

1. Scope

Applicable to all Amgen staff members, consultants, contract workers, and temporary staff worldwide (“Covered Persons”). Consultants, contract workers, and temporary staff are not Amgen employees, and nothing in this Policy should be construed to the contrary.

2. Policy

The U.S. Foreign Corrupt Practices Act (the “FCPA”) is a U.S. federal statute that is both criminal and civil, and that, among other things, makes it illegal to make payments to government officials of any country outside of the U.S. (“Foreign Government Officials”) for the purpose of obtaining or retaining business. It also requires U.S. companies and their affiliates to keep accurate books and records and to maintain internal accounting controls to ensure that transactions are executed in accordance with management’s instructions and properly recorded on the company’s books. In addition, many other countries (including virtually all European countries and most other countries in which Amgen has operations) have enacted legislation similar to the FCPA. In some cases, the requirements of these local laws go even further than the requirements of the FCPA, and Covered Persons are required to comply with local requirements. For guidance on specific local laws, Covered Persons must consult the Law Department.

It is Amgen’s Policy to comply with the FCPA and the laws of other countries that prohibit bribery of government officials beyond their borders.

Covered Persons must:

- Maintain a basic familiarity with the principles and purposes of the FCPA and similar local laws as they apply to Amgen businesses (consult the Law Department for guidance on local laws);
- Abstain from any activities that might violate or give any appearance of intention to violate such laws; and
- Seek guidance from the Law Department in any circumstances where doubt exists as to the appropriateness of proposed conduct.

This Policy will assist Covered Persons in distinguishing between permissible business conduct and illegal behavior.

Payments to Foreign Government Officials

The term “Foreign Government Official” means any person acting in an official capacity on behalf of a government, agency, department or instrumentality of a country outside of the U.S., including, in some countries, government-owned businesses such as hospitals. It also includes any political party or candidate for political office, and their representatives. The FCPA prohibits Amgen and its shareholders, directors, agents, officers or employees from, *directly or indirectly*, offering, promising to pay or authorizing the payment of money or anything of value to a Foreign Government Official for the purposes of:

- Influencing any act or decision of the Foreign Government Official;
- Inducing a Foreign Government Official to act or fail to act in violation of his or her lawful duty;
- Securing any improper advantage; or

- Inducing a Foreign Government Official to use his or her influence with a foreign government or instrumentality in order to retain or obtain business.

The FCPA also prohibits offering or paying anything of value to an intermediary (e.g., a distributor or outside consultant) while knowing that the intermediary will channel some or all of the payment to a Foreign Government Official for any of the purposes outlined above.

Please note that merely making or authorizing an *offer* to make payments or give something of value is prohibited. The offer does not need to be accepted, and no payment needs to be made in order for liability to exist under the FCPA. Note also that a payment made to obtain special regulatory or other government treatment can also be construed as a payment to obtain or retain business.

“Facilitating” or “Expediting” Payments

Occasionally, Covered Persons may be asked by low-level bureaucrats or other Foreign Government Officials for a payment to persuade them to perform their administrative, non-discretionary functions (e.g., processing of routine paperwork or applications or clearance of goods through customs). These are often referred to as “facilitating” or “expediting” payments. The FCPA has a very narrow legal exemption related to facilitating or expediting payments to secure routine governmental action, but the laws of many other countries do not permit such payments.

Under Amgen Policy, Covered Persons **are prohibited** from making facilitating or expediting payments. If there is a threat that Amgen’s business is being paralyzed by a Foreign Government Official, Covered Persons are required, **in advance of taking any action**, to contact local Amgen management and the Law Department immediately to discuss the situation and permissible options.

Expenditures for Product Promotion and Related Activities

The FCPA permits expenditures, such as those required for travel, meals or lodging, for purposes of promoting, demonstrating or explaining products or services or executing or carrying out a contract, provided that the expenditures are reasonable and *bona fide* and are not made for purpose of corrupting a Foreign Government Official’s decision on awarding or continuing business. All such expenditures should be reasonable in amount and consistent with Amgen’s policies on expenditures of this kind in other contexts. In no event should they be made if it is believed that making them in any given instance will improperly influence a Foreign Government Official.

Accounting Records and Internal Controls Procedures

The FCPA requires that Amgen and its affiliates maintain books and records that, in reasonable detail, accurately and fairly reflect corporate transactions. It also requires that Amgen establish a system of internal accounting controls to provide reasonable assurances that transactions are executed in accordance with management’s authorization and are properly recorded.

In order to ensure compliance with the FCPA’s books and records and internal controls requirements, Amgen’s internal audit group will review the adequacy of the design and operating effectiveness (including transaction testing) of the system of internal controls established to ensure that all payments to government agencies or Foreign Government Officials are accurate, and have been properly authorized, reported and recorded. A sample of such payments will also be reviewed to assure compliance with the anti-bribery provisions of the FCPA. Any exceptions or possible violations of this Policy must be reported

to local Amgen management (including the local compliance officer or representative), the Chief Compliance Officer, and the Law Department.

Sanctions for Violations of the FCPA

The sanctions for violating the FCPA are severe. They may be applied not only to Amgen, but also to Amgen's directors, its shareholders and employees. These sanctions may entail, in the case of a company, criminal fines up to \$2,000,000 or two times the gain from the violation if the action is non-willful and up to \$25,000,000 or two times the gain if the action is willful. Additional civil penalties up to \$10,000 per violation may also be imposed on corporations. In the case of an individual, criminal fines up to \$100,000, or two times the gain from the violation plus imprisonment of up to five years if non-willful and fines up to \$5,000,000 or two times the gain if the action is willful. Individuals can also be assessed civil penalties of up to \$10,000 per violation. The U.S. Securities and Exchange Commission may also seek to impose an injunction on those who violate the FCPA.

Regardless of whether sanctions are imposed, a violation of the FCPA could seriously damage Amgen's reputation and image, which are among our most important assets.

Any exceptions or possible violations of this Policy must be reported to local management, the Chief Compliance Officer and the Law Department.

To Ensure Compliance with the FCPA and Similar Legislation, Covered Persons Should:

- **Consult with** your supervisor or the Law Department if you have the *slightest* doubt about the propriety of a payment or the giving of a gift or gratuity. Ask questions if the circumstances are at all unusual or unfamiliar.
- **Be sure** that all Covered Persons who have the opportunity to deal with Foreign Government Officials, or have the authority to make payments to third parties are aware of this Policy, understand it, have received *training* in it and agree to follow it.
- **Watch for "red flags"**, *i.e.*, situations which don't "smell right," such as a payment or commission that is larger than is standard for the deal and when you are less than confident that no illegal payments will be made.
- **Make sure** that all agreements are in writing. If you are suspicious of the activities of the other party, consult your supervisor or the Law Department.
- **Conduct** Amgen business in compliance with the laws of all countries in which the company does business.
- **Comply with** generally accepted accounting principles and established internal accounting controls and procedures at all times.
- **Ensure** that all Amgen records reasonably, accurately and fairly reflect the transactions of Amgen and the disposition of its assets.
- **Investigate** the business reputation of any agent, consultant or distributor in high-risk countries or anywhere that you may have a concern to ensure the objectives of the engagement can be achieved without violating the FCPA. Consult with the Law Department if you are unsure whether such an investigation is appropriate, for guidance on factors to consider in an investigation, and for advice on records of investigation results that you may need to retain.

To Ensure Compliance with the FCPA and Similar Legislation, Covered Persons *Must Not*:

- Establish any undisclosed, secret or unrecorded funds or assets of Amgen.
- Make any false, inflated or artificial entries in the books and records of an Amgen company for any reason whatsoever.
- Use Amgen funds or assets for any unlawful, improper or unethical purpose.
- Falsify any accounting records or documents relating to any transaction in any way that may obscure or disguise the true nature of the transaction or activity.
- Lie to auditors. Do not make or approve payment on behalf of Amgen without adequate supporting documentation or with the intention or understanding that any part of such payment is to be used for any purpose other than that described by the documents supporting the payment.
- Become involved in any arrangement or activity that results in any of the previously stated prohibited acts or may lead to a violation of the FCPA.

This Policy is not intended to make Covered Persons experts on the requirements of the FCPA. Rather, it is designed to help Covered Persons recognize situations and payments that might raise legal issues under the FCPA. It is important that each Covered Person with responsibilities that might give rise to potential FCPA liabilities follow the guidelines contained in this Policy and work closely with the Law Department to avoid even the appearance of a violation.

If you have any questions or comments concerning this Policy or if you are aware of a situation that you believe may be unlawful or unethical, you should immediately contact the Chief Compliance Officer and the Law Department.

3. Additional Information

Covered Persons Responsibility for Compliance

Every Covered Person worldwide is required to follow (1) the Amgen Code of Conduct, (2) all applicable laws and regulations, and (3) Amgen governance documents applicable to him or her, including without limitation, those relating to this Policy. Covered Persons should exert due diligence in preventing violations of such laws, regulations, and governance documents. Covered Persons must refer to the governance documents in effect for the geographic area in which they work, or for which they are responsible, or request guidance from their manager or compliance representative with responsibility for that geographic area. See Section 4, below, for a non-exhaustive list of governance documents related to this Policy. The term “governance documents” in this Policy means Amgen’s written policies, standards, procedures, business practices, and manuals.

Amgen expects its managers to (1) be familiar with (or take appropriate steps to become familiar with) the laws, regulations, and Amgen governance documents applicable to the activities they manage or supervise, (2) ensure their direct reports have appropriate training on compliance issues to perform their job functions, and (3) supervise their direct reports with respect to compliance requirements and activities.

If Amgen determines that any Amgen staff member has violated this Policy, applicable laws or regulations, or any governance documents, appropriate disciplinary measures will be taken, to the extent permitted by local laws. The following is a non-exhaustive list of possible disciplinary measures to which Amgen staff

members may be subject (subject to local laws): oral or written warning; suspension; removal of job duties/responsibilities or demotion; reduction in compensation; and termination of employment.

Subject to local laws, Amgen reserves the right to take whatever disciplinary or other measure(s) it determines in its sole discretion to be appropriate in any particular situation, including disclosure of the wrongdoing to governmental authorities. Nothing in this Policy changes the at-will nature of employment at Amgen, its affiliates or subsidiaries, where applicable.