare professionals.

### MAKE SURE YOU

- Only engage in interactions with healthcare professionals that advance patient care and support the ethical and compassionate practice of medicine
- Examine all relationships and arrangements with referral sources, physicians, vendors and suppliers to be certain there are no kickbacks for the referral of patients or for prescriptions written
- Never try to interfere with or unduly influence a healthcare professional's decision about patient care
- Immediately refer any questions to the Compliance, Legal, or the Helpline

### WATCH OUT FOR

- Additional requirements when interacting with healthcare professionals who are employed by or affiliated with government or regulatory bodies

### TO LEARN MORE

- External Stakeholder Engagement Guidance
- Global Antibribery and Anticorruption Policy
- Global Conflict of Interest and Outside Activities Policy
- Global Materials Review Policy  
(for all policies refer to [Synapse](#))

## Marketing practices

To ensure the safe and proper use of our products, information provided to patients and healthcare professionals about our products in the packaging label, inserts, local prescribing information, and marketing and sales material must be in compliance with all applicable laws and must be approved and reviewed appropriately.

### MAKE SURE YOU

- Provide only approved materials on the products and services we offer
- Avoid actions that could create the perception of impropriety, including inflated claims, disparagement of competitors or other deceptive marketing communications

### WATCH OUT FOR

- False or misleading information or misrepresentations of our products or those of the competition
- Overstatement of the efficacy of our products
- Statements that downplay or minimize the risks associated with our products
- Messages or marketing materials that have not been properly reviewed and approved
- The promotion of products for uses other than their approved use

### TO LEARN MORE

- Global Antibribery and Anticorruption Policy
- Global Materials Review Policy
- Global Competition Law Policy  
(for all policies refer to [Synapse](#))



“We will continue to behave with the highest ethical standards, and we will continue to win the trust and loyalty of our customers.”

# We work together as a team

**We are committed to a workplace where employees feel they are treated with respect and dignity.**

## Respect builds successful teams

We owe each other honesty, respect, and fair treatment – this means we treat others as they want to be treated and in the spirit of our core behaviors and values. It's also the basis of our commitment to one another and the key to building successful teams. Keeping this commitment allows us to attract and retain talented individuals in a supportive, professional, and respectful work environment.

Biogen respects all employees as equals and listens to individual opinions, without discrimination or harassment based on an individual's sex, gender identity or expression, sexual orientation, marital status, race, color, national origin, ancestry, ethnicity, religion, age, veteran status, disability, genetic information or any other basis protected by law.

Maintaining this environment helps Biogen succeed and creates the setting for each of us to thrive and to reach our full potential. What follows are some of the key areas where we shall be guided by our commitment to our Core Values.

## Fair working conditions and human rights

We support fundamental human rights and will champion these rights. Our Human Rights Position is in accordance with the United Nations' Universal Declaration of Human Rights, its Articles and principles. As a responsible organization, we respect the human rights of all people with whom we interact, including our patients, customers, employees and third parties who work as our external business partners. Biogen strives to uphold human rights in all our business activities.

We will not knowingly work with business partners who employ children or forced labor. We will not tolerate physical abuse. We will respect employees' lawful right to exercise free association, and we will recognize the right of our employees to choose or not choose collective bargaining representation.

In every country where we operate, Biogen follows all laws, regulations and international conventions related to human rights, including the International Labour Office Tripartite Declaration of Principles Concerning Multinational Enterprises and Social Policy and the Organization for Economic Co-operation and Development Guidelines for Multinational Enterprises.

### MAKE SURE YOU

- Demonstrate Core Behaviors
- Live our Code of Conduct
- Watch for and report violations of human rights or employment laws
- Make sure our suppliers and partners know our standards and live up to them

### WATCH OUT FOR

- Business partners who fail to respect others
- Conflicts or lax standards

### TO LEARN MORE

- Discuss any questions or concerns about our commitment to human rights with your local Compliance, Legal, Human Resources partners, or the Helpline



## Diversity and inclusion

Biogen brings together employees with a wide variety of backgrounds, skills, and cultures. Combining this wealth of talent and resources creates our diverse and dynamic teams that drive excellence. All of our colleagues, job applicants, and business partners will be treated with respect and judged solely on the basis of their qualifications, demonstrated skills and achievements.

Biogen seeks to harness the power of difference to achieve business success and unprecedented solutions for patients and communities, while contributing to the success of the diverse suppliers in our business ecosystem. We work to empower employees with the competencies, skills and tools to practice inclusive leadership and leverage differences on a regular basis to drive employee engagement, innovation and business performance. We strive to establish diversity and inclusion as an embedded aspect of our culture, and a natural part of who we are and how we do business. Our considerations for assuring a rich mix of talent at all levels includes (but is not limited to): race, ethnicity, color, gender identity or expression, sexual orientation, marital status, national origin, and ancestry, religion, age, veteran status and disability.

### MAKE SURE YOU

- Treat others respectfully and professionally
- Promote diversity and inclusion in all employment decisions including hiring, placement and promotions
- Avoid unlawful discrimination
- Review your own decisions to ensure that objective, merit and business considerations drive your actions

### WATCH OUT FOR

- Comments, jokes or materials, including emails, which others might consider offensive
- Behaviors that can be perceived as non-inclusive
- Decisions that are not based on objective business standards and criteria

### TO LEARN MORE

- Global Non-Discrimination and Non-Harassment Policy (for all policies refer to [Synapse](#))

### QUESTION

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

### ANSWER

You should notify your immediate supervisor or any of the resources listed in this Code. Sending such jokes violates our values and our policies regarding our use of email and our standards promoting inclusion and preventing harassment and discrimination. By doing nothing, you are condoning such behavior.

## Harassment-free workplace

We all have the right to work in an environment that is free from intimidation and harassment. Biogen expects all personnel to adhere to a simple standard: all employees will be treated with respect. Verbal or physical conduct by any employee that harasses another, disrupts another's work performance, or creates an intimidating or hostile work environment will not be tolerated.

While it is not possible to list all circumstances that may constitute harassment, the following are some examples of conduct that, if unwelcome, may constitute harassment depending upon the totality of the circumstances including the severity of the conduct and its pervasiveness.

### At Biogen WE DO NOT TOLERATE

- Threatening or inappropriate remarks, obscene phone calls, stalking or any other form of harassment
- Causing fear of or actual physical injury to another
- Intentionally damaging someone else's property
- Threatening, intimidating, coercing, or retaliating against those who report their concerns – anywhere, anytime, for any purpose

One potential form of harassment is sexual harassment, often seen in:

- Actions that are unwelcome (e.g., a request for a date or a sexual favor) or used as the basis for employment decisions
- An intimidating, offensive, or hostile work environment created by unwelcome sexual advances, insulting jokes, inappropriate touching or other offensive behavior of a sexual nature

### MAKE SURE YOU

- Help each other by speaking out when a coworker's conduct makes others uncomfortable
- Never tolerate harassment
- Demonstrate professionalism. Do not visit inappropriate internet sites or display sexually explicit or offensive pictures in the workplace
- Report behavior that may violate our Values in Action

### WATCH OUT FOR

- Unwelcome remarks, gestures, or physical contact
- The display of sexually explicit or offensive pictures or other materials
- Sexual or offensive jokes or comments whether explicit or by innuendo
- Verbal abuse, threats or taunting

## TO LEARN MORE

- Global Non-Discrimination and Non-Harassment Policy (for all policies refer to [Synapse](#))
- Discuss any questions or concerns about harassment with your local Compliance, Legal, or Human Resources partners

### QUESTION

While on a business trip, a colleague of mine repeatedly asked me out for drinks and made comments about my appearance that made me uncomfortable. I asked her to stop, but she wouldn't. We weren't in the office and it was 'after hours' so I wasn't sure what I should do. Is it harassment?

### ANSWER

This type of conduct is not tolerated, not only during working hours, but in all work-related situations including business trips. You have asked your colleague to stop, which is the first step. Tell your colleague such actions are inappropriate and must be stopped, and if they continue you need to report the problem.

### QUESTION

I just learned that a good friend of mine has been accused of sexual harassment and that an investigation is being launched. I can't believe it's true and I think it's only fair that I give my friend an advance warning or a 'heads up' so he can defend himself. Don't I have a responsibility as a friend to tell him?

### ANSWER

Under no circumstances should you give him a 'heads up'. Your friend will be given the opportunity to respond to these allegations and every effort will be made to conduct a fair and impartial investigation. An allegation of sexual harassment is a very serious matter with implications not only for the individuals involved but also for the Company. Alerting your friend could jeopardize the investigation and expose the Company to additional risk. In addition, breaching the confidentiality of a company investigation may be subject to disciplinary action up to and including termination.





## Maintaining a work-life balance

Life is more complex and busier than ever. At Biogen, we care deeply about the well-being of our employees and respect their need to effectively manage personal and professional responsibilities. To meet the challenges of our exciting, yet demanding, work environment, we embrace trust and flexibility, and strive to maintain work-life balance. To achieve this balance, we will always respect others' time and make reasonable accommodations for personal and family commitments when possible. For example, our Flexible Work Arrangements are intended to help employees achieve better work-life balance while maximizing productivity. These programs – telecommuting, flextime, part-time, and job shares – are designed to provide additional flexibility in how, when and where employees get their work done.

### TO LEARN MORE

- Discuss any questions or concerns about work-life balance with your manager or local Human Resources partners

### QUESTION

My supervisor knows that I coach my daughter's soccer team and that I would like to leave early twice a week for games, but he always seems to find a project that he needs me to do just as I'm trying to leave. I know I'm expected to get my work done, and I do come in early and often work late, but is there anything more I can do about this?

### ANSWER

We can't always control our work schedules and sometimes projects will come up that require our immediate attention. However, if the conflict persists, discuss the matter with your supervisor or Human Resources. You should be able to find options that allow you to meet all of your responsibilities.



# We are responsible to our communities

**We are committed to growth and renewal for ourselves and our Company, and to making our world a better place. Our primary way of contributing to a better world is through our life changing and saving products, but we also give back to our communities.**

## Citizenship

At Biogen, we are dedicated to discovering, developing, and delivering innovative therapies that improve the lives of patients. We are committed to making a meaningful difference in the lives of the patients we serve – that is our core responsibility. Our commitment to improving lives does not stop with patients, but extends to all of our stakeholders. We will use the same innovative spirit to serve the communities in which we live and work and to protect our planet's resources by striving to reduce our impact on the environment. We respect fundamental human rights and believe that every individual deserves to be treated fairly and with dignity. We are committed to good corporate citizenship that gives back to society by providing educational and scientific grants and charitable donations to a variety of organizations and philanthropic programs.

### MAKE SURE YOU

- Think about how your department contributes to our corporate citizenship
- Do not use charitable contributions as a means of improperly influencing or gaining favor with others
- Ensure that relationships with patient groups are transparent and based on a shared objective to improve patient healthcare
- Listen to the viewpoints of our stakeholders and use their feedback to improve our performance

### WATCH OUT FOR

- Pressure from others to contribute to or join certain preferred charities, groups or political activities
- Improper use of charitable contributions
- Business practices that pose a threat to the well-being of our communities

### TO LEARN MORE

- Call or email the Grants Office if you have any questions: 617-914-1299 or [grantsandgiving@biogen.com](mailto:grantsandgiving@biogen.com)
- Further information on our policies, procedures and areas of interest can be found on Biogen's external website: [grantsandgiving.biogen.com](https://grantsandgiving.biogen.com)
- Visit the United Nations Universal Declaration of Human Rights
- Visit the United Nations Convention: International Covenant on Civil and Political Rights

## Sustainability

We recognize our responsibility to conduct business in a way that protects and improves our environment and the community. As we discover, manufacture and market our products, we will continue to work to minimize our environmental impact in all our processes. We strive to minimize our use of natural resources, reduce waste, and mitigate our impact on climate change. We proactively assess environmental risks and opportunities to continuously improve our performance.

### ☑ MAKE SURE YOU

- Do your part to reduce the use of energy, including turning off your electronic equipment when not in use
- Recycle, reuse and compost whenever possible
- Think ahead and be proactive. Help identify opportunities for improving our environmental performance (for example: finding additional ways that we can conserve and recycle)

### 👁 WATCH OUT FOR

- Business practices that pose an environmental hazard or unnecessarily waste natural resources
- Inefficiencies and habits that are wasteful

### 🔍 TO LEARN MORE

- Global Environmental, Health, and Safety Policy
- Global Sustainability Policy (for all policies refer to the [iNet](#))
- [Climate Change Position Statement](#)
- Read about Corporate Citizenship at [www.biogen.com/corporatecitizenship](http://www.biogen.com/corporatecitizenship)
- Review our Citizenship Report

## Protecting private and confidential information

In recent years, individuals, companies and governments have grown increasingly concerned about the security of personal data. As a result, laws protecting personal data and how it may be collected, accessed, shared, and used are becoming more common.

Many of us have access to personal data related to patients, healthcare professionals, employees and others. While protecting this data may now be a legal requirement, for us at Biogen protecting others' privacy has always been a matter of trust.

No one should be surprised by what Biogen knows about them or how that data is used.

Data privacy standards and legislation vary from country to country. If you have any questions about relevant laws or public expectations, contact your supervisor, the Privacy Office, Legal, or Human Resources departments.

### ☑ MAKE SURE YOU

- Learn about the types of data which are given heightened protection, which include any data that can directly or indirectly identify an individual as well as certain sensitive business data
- Are always thoughtful about where, when and how you discuss patients' or other individuals' personal data
- Consult the Legal department if law enforcement, a regulatory authority, or any other person outside the Company requests employee data
- Immediately report to Legal any loss or inadvertent disclosure of confidential data



## Security

Biogen is committed to providing a secure workplace for its employees, contractors, and visitors. Any situation that may pose a security risk must be reported immediately. Security is a shared responsibility.

### ☑ MAKE SURE YOU

- Always visibly wear your ID card on campus and never allow anyone to “piggy-back” behind you into a facility or restricted area
- Notify Global Security if your ID card is lost or stolen
- Immediately report any suspicious persons or activity to Global Security
- If you are subjected to violent or threatening behavior, immediately notify Global Security, HR, or your manager
- Weapons are prohibited on Company property, which includes designated employee parking areas, and at Company sponsored events
- Smoke only in designated smoking areas

### 👁 WATCH OUT FOR

- Lax adherence to security standards, such as those related to facility entry procedures and ID card usage
- Suspicious persons behaviors, or activity
- The abuse of alcohol and drugs. While modest and responsible consumption of alcoholic beverages at business functions and meals is permitted, your judgment or physical abilities should never be impaired by alcohol or drugs when you are at work, and you should always be ready to carry out your work duties

### 🔍 TO LEARN MORE

- Discuss any questions or concerns regarding security with your Global Security Representative, your manager, Compliance, Legal, or Human Resources partners
- Global Violence in the Workplace Policy
- Global Incident Management Policy (for all policies refer to [Synapse](#))

### 👁 WATCH OUT FOR

- Unintentional exposure of confidential data in public settings such as on phone calls or while working on your laptop
- Confidential data that is sent across borders or to third parties
- Transmission of potentially private or confidential data that is not in compliance with our Written Standards and applicable laws

### 🔍 TO LEARN MORE

- Global Data Policy
- Global Information Security Policy
- Global Data Risk Classification Policy (for all policies refer to [Synapse](#))

#### QUESTION

My best friend works in Biogen’s payroll department and has access to employee data. I’m planning a party and would like to send invitations to the homes of several co-workers. May I ask for their addresses?

#### ANSWER

No. This would be a breach of privacy and could result in disciplinary action for both you and your friend. You should look up address data on the Internet or ask the co-workers directly.



## Health and safety

As a leading biotechnology company, we have the privilege and responsibility to improve the lives of patients everywhere, every day.

But that responsibility goes beyond providing life-saving therapies to patients. As we go about our daily work, we must also respect and care for the environment, our surrounding communities and, of course, our most valuable asset – our people. That’s why we constantly strive to provide a safe, healthy, efficient, and comfortable workspace for our employees.

By fostering a world-class safety culture, innovation, collaboration, health and productivity can thrive. Biogen is dedicated to protecting employees from exposure to illnesses and injuries at the workplace. Prevention is key and Biogen has enacted various programs and services offering employees an avenue to reach the optimal level of health.

Situations that may pose a health or safety hazard must be reported immediately. We can only achieve our goal of a safe and healthy workplace through the proactive participation and support of everyone.

### MAKE SURE YOU

- Follow safety guidelines and procedures
- Report unsafe behavior immediately
- Report all hazards, near misses, and incidents to your supervisor within 24 hours of occurrence
- Speak up and share ideas for improvement
- Seek additional safety information and ask questions if concerned
- Stop unsafe work

### WATCH OUT FOR

- Unsafe conditions that could result in an undesired outcome such as an injury, illness, spill, fire, or property damage

### TO LEARN MORE

- Discuss any questions or concerns about safety and health with Global EHS+S personnel, your local Compliance, Legal, Human Resources partners, or the Helpline

### QUESTION

What do I do if I experience a work related injury?

### ANSWER

Immediately report any work related injury to your supervisor and follow local injury reporting procedures.

### QUESTION

I’ve noticed some practices in my work area that don’t seem safe. Who can I speak to? I’m new here, and don’t want to be considered a troublemaker.

### ANSWER

Discuss your concerns with your supervisor or the EHS+S Department. There may be very good reasons for the practices, but it’s important to remember that raising a concern about safety does not cause trouble, it is being responsible.

### QUESTION

Are subcontractors expected to follow the same Safety and Health policies and procedures as employees?

### ANSWER

Absolutely. Managers and supervisors are responsible for ensuring that subcontractors and vendors at work on Biogen premises understand and comply with all applicable laws and regulations governing the particular facility, as well as with additional requirements the Company may impose.

# We are fair and honest

**We operate fairly and honestly with all of our stakeholders and business partners and expect that they will do the same. Our books, records and financial statements must be honest, accurate, objective, complete and timely in order to ensure we make sound business decisions.**

## **We communicate transparently**

We are transparent and communicate truthful information in a manner that is not misleading. Our promotional, medical and investor information is appropriately vetted and approved prior to use.

## **Maintaining strong business partnerships**

We treat all our business partners fairly and honestly, and we expect them to act with integrity. In dealings with Biogen, suppliers and business partners must follow the Code.

### **☑ MAKE SURE YOU**

- Consider both good value for money or fair market value and industry standards when choosing suppliers
- Disclose any potential conflicts of interest
- Charge all payments to the business entity or project benefiting from the payment
- Only sign off on transactions once you fully understand them and are certain that they comply with Company policies (See Approver responsibilities via Global Approval Policy-107 section 1.0)
- Only approve payments once you fully understand the invoice and agree with the invoice amounts
- Only make payments in accordance with the payment terms as defined in the contract, statement of work, or invoice
- Ensure all third-parties (e.g. vendors, consultants, HCPs, distributors, etc.) engaged by or on behalf of Biogen are subject to appropriate due diligence screening before entering into any business relationship
- Communicate any issues that are identified to appropriate Biogen personnel, including HR, Legal, Corporate Compliance, and Finance, or the Helpline

### **👁 WATCH OUT FOR**

- Improperly documented payments. All payments must be made in accordance with negotiated agreements and invoices that fully and accurately set forth the nature and purpose of the transaction
- Payments to business entities that are not listed on the original sales agreement or sales invoice

### **🔍 TO LEARN MORE**

- Global Antibribery and Anticorruption Policy
- Conflicts of Interest and Outside Activities Policy
- Global Contract Review Policy
- Global Travel and Expense Policy
- Global Approval Policy
- Global Purchasing Policy
- Global Grants, Donations and Sponsorships Policy
- Global Third-Party Due Diligence Screening SOP (for all policies refer to [Synapse](#))

“In financial reporting, complying with external rules and regulations and internal policies is our focus and first priority. It forms the foundation for our value-added work of providing accurate and meaningful information to facilitate informed decision-making.”

## Business intelligence and confidential information

Information about competitors is a valuable asset in today's business environment. We will never engage in deception to obtain information. We also need to be careful when accepting information from third-parties. We should know and trust their sources and be sure that the knowledge they provide is not protected by trade secret laws or confidentiality agreements.

When Biogen employs former employees of competitors, we recognize and respect the obligations of those employees not to use or disclose the confidential information of their former employers.

When engagement with third-parties involves sensitive or confidential information ensure an agreement covering confidentiality is in place.

### MAKE SURE YOU

- Obtain competitive information only through legal and ethical means
- Respect the confidentiality obligations of others
- Require third-parties to respect our information

### WATCH OUT FOR

- New employees who retain papers or computer records from prior employers in violation of laws or contracts
- Using confidential information without appropriate approvals
- Using job interviews as a way of collecting confidential information about competitors or others
- Information from third parties – confirm that it was obtained properly

### TO LEARN MORE

- Discuss any questions or concerns about collecting business intelligence with your manager, local Compliance, Legal, Human Resources partners, or the Helpline
- Global Competition Law Policy (for all policies refer to [Synapse](#))

### QUESTION

I am a manager and one of my new employees who recently joined Biogen from a competitor has confidential information from her previous employer. She says she plans to use it to our advantage. Should I just ignore this and let her do it?

### ANSWER

No. If an employee retains and uses such information, it is not appropriate and can result in legal action by the competitor. You must report this to the Legal department for appropriate action.

### Complete, accurate and timely disclosures and business records

Our Company is subject to extensive and complex reporting requirements. Our operations must comply with all applicable regulatory, accounting, financial, tax and other rules and regulations of the jurisdictions in which we operate.

Business partners, government officials, investors and the public rely on the accuracy and completeness of our financial reports, business records and what we tell them. All of our financial records and accounts, and financial statements must be clear and complete, maintained in reasonable detail, and appropriately reflect our Company's transactions and activities. This includes our financial records and operational data such as cost and production data, expense reports and employee records. Accurate and complete information is also essential to us as a basis for sound decision-making.

The Company's filings with the Securities and Exchange Commission, as well as other public disclosures by or on behalf of our Company, must be fair, complete, accurate, timely, and understandable. Our accounting and financial reporting practices must also comply with applicable generally accepted accounting principles and other criteria, such as local statutory reporting and tax requirements. Depending on their positions with the Company, employees may be called upon to provide necessary information to assure that the Company's filings and public communications meet these standards. The Company expects employees to take this responsibility seriously and to promptly provide current, accurate and complete answers to inquiries related to the Company's public disclosure requirements.

## Managing our records

Each of us is responsible for information and records under our control so we need to be familiar with the records management procedures that apply to our jobs.

Biogen has a records and information management policy and procedures to ensure that our financial records and information are appropriately maintained, stored, secured and destroyed in accordance with our business needs and in compliance with applicable laws and regulations.

We maintain paper and electronic records for as long as required by our policies and law and our records are organized so that they can be located and retrieved when needed. Documents should only be destroyed in accordance with our Records Retention and Disposition Schedules policy, and never in response to or in anticipation of litigation, an investigation or an audit. Do not hesitate to contact Enterprise Records and Information Management or the Legal department if there is any doubt about the appropriateness, or method, of record destruction.

### MAKE SURE YOU

- Create business records that accurately reflect the truth
- Record transactions as prescribed by our system of internal controls
- Provide timely and candid financial disclosures and forecasts to management without knowingly omitting or misrepresenting relevant or material information
- Write carefully and clearly in all your business communications, including emails
- Write with the understanding that someday what you write may become a public document
- Manage and secure records based on the sensitivity of the information they contain
- Always comply with instructions from the Legal department to retain records pursuant to a litigation or investigation hold
- Understand and follow our Written Standards regarding recording keeping

### WATCH OUT FOR

- Actions or directions to others that make our financial statements inaccurate or misleading
- Actions that might interfere in any way with the auditing of records
- Destruction of records that must be preserved

### TO LEARN MORE

- Global Records and Information Management Policy
- Global Records Retention and Disposition Schedules
- Legal Hold Guidelines
- Global Data Risk Classification Policy
- Global Email and Electronic Communication Systems Retention Policy
- Global Travel and Expense Policy  
(for all policies refer to [Synapse](#))

### QUESTION

At the end of a reporting period, my supervisor asked me to record additional expenses even though the related work has not yet started. I agreed to do it, mostly because I didn't think it really made a difference since we were all sure that the work would be completed in the next quarter. Did I do the right thing?

### ANSWER

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

# We are transparent

**We do not offer or provide improper incentives, kickbacks, or bribes to win business, to influence a business or prescribing decision, or to advance our interests with government authorities. In particular, our interactions with healthcare professionals, government entities, government employees, and others must be legitimate and never to obtain an improper advantage or to improperly influence or encourage a decision by them.**

## Cooperating with regulators

We will always comply with relevant laws and regulations and cooperate with government agencies, law enforcement officials and investigators. If you receive any inquiries from government regulators or officials, you should contact the Legal department immediately and wait for their guidance before responding to any such request. When notified of an external investigation, we will take prompt action to preserve documents that may be relevant, and respond to requests for information in an honest and timely manner.

We will promptly review all reports of misconduct and undertake investigations to gather additional information. All employees are expected to cooperate fully and truthfully with investigators. Never mislead an investigator and never alter or destroy records in response to an investigation. Other important points you should know about the investigations process include:

- The facts of the case will typically be developed through interviews and document review
- Depending on the nature of the investigation and the matters at issue, you may be instructed by the investigators or the Legal department not to discuss any aspect of the investigation
- If misconduct is discovered, the Company will take whatever corrective or disciplinary action is necessary to address the situation and prevent a recurrence

## QUESTION

Why are we expected to cooperate with ethics and compliance investigations? I would rather not get involved.

## ANSWER

Your assistance is important and it is your responsibility to cooperate. When the Company conducts an investigation, it is reviewing a possible violation of the Code, Biogen policies, or relevant legal requirements. If employees do not cooperate, it is impossible to get all the facts and take the appropriate corrective actions. Withholding information or knowingly giving false or misleading information is a serious violation of our duties as employees, and could result in disciplinary action, including termination.



## Avoiding bribery and corruption

We do business with honesty and integrity and comply with all applicable ethical and legal standards. The laws of all countries in which we operate prohibit bribing government officials and many laws have a global reach. There are additional laws that address bribes paid to private individuals. Due to the complexity of anti-corruption and bribery laws worldwide, it is important that employees be aware of Company policies and ask questions if they have any doubts about the proper course of action. If you have questions, contact your supervisor or any of the resources listed in this Code.

We are responsible for third parties acting on our behalf. We perform due diligence and carefully monitor our business partners and require them to operate in compliance with our Code and our standards.

### MAKE SURE YOU

- Never offer money or any item of value to improperly influence a business decision
- Never make payments to improperly influence a government official
- Note: “Government official” applies not only to politicians and civil servants but also to employees of state-owned enterprises, such as physicians employed by state-run hospitals
- Ensure all third-parties (e.g. vendors, consultants, HCP’s, distributors, etc.) engaged by or on behalf of Biogen are subject to appropriate due diligence screening before entering into any business relationship
- Communicate any issues that are identified to appropriate Biogen personnel, including Legal, Corporate Compliance, Finance or the Helpline

### WATCH OUT FOR

- Unethical or suspicious conduct by a supplier or business partner. If you have concerns, contact management. We will take appropriate action

### TO LEARN MORE

- Global Antibribery and Anticorruption Policy
  - Global Contract Review Policy
  - Global Purchasing Policy
  - Global Travel and Expense Policy
  - Global Approval Policy
- (for all policies refer to [Synapse](#))

### QUESTION

A research physician tells you that he always makes sure Biogen drugs “look good” in the clinical trials he runs. He says he knows Biogen appreciates it because the Company has contracted with him to do multiple trials. What should you do?

### ANSWER

The issue should be raised to your supervisor, Compliance, Legal or the Helpline. Although the physician delivers good results, the Company may have failed to pick up on the physician’s practices that could taint the trials, affecting patients, our product approval, and our reputation. If made aware of this, the Company would investigate and take appropriate action.





## Facilitation or expediting payments

Facilitation or expediting payments are modest amounts of money paid as an unofficial fee to low level government employees to speed or initiate the performance of routine service. They are prohibited by our policies. If you are solicited for a facilitation or expediting payment, contact the Legal department immediately.

### QUESTION

Sometimes when I'm traveling, I see practices that I consider inappropriate, but they are common practices in the country I'm visiting. What should I do if I'm asked to provide what I consider to be a bribe but what the locals think of as a common business courtesy?

### ANSWER

No matter where you are, our policy applies. You should consult with your Compliance or Legal representative if you have questions.

## Fair business practices

We believe in free and open competition. We never look to gain competitive advantages through unethical or illegal business practices. We do not enter into agreements with competitors to engage in any anti-competitive behavior, including setting prices or dividing markets. We do not engage in unfair or deceptive acts or practices, such as false or misleading advertising, or other misrepresentation.

### MAKE SURE YOU

- Understand that antitrust and competition laws are complex and compliance requirements will depend on the circumstances
- The following activities should be avoided:
  - **Collusion:** When companies secretly communicate or agree on how they will compete. This could include agreements or exchanges of information on pricing, or allocations of markets
  - **Bid-rigging:** When competitors manipulate the bidding process. This may include comparing bids, agreeing to refrain from bidding, or knowingly submitting noncompetitive bids
  - **Predatory pricing:** When a company with market power sells a product or service below cost so as to eliminate or harm a competitor. Never share our competitive information with our competitors

### WATCH OUT FOR

- Formal or informal conversations with competitors about sensitive business information
- Use of non-public information about competitors received from new hires or interviewees
- Conversations with competitors that could be perceived as limiting competition. If such a conversation begins, leave the meeting immediately and report it to the Legal department

### TO LEARN MORE

- Global Competition Law Policy (for all policies refer to [Synapse](#))

### QUESTION

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

### ANSWER

Contact the Legal or Compliance departments without delay and before any further action is taken.

## International trade

We comply with the import/export control laws, trade restrictions and anti-boycott laws of the United States and other countries, and we expect our business partners to do the same. You should make sure that you know and comply with these laws, and applicable company policies and procedures, when engaging in an international transaction or when releasing certain types of technical data or information to a non-U.S. person.

Export control restrictions apply not only to international shipments of tangible materials and equipment, but also to the transfer of intangible technical data to some foreign countries or citizens of those countries. The following are examples of exports of technical data that may be restricted under the export rules, depending on the contents of the export and the country, person or organization to which the export is made:

- Transfers of technical data to someone in another country, including to our fellow employees as well as non-employees
- Discussions with any non-U.S. person that discloses technical information
- Visual inspections by any non-U.S. person of U.S.-origin equipment and facilities
- You should be aware that the release of certain technical data and information to a non-U.S. person may be a “deemed export” to the country where the non-U.S. person is a citizen, even if the release occurs inside the United States
- The laws of the United States and other countries also contain prohibitions against dealing with specifically identified countries, persons or organizations, including those countries where the United States enforces economic and trade sanctions (e.g. Cuba, Iran, North Korea, Sudan and Syria, among others)

We are also subject to anti-boycott provisions of U.S. law that prohibit or penalize U.S. companies from participating in or cooperating with foreign boycotts that the United States does not sanction. These laws, which are primarily targeted at the Arab League boycott of Israel, also impose certain reporting requirements.

International trade compliance also involves complying with documented procedures and work-instructions to help ensure that accurate customs declarations are made to the relevant customs authorities in all jurisdictions. Customs authorities require that accurate information be disclosed with respect to inbound shipments, so that applicable duties, taxes and fees may be levied, and so that compliance with various border-enforced laws and regulations can be ensured.

The laws regulating imports/exports and international trade are complex, frequently changing and in certain regions may conflict. Employees must consult with the designated individual within their organization or the Legal department as early as possible about local laws on exporting/importing products, information and technology.

### MAKE SURE YOU

- Know the business partners with whom you are dealing as well as the final destination of our products
- Obtain all necessary licenses before the export or deemed export of products, services, or technology
- Report complete and accurate information on every imported product, such as its proper classification, places of manufacture, and full cost
- Ensure all third-parties (e.g. vendors, consultants, HCPs, distributors, etc.) engaged by or on behalf of Biogen are subject to appropriate due diligence screening before entering into any business relationship
- Communicate any issues that are identified to appropriate Biogen personnel, including Legal, Corporate Compliance, Finance, and Global Trade Management

### WATCH OUT FOR

- Any request to join in, support, or furnish information concerning a non-U.S. boycott and immediately report any such requests to the Legal department

### TO LEARN MORE

- Discuss any questions or concerns about international business with your manager, Global Trade Management, Compliance, Legal, Human Resources partners, or contact the Helpline
- Global Trade Compliance Control Policy
- Global Third-Party Due Diligence Screening SOP (for all policies refer to [Synapse](#))

## Political involvement

You have the right to voluntarily participate in the political process including making personal political contributions and advocating as a private citizen. However, you must always make it clear that your personal views and actions are not those of the Company. Also, never use Company funds, assets, services or facilities to support any political candidate or party or to engage in any lobbying activity unless specifically authorized by the Corporate Affairs Department.

Lobbying on behalf of the company is a highly regulated corporate activity conducted by the Corporate Affairs department. Employees who wish to engage in lobbying activities for valid business reasons on behalf of the corporation must coordinate those activities with Corporate Affairs.

### MAKE SURE YOU

- Receive all needed approvals before using Company resources to support political activities
- Make sure your personal political views and activities are not viewed as those of the Company

### WATCH OUT FOR

- **Improper influence:** Avoid even the appearance that your contributions or participation in political activities may be intended to gain improper influence
- **Conflicts of interest:** Holding or campaigning for political office must not create even the appearance of a conflict of interest with your duties to the Company

### TO LEARN MORE

- Discuss any questions or concerns about political contributions or political activities, with your manager, the Corporate Affairs department, Compliance, Legal, or contact the Helpline
- Global Conflict of Interest and Outside Activities Policy
- Global Political Contributions Policy  
(for all policies refer to [Synapse](#))

### QUESTION

I will be attending a fundraiser for a local political candidate. Is it OK to list my position at Biogen as long as I don't use any Company funds or resources?

### ANSWER

You will need to understand and comply with the laws and regulations that apply to your contribution. For example, U.S. Federal law requires candidates for federal office to collect information from donors contributing \$200 or more including their employer's information (other countries have similar laws). You must provide this legally required information, but under no circumstances can you indicate that your participation or support in political activities is representative of Biogen views.

### QUESTION

I would like to invite an elected official, such as a congresswoman or a state legislator, to speak at an upcoming Company event. Would that be a problem?

### ANSWER

You must coordinate with the Corporate Affairs department before inviting a government officer to attend a Company event.



# We protect our information and assets

**We respect the privacy and safeguard the security of the personal information we collect. Protecting the information we hold is fundamental to our commitment to patients, healthcare professionals, business partners, employees and the communities we serve.**

## Treating highly sensitive information with care

One of our most valuable assets is information. Each of us must be vigilant and protect Biogen's highly sensitive or confidential information, as well as highly sensitive and confidential information disclosed to us. Your obligation to preserve Biogen's highly sensitive and confidential information continues even after your employment with our Company ends.

### MAKE SURE YOU

- Use and disclose highly sensitive and confidential information only for legitimate business purposes.
- If sharing externally, use appropriate contract templates or confer with legal to determine what safeguards should be in place.
- Properly label highly sensitive and confidential information to indicate how it should be handled, distributed and destroyed in accordance with applicable policies
- Only store or communicate Company information using Biogen's information systems or approved storage devices/locations
- If required to transfer, highly sensitive or confidential information ensure that the appropriate security controls are used, including encryption
- Safeguard company assets and ensure that the appropriate authorization is obtained for the use or disposition of company assets

### WATCH OUT FOR

- Discussions about highly sensitive or confidential information when others might be able to overhear what is being said – for example on planes, elevators and when using mobile phones
- Transmission of highly sensitive information to unattended fax machines or printers
- Leaving your work area unattended with confidential information displayed

### TO LEARN MORE

- Discuss any questions or concerns about highly sensitive or confidential information with your manager, Information Governance, Legal, or Human Resources partners
- Global Information Security Policy
- Global Data Risk Classification Policy
- Global Records and Information Management Policy (for all policies refer to [Synapse](#))

## Insider trading

We will not use Biogen information or information from our business partners for personal benefit. Our Insider Trading Policy prohibits all of our directors, officers, employees, and temporary staff worldwide, as well as their immediate family members, from trading securities, or disclosing or passing along information to others who then trade (i.e. “tipping”), on the basis of material nonpublic information. You may only purchase or sell a company's securities if you are not in possession of material non-public information about the company. Additionally, certain individuals are subject to additional trading restrictions, which limit those individuals to trading in the Company's securities only during certain open trading windows or under a 10b5(1) trading plan.

Material information is information that a reasonable investor would consider important in deciding whether to buy sell or hold a security. Some examples of information that may be considered material include:

- A pending or proposed acquisition, sale or other significant transaction
- Results of late-stage clinical trials
- A significant product development or important information about a product, such as serious product safety issues
- Receipt of regulatory approval or failure to obtain regulatory approval for products
- Earnings or financial performance
- Significant litigation or patent-related events

Information is considered non-public if it has not been previously disclosed to the public through press releases or SEC filings and is otherwise not available to the general public. Information is generally considered “public” after it has been publicly available for at least one business day after disclosure.

Violations of the insider trading laws are severe, and include civil and criminal fines and penalties. It is your responsibility to ensure that you do not violate the insider trading laws or our Insider Trading Policy.

## MAKE SURE YOU

- Do not buy or sell securities of Biogen or any other company when you have material non-public information about Biogen or that other company
- Do not communicate material non-public information to any other person
- Do not engage in short sales, puts, calls, hedging transactions, margin accounts, pledges or other derivative transactions related to Biogen securities
- Do not trade during “blackout periods” or without a 10b5(1) trading plan if you have been notified you are subject to such trading restrictions

## WATCH OUT FOR

- Requests by friends or family for information about Biogen, our customers or any other company with which we do business. Even casual conversations could be viewed as illegal “tipping” of inside information

## TO LEARN MORE

- Global Insider Trading Policy  
(for all policies refer to [Synapse](#))

### QUESTION

I am aware of a significant new development in our business that I think is going to significantly increase the value of the Company’s stock. I know that I am prohibited from buying stock, but I can recommend that my friend invest in our Company, right?

### ANSWER

No, you must not do that. You are correct that you may not trade in Company stock with this information, as it is “material non-public information.” Trading in Company stock while in possession of this type of information is insider trading and against the law. However, you are also forbidden by Company policy and the law from making any recommendations to others to buy or sell Company stock based on this type of information, even if you do not share that information when making the recommendation. Doing so would be considered “tipping” and could subject both you and your friend to civil and criminal penalties.

### QUESTION

I have discovered through my work with the Company that one of our vendors is planning a partnership with a small publicly traded company. It seems like a great time to invest in the smaller firm, and they’re not one of our vendors. May I do so?

### ANSWER

No. You are in possession of “material non-public information” and must not trade on it. If and when the information about the partnership becomes public, you may make the purchase, but not before.

## Protecting company assets

We are each personally responsible for protecting Company assets and using them with care. Company assets include funds, facilities, equipment, information systems, intellectual property and confidential information.

Personal use of Company assets is discouraged. All information that is sent or received through our computer or phone systems is part of official Company records, and we can be legally required to show those records. Therefore, make sure that business information you process is accurate, appropriate, ethical, and legal.

## MAKE SURE YOU

- Use Biogen assets only for legitimate business purposes
- Do not use Biogen equipment or information systems to create, store or send content that others might find offensive
- Do not share passwords
- Only use properly licensed software. The use of “pirated” software is strictly prohibited
- Keep personal use of Company assets to a minimum and ensure that such usage has no adverse effect on productivity and the work environment

## WATCH OUT FOR

- Excessive or inappropriate use of Biogen resources for personal purposes
- Sharing passwords

## Communications with the public

To achieve a consistent voice and message when making disclosures or providing information to the public, only authorized persons may speak on behalf of the Company. Please note that our colleagues in Corporate Affairs, Investor Relations and the Executive Management team are the only company employees authorized to speak to media and the financial community. We expect all employees to be careful when using any social media. If you participate in online forums, blogs or bulletin boards, do not discuss the Company or its business and never give the impression that you are speaking on behalf of Biogen. Before you hit the 'send' button, think carefully. Don't send emails or post confidential information or material that could damage the Company's reputation.

### MAKE SURE YOU

- Never speak publicly on issues involving the Company without prior authorization from Corporate Affairs or Investor Relations. All content must then be reviewed and approved and the speaker must have the appropriate training
- Refer any inquiries about our activities, sales or financial results, or strategic plans to Corporate Affairs or Investor Relations
- Get approval from Corporate Affairs before distributing any communication intended for a broad employee audience

### WATCH OUT FOR

- Any suggestion in your personal communications that you speak for the Company
- Using your Company title or affiliation outside work – such as in non-Company sponsored charitable or community work – without making clear that you are not representing the Company

### TO LEARN MORE

- Discuss any questions or concerns about public communications with your manager or Corporate Affairs
- Global Social Media Policy  
(for all policies refer to [Synapse](#))

### TO LEARN MORE

- Discuss any questions or concerns about protecting Biogen assets with your manager, Global IT Security, local Compliance, Legal, Human Resources partners, or the Helpline
- Global Password Policy
- Global Conflicts of Interest and Outside Activity Policy
- Global Contract Review Policy
- Global Information Security Policy
- Global Mobile Telecommunications Policy (U.S. and International)
- Global Purchasing Policy
- Global Approval Policy
- Global Travel and Expense Policy
- Global Email and Electronic Communication Systems Retention Policy  
(for all policies refer to [Synapse](#))

## Intellectual property

Biogen's intellectual property (IP) is an important asset that must be protected. Some examples of our IP are:

- Trade secrets and discoveries
- Methods, know-how and techniques
- Innovations and designs
- Systems, software and technology
- Patents, trademarks and copyrights

### MAKE SURE YOU

- Promptly disclose to company management any inventions or other IP that you create while you are employed by Biogen
- Properly label confidential information to indicate how it should be handled, distributed and destroyed
- Protect IP by sharing it only with authorized parties

### TO LEARN MORE

- Discuss any questions or concerns about IP-related communications with your manager or Legal



# We never compromise our integrity

**Integrity is the foundation on which we build our business. We demonstrate integrity and earn the trust and respect of our constituencies through the actions of every employee. We do what we say and we say what we mean.**

## Conflicts of interest

A conflict of interest occurs when you have a competing interest that may interfere with your ability to make an objective decision. Each of us is expected to use good judgment and avoid situations that can lead to even the appearance of a conflict.

Conflicts of interest may be actual or just a matter of perception. Since these situations are not always clear-cut, you need to fully disclose them to your manager, Human Resources, Legal or Corporate Compliance so that we can properly manage them.

### MAKE SURE YOU

- Disclose the full details of any situation that could be perceived as a conflict of interest
- Proactively address situations that may put your interests or those of your family in conflict with Biogen
- Avoid using your position with the or Company resources for personal advantage

### WATCH OUT FOR

- Situations such as the following are common examples of conflicts of interest:
  - **Self-Dealing & Corporate Opportunities:** If you learn about a business opportunity because of your job, do not take that opportunity for yourself unless you get appropriate Biogen approval. Also, giving business to a firm that will benefit an employee or family member is another example of a conflict of interest
  - **Outside Employment:** Outside employment or business engagement should be discussed with your manager. Also, any approved personal business that you or your family operates should not compete with Biogen
  - **Financial Dealings and Investments:** Ownership by you or your family of an interest in a company that is a competitor, vendor, supplier, customer, or partner of the Company could be a conflict
  - **Participating in Other Organizations:** You shouldn't accept a seat on the board of directors or advisory board of, or volunteer with, any of our competitors, suppliers, customers or partners without appropriate approval
  - **Personal Relationships:** Romantic or personal relationships may create perceived conflicts of interest and should be discussed with your manager, and Human Resources. You should disclose any personal relationship with colleagues or external stakeholders that may be perceived as involving a potential conflict of interest, using the link provided in the Global Conflicts of Interest and Outside Activities Policy. If you are uncertain if the relationship qualifies as a conflict of interest you should discuss with your Compliance officer
  - **Acceptance of Gifts:** Acceptance by you of gifts or other benefits greater than nominal value could be a conflict of interest

### TO LEARN MORE

- Global Conflict of Interest and Outside Activities Policy (for all policies refer to [Synapse](#))

### QUESTION

Jon works in a Biogen manufacturing facility. He is having trouble covering his personal expenses and has been thinking of getting a second job. He found one that seems perfect at MegaPharma, a Biogen supplier, and applied for it. MegaPharma called to offer him the job. What should Jon do before starting the job?

### ANSWER

Jon should disclose the new job opportunity to his manager to determine whether there is a conflict and how best to handle it. The important thing is for him to disclose the potential conflict to Biogen, so the company may help him work through the issues, and manage any potential conflicts.

### QUESTION

My wife manages a training consulting firm. Can she submit a proposal to become a Biogen vendor?

### ANSWER

You should report this relationship to your manager, or Human Resources, refer the request to Procurement, and refrain from participating in Biogen's discussions or decision on this matter. The most important action with any potential conflict of interest is to disclose it so it can be properly managed.

### QUESTION

One of my direct reports is dating an employee in a different department. Is this allowed?

### ANSWER

There could be a potential conflict depending on their roles and whether one has influence or control over the other's employment (compensation, evaluations, etc.). You should report any intimate personal relationships at work. Potential conflicts of interest can be reported using the link in the *Global Conflict of Interest and Outside Activities Policy*.

## Gifts and hospitality

In the right circumstances, a modest gift may be a thoughtful "thank you," or a meal may be an appropriate setting for a business discussion. However, if not handled carefully, the exchange of gifts and hospitality can create the appearance of a conflict of interest, especially if it happens frequently or if the value is large. When it comes to gifts and hospitality, Biogen's position is straightforward: we do not accept or provide gifts or hospitality or any other item of value if the intent is to influence a business decision. Gifts of cash or cash equivalents are never allowed. And, when it comes to healthcare professionals, special rules apply. Those rules should be followed regardless of intent.

### MAKE SURE YOU

- Use sound judgment, only provide and accept gifts and hospitality that are permissible by law and policy and that are reasonable complements to business relationships
- Understand and comply with the policies of the recipient's organization before offering or providing gifts, hospitality or any other item of value
- Do not accept a gift, hospitality, or entertainment from a business connection that is not modest and reasonable and that may give the appearance of improper influence

### WATCH OUT FOR

- Situations that could embarrass you, Biogen or the recipient
- Relationships and transactions that could create a perception of divided loyalties or improper influence

### TO LEARN MORE

- Global Conflicts of Interest and Outside Activities Policy
- Global Contract Review Policy
- Global Travel and Expense Policy
- Global Approval Policy  
(for all policies refer to [Synapse](#))

### QUESTION

While traveling, I received a gift from a business partner that I believe was excessive. What should I do?

### ANSWER

You need to let your manager know or report it to the Corporate Compliance department as soon as possible. We may need to return the gift with a letter explaining our policy. If a gift is perishable or impractical to return, another option may be to distribute it to employees or donate it to charity, with a letter of explanation to the donor.

### QUESTION

During contract negotiations, a potential new supplier mentioned that they had a complimentary registration to a local business seminar and offered it to me. I had been thinking of attending the seminar anyway as it is relevant to my work. There's no personal gain to me, it would be good for, and it would be a shame to waste the registration, so I planned on saying 'yes.' Now I wonder if that's the right decision.

### ANSWER

You should decline the offer. If you are involved in contract negotiations, you must never accept any gifts while the negotiation process is ongoing. Accepting gifts during negotiations can give the appearance of a 'quid pro quo' and is always inappropriate.

“Being ethical means doing the right thing even when no one is watching.”

## Special rules for gifts and hospitality to government representatives

Interactions with government employees involve additional considerations beyond the kind of common sense, sound judgment principles described above. We are committed to complying with the many legal, regulatory and contractual requirements that specifically apply to government-related work around the world. To that end, you must always make sure you know whether you are dealing with a government official or government-related entity and follow rules applicable to them.

The Public Policy & Government Affairs, Legal and Compliance departments are available to help you with questions about who may be a government representative.

### QUESTION

Mary Jones, a Biogen Medical Science Liaison, often works with Dr. Gary Smith, whose employer is a government public hospital. The holidays are approaching and Mary is thinking about sending Dr. Smith a gift basket filled with three bottles of wine and a wide variety of chocolates.

### ANSWER

Mary should refrain from sending the gift because it is not educational in nature, is considerable in value, and gifts to government employees/ representatives are not permitted without prior approval of the Biogen Public Policy & Government Affairs department and Legal. In addition, if Dr. Smith is a healthcare professional, this gift – which is not educational – would not be permissible in some jurisdictions.

### QUESTION

Joe works in Biogen's IT group. A number of projects he is involved with require him to work regularly with Sally, a contractor from IBM. Sally and Joe have become good friends and Joe would like to give her box seat tickets to a baseball game as appreciation for her on-going efforts. What should Joe do?

### ANSWER

Joe should refrain from giving the tickets to Sally because they are not considered nominal in value.



“We ask questions  
and report possible  
violations.”

3.

# Resources for taking action

## Asking questions and reporting possible violations

Asking questions and reporting possible violations are crucial responsibilities for all of us at Biogen and have a direct impact on protecting our Company and ensuring we all act responsibly.

The tools and resources below are here to help if you are unsure how to act in a particular situation, have a concern or need to report possible misconduct.

### Where to go for help

If you see or suspect any illegal or unethical behavior, or you have a question about what to do in a certain situation, you have a responsibility to speak up. Remember, an issue cannot be addressed unless it is brought to someone's attention.

You can ask questions and report possible ethical or legal violations by using the Helpline described below. But most importantly, you are encouraged to speak with the person with whom you feel most comfortable – that may be:

- Your supervisor or manager
- Another supervisor or any member of management
- Corporate Compliance
- Human Resources
- Legal
- Finance



# Helpline

When reporting your concern to your supervisor or another person is uncomfortable, please do not hesitate to call the [Helpline](#). Language translations are available. Your report or question will be handled by an independent third party that we have contracted for this purpose. When you call, the interviewer will work with you to document the situation in detail. The information will then be relayed by the third party to the Company who will look into the situation and investigate your concern. Your call will not be recorded.

You may also [submit a report online](#).

The interviewer will provide you with information on how you can access status updates or answers to additional questions. All calls and reports submitted are handled promptly and discreetly.

You may make your call or online report anonymously, if permitted by local law. If you call or submit online from a country where anonymous reports are permitted, you will be given a reference code. This code can be used to follow up on the progress of the investigation without compromising your anonymity.

If you do not report anonymously, confidentiality will be maintained to the fullest extent feasible.

In any event, seek guidance if you are unsure what to do. Don't hesitate to ask questions and get the advice you need.

**Important Notice to Employees:** Consistent with the US Defend Trade Secrets Act, employees shall not be held criminally or civilly liable under any federal or state trade secrets law for the disclosure of a trade secret that: (a) is made in confidence to a federal, state or local government official, either directly or indirectly; (b) is made to the Employee's attorney in relation to a lawsuit for retaliation against Employee for reporting a suspected violation of law; or (c) is made in a compliant or other document filed in a lawsuit or other proceeding, if such filing is made under seal.

## QUESTION

Our supervisor typically does nothing when concerns about potential misconduct are brought to her attention. Now I have a problem. A co-worker is doing something that I believe to be ethically wrong. What should I do?

## ANSWER

Take action and speak up. You are required to report misconduct. While starting with your supervisor is often the best way to efficiently address concerns, if you do not believe that's appropriate or do not feel comfortable doing so, talk to another member of management or use the Helpline, or any of the resources listed in the Code.

## QUESTION

What if someone misuses the Helpline, makes an anonymous call, and falsely accuses someone of wrongdoing?

## ANSWER

Experience has shown that the Helpline is rarely used for malicious purposes. However, it is important to know that Biogen has a robust process for responding to Helpline reports. Biogen does not make decisions affecting an employee's status solely on the basis of a Helpline report.

## We will not tolerate retaliation

Regardless of the type of misconduct reported, we will not tolerate retaliation against anyone who makes a good faith report of an alleged violation of laws, regulations, the Code or policies. We take claims of retaliation seriously. All such claims will be thoroughly investigated and resolved. If you believe you have been retaliated against because you reported misconduct, you should notify the Corporate Compliance department or the Helpline. Anyone found to have retaliated will be disciplined up to and including termination.

### QUESTION

I suspect there may be some unethical behavior going on in my business unit involving my supervisor. I know I should report my suspicions, and I'm thinking about using the Helpline, but I'm concerned about retaliation.

### ANSWER

You are required to report misconduct and using the Helpline is a good option for you. We will investigate your suspicions and will follow up with you as needed to get additional information. We will protect the information you provide to us. After you make the report, if you believe you are experiencing any retaliation, you should report it.

## Ethical decision-making: a headline test

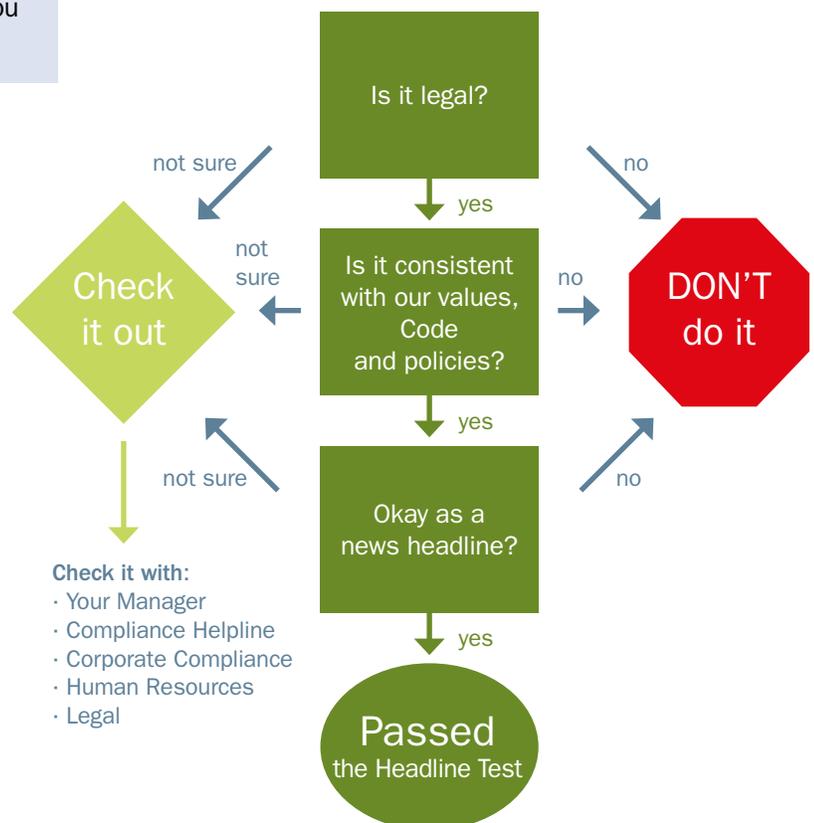
Making the right decision is not always easy. There will be times when you will be under pressure or unsure of what to do. Always remember when you have a tough choice to make, you are not alone. Your colleagues and management are available to help, and you have other resources to turn to including the Code, our policies, your supervisor, and the resources cited throughout this Code.

When faced with a tough decision it may help to ask these questions:

- Is my action ethical, legal and consistent with Our Credo, Core Values and Core Behaviors?
- Is it consistent with the Code and policies?
- Is it based on a thorough understanding of the possible consequences?
- Will I be able to look myself in the mirror and be proud of the decision?
- Would I still be comfortable with the decision if it appeared in the newspaper?

You might also use the following Headline Test diagram to think through the soundness and impact of your business decisions and actions on behalf of the Company.

### THE HEADLINE TEST



## Our resources

Before acting on behalf of the Company, ask yourself: How it would look if my action were to be a headline on the front page of the newspaper, captured on the internet or on a leading pharma blog?

### QUESTION

My Department sets various goals that we are asked to achieve. Sometimes I feel pressured to violate the Code to achieve these goals. Is this acceptable?

### ANSWER

No. While successful businesses set high goals and employees strive to achieve them, you should never violate the Code or our policies to achieve goals.

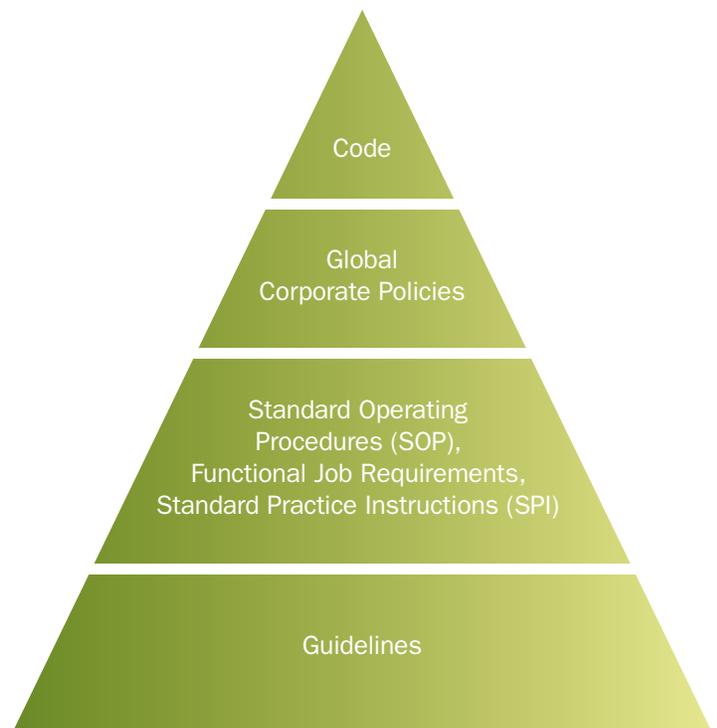
No guidelines, no matter how detailed, can possibly anticipate all of the challenges we may face on the job. That is why there are specific policies we can use when we have questions about business conduct. Biogen Code of Business Conduct serves as our baseline standard and as a guide to our other Written Standards, such as policies, procedures, and functional guidance. The Code is not intended to be an exhaustive description of all of our standards. Additional information on a number of topics may be found by referring to Global polices and related global, regional, and local resources.

In addition, be sure to consult your country specific policies and procedures related to each of the sections referenced in the Code. If your questions are not fully addressed by these policies, your next step should be to discuss your questions with your manager or another resource.

### OTHER BIOGEN RESOURCES

- Corporate Compliance Department, including your Compliance Officer
- Human Resources Department
- Legal Department

You can use any of these resources when you need clarification of policies, or assistance in dealing with “gray areas” or when you are concerned about possible violations of our Code, policies, applicable laws or regulations.





**Biogen**

# Global policies

While the information in this Code and the policies below apply globally, there may be additional local policies and procedures that complement global policies and have been implemented consistent with the Global Written Standards Management Policy. For more information on local policies or procedures, check with your manager, local Compliance, Legal, or Human Resources partners.

## PRODUCT QUALITY AND SAFETY

- Global Quality Policy
- Global Clinical Trial Transparency Policy
- Global Adverse Event Reporting Policy

## INTERACTIONS WITH HEALTHCARE PROFESSIONALS

- Global Antibribery and Anticorruption
- External Stakeholders Engagement Guidance

## MARKETING PRACTICES

- Global Antibribery and Anticorruption Policy
- Global Materials Review Policy
- Global Competition Law Policy

## ENVIRONMENTAL STEWARDSHIP

- Global Environmental, Health, and Safety Policy
- Global Sustainability Policy

## PERSONAL AND CONFIDENTIAL INFORMATION

- Global Data Privacy Policy
- Global Information Security Policy
- Global Data Risk Classification Policy

## BUSINESS PARTNERSHIPS

- Global Antibribery and Anticorruption Policy
- Global Contract Review Policy
- Global Grants, Donations, and Sponsorships Policy
- Global Travel and Expense Policy
- Global Approval Policy
- Global Purchasing Policy
- Global Third-Party Intermediary Due Diligence SOP

## DISCLOSURES AND BUSINESS RECORDS

- Global Records and Information Management Policy
- Global Data Risk Classification Policy
- Global Email and Electronic Communication Systems Retention Policy

**For all policies refer to [Synapse](#)**

## INFORMATION AND ASSETS

- Global Information Security Policy
- Global Data Risk Classification Policy
- Global Records and Information Management Policy
- Global Password Policy

## INSIDER TRADING

- Global Insider Trading Policy

## COMPANY ASSETS

- Global Conflicts of Interest and Outside Activities Policy
- Global Contract Review Policy
- Global Information Security Policy
- Global Mobile Telecommunications Policy (U.S. and International)
- Global Approval Policy
- Global Travel and Expense Policy
- Global Email and Electronic Communication Systems Retention Policy

## PUBLIC COMMUNICATIONS

- Global Political Contributions Policy

## CONFLICTS OF INTEREST

- Global Conflicts of Interest and Outside Activities Policy

## AVOIDING BRIBERY AND CORRUPTION

- Global Antibribery and Anticorruption Policy
- Global Contract Review Policy
- Global Travel and Expense Policy
- Global Approval Policy

## FAIR BUSINESS PRACTICES

- Global Competition Law Policy

## POLITICAL INVOLVEMENT

- Global Political Contributions Policy

## INTERNATIONAL TRADE

- Global trade compliance policy

