



MedImmune

Comprehensive Compliance Program

As an innovation-focused biotechnology company, MedImmune is committed to doing business with the highest integrity, which means complying with all applicable laws and regulations and adhering to the highest ethical standards. MedImmune adopted and maintains an effective and comprehensive compliance program in accordance with the “Compliance Program Guidance for Pharmaceutical Manufacturers,” published by the Office of the Inspector General, U.S. Department of Health and Human Services (“OIG Guidance”) and California Health and Safety Code §§ 119400 and 119402.

MedImmune’s compliance program is an effort to prevent and detect violations of laws, regulations, and company policy. MedImmune expects that its employees comply with its code of conduct, and the policies that have been established in support of that code. In the event that MedImmune becomes aware of violations of law, regulations, or company policies, it is committed to investigating the matter, and where appropriate, taking disciplinary action and implementing corrective measures to prevent future violations.

The fundamental elements of MedImmune’s compliance program are described below. It is important to note that our compliance program is constantly evolving to meet the ever changing needs and demands of the industry and of MedImmune. MedImmune continuously reviews and enhances its program, ensuring our commitment to compliance.

Leadership and Structure

Chief Compliance Officer: MedImmune has appointed an executive vice president and chief compliance officer to have full responsibility and oversight of all compliance activities. The chief compliance officer leads change within the organization as necessary and exercises independent judgment. The chief compliance officer is also charged with the responsibility for developing, operating, and monitoring the compliance program.

The chief compliance officer reports directly to the MedImmune chief executive officer and the Board of Directors.

Compliance Committee: The Business Integrity & Assurance Team (BIAT) will lead with ethics and integrity and work to ensure we retain our license to operate and support key

business areas, weaving compliance and ethics into the fabric of the organization. BIAT works to scan the horizon and keep a step ahead of the changing business environment.

Written Standards

All MedImmune employees observe high standards of integrity and honesty, and act with care, diligence, and fairness in all of our business activities. Astra Zeneca's Code of Conduct is our guide to understanding how our high-level values are to be translated into consistent actions globally. It establishes MedImmune's expectations that management and employees of the company will act in accordance with laws, regulations, and applicable company policies. The Code of Conduct sets forth MedImmune's basic principles, values, and the framework for action within the company. For more information, refer to the [Code of Conduct](#).

MedImmune complies with all applicable laws, regulations and industry standards, including the 2009 PhRMA Code on Interactions with Healthcare Professionals ("PhRMA Code") MedImmune has also developed and adopted policies and procedures designed to address both the specific risk areas identified by the OIG guidance and the PhRMA Code.

Education and Training

A critical element to MedImmune's compliance program is the continuous training and education of its employees on their legal and ethical obligations under applicable laws, regulations, and policies. The company takes all necessary steps to effectively communicate its standards, policies, and procedures to all affected personnel. Additionally, MedImmune regularly reviews and updates its training programs, as well as identifies additional areas of training as needed based on new developments.

MedImmune trains all its employees on the Code of Conduct, including its content and application to daily activities within the first month of hire.

MedImmune also provides targeted training in key areas to those employees whose job functions are affected by risk areas, such as employees in marketing, sales, medical affairs, and so forth.

Raising Compliance Concerns

MedImmune encourages open communication between management and employees regarding potential instances of non-compliance. Employees are highly encouraged to ask questions and report any known, suspected, or observed violation of the laws, regulations, code of conduct, or any supporting policies of which they become aware.

MedImmune expects its supervisors to maintain an open-door environment. The company does not tolerate retaliation by any employee against another employee for good faith reports of potential violations of law, regulations, or company policies. Employees may report potential violations through their chains of command, to HR, to the compliance department, or to the chief compliance officer.

In addition, should an employee wish to remain anonymous, MedImmune has established the AlertLine, which is available to employees 24 hours a day, 7 days a week, through which potential violations may be reported.

Auditing and Monitoring

MedImmune's compliance program includes ongoing efforts to monitor, assess, audit, and evaluate compliance with the company's compliance policies and procedures. The nature of our reviews as well as the extent and frequency of our compliance monitoring and auditing varies according to a variety of factors, including new regulatory requirements, changes in business practices and other considerations.

MedImmune's internal audit group also conducts both cause and risk-based audits on the sales and marketing functions.

Responding to Potential Violations

MedImmune's compliance program includes clear disciplinary policies that set out the consequences of violating the law, regulations, or company policies. Each situation is considered on an individual basis, and MedImmune consistently undertakes appropriate disciplinary action to address inappropriate conduct and to deter future violations.

The Code of Conduct states: "Any failure to comply with this code or its supporting policies will be fully investigated and appropriate action taken. This may include re-training, discipline, or other corrective action, up to and including termination or employment, depending on the circumstances."

Corrective Action Procedures

MedImmune's compliance program increases the likelihood of preventing or at least identifying unlawful and unethical behavior. However, we recognize that even an effective compliance program may not prevent all violations.

Corrective measures take into account the findings of reviews of non-compliance, and may include appropriate and consistent disciplinary action regardless of the individual's position within the organization (up to and including termination), assessing whether enhancements should be made to our policies, practices, training, or internal controls, and taking action to prevent future non-compliance.

MedImmune's compliance program is part of its commitment to honest and ethical business dealings and corporate responsibility. The policies, procedures, and programmatic elements outlined above represent a program responsive to compliance concerns and consistent with company values.