

Code of Ethics

Chapter 1 General Provisions

Article 1 (Title)

These Rules shall be referred to as the *Code of Ethical Conduct* (hereinafter referred to as the "Code") of Celltrion Pharm, Inc. (hereinafter referred to as the "Company").

Article 2 (Purpose)

The purpose of this Code is to prescribe the standards of conduct that executives and employees shall observe in order to prevent corruption and to foster a fair and transparent working environment within the Company.

Article 3 (Definitions)

The definitions of terms used in this Code shall be as follows:

1. The term "Employee" means an employee hired in accordance with the Rules of Employment.
2. The term "Executive" means a director (including a person falling under any of the subparagraphs of Article 401-2(1) of the Commercial Act) or an auditor.
3. The term "Job-Related Party" means any person (individual or entity), other than executives and employees, who is related to an employee's assigned duties and falls under any of the following categories:
 - A. A person who has filed or is clearly expected to file a complaint related to the Company
 - B. person subject to audit, supervision, or inspection
 - C. A person who has requested or is clearly expected to request compensation from the Company
 - D. A person who has entered into or is clearly expected to enter into a contract with the Company
 - E. A person who has requested a specific action from the Company or has a financial interest arising from the exercise or non-exercise of an employee's authority
 - F. A person who directly receives benefits or disadvantages from decisions or execution of policies or projects
 - G. Any other person determined by the Company to be related to duties for the purpose of corruption prevention
4. The term "Job-Related Executive or Employee" means another executive or employee who directly

receives benefits or disadvantages in relation to the performance of duties of an executive or employee and falls under any of the following:

- A. A subordinate who receives work-related instructions in connection with the employee's duties
- B. An executive or employee other than the employee responsible for duties related to personnel, budget, audit, rewards and penalties, or evaluation
- C. In cases of delegation or entrustment of duties, the employee delegating or entrusting the duties and the employee entrusted with such duties
- D. Any other employee determined by the Company

5. The term "Money or Other Benefits" means any of the following:

- A. Any property-related benefits, including cash, securities, real estate, goods, accommodation vouchers, membership cards, admission tickets, discount coupons, invitation tickets, viewing tickets, usage rights to real estate, and other similar benefits
- B. Entertainment or hospitality such as meals, alcoholic beverages, or golf, and provision of conveniences such as transportation or accommodation
- C. Other tangible or intangible economic benefits, including debt forgiveness, employment opportunities, or granting of special interests

6. The term "Public Officials, etc." means public officials or persons engaged in public duties as defined under the Act on the Prohibition of Improper Solicitation and Receipt of Money or Valuables.

7. The term "Inside Information" means any undisclosed information related to the Company's management or financial condition that may affect an investor's investment decisions.

8. The term "Business Partner" means a registered external company that supplies construction works or goods ordered by the Company.

9. Definitions of terms not otherwise specified in this Article shall follow the definitions provided in relevant laws and regulations.

Article 4 (Scope of Application)

This Code shall apply to all executives and employees of the Company, including dispatched workers under employment contracts.

Article 5 (Duty of Compliance and Responsibility)

All executives and employees shall familiarize themselves with and comply with this Code and shall bear responsibility for any violations thereof.

Chapter 2 Fair Performance of Duties

Article 6 (Instructions Undermining Fair Performance of Duties)

- ① Executives and employees shall not give instructions to subordinates that significantly impair fair performance of duties in violation of laws or regulations for the benefit of themselves or others.
- ② An employee who receives an instruction from a superior that violates fair performance of duties shall not comply with such instruction and may report the matter to the Company and receive separate instructions from the Company.
- ③ No executive or employee shall suffer any discrimination or disadvantage for refusing to comply with such instructions in accordance with Paragraph 2.

Article 7 (Avoidance of Conflict-of-Interest Duties)

① Where an executive or employee performs duties involving a financial interest with himself or herself, his or her lineal ascendants or descendants, spouse, or the spouse's lineal ascendants or descendants, or where a job-related party falls under any of the following categories, the executive or employee shall report the matter to the head of the relevant team and follow the procedures regarding avoidance of such duties. However, this shall not apply to duties determined by the CEO as not affecting fair performance.

1. A relative within the fourth degree of kinship as defined under Article 767 of the Civil Act
2. A representative of an organization in which the employee was employed within the past two years
3. A person with whom financial transactions exceeding KRW 3 million have occurred
4. A profit-seeking organization in which the spouse, lineal ascendants or descendants, siblings of the employee, or the spouse's lineal ascendants or siblings serve as executives
5. A former executive or employee of the Company who worked in the same department within five years prior to retirement
6. A person with whom a continuous close relationship exists (such as academic ties, regional ties, religious ties, recruitment cohort, or prior workplace relationships) that may impede fair performance of duties
7. A person who has directly received benefits from the employee's duties within the past two years, such as licensing, contract execution, or policy or project decisions, and with whom a close relationship has been formed
8. Any other person determined by the CEO to have a relationship that may hinder fair performance

② Where it is unclear whether a matter falls under Paragraph 1, the executive or employee shall consult with the head of the relevant team

Article 8 (Exclusion of Preferential Treatment)

Executives and employees shall not grant preferential treatment or discriminate against any person based on personal ties such as regional, familial, academic, or religious affiliations in the performance of their duties.

Article 9 (Prohibition of Improper Use of Budget)

Executives and employees shall not use budgets allocated for business activities for purposes other than those intended, thereby causing financial loss to the Company.

Article 10 (Transparent Accounting Management)

Executives and employees shall accurately and transparently record and manage accounting matters based on facts, in accordance with relevant laws and generally accepted accounting principles.

Article 11 (Prohibition of Improper Solicitation in Personnel Matters)

- ① Executives and employees shall not cause others to make improper solicitations to personnel officers in order to exert undue influence over promotions, transfers, or appointments.
- ② Executives and employees shall not unfairly intervene in personnel matters of other executives or employees, such as promotions, transfers, or appointments, by abusing their positions.