



Governance
information

Governance information continued

Code of conduct policy overview

Description of key contents

UCB's Code of Conduct reinforces our ethical principles and lays out accountability and expectations, as well as principles of ethical decision-making, speaking up and non-retaliation. In 2025, the Code was reviewed to sharpen the focus on this dimension while ensuring that our long-standing commitment to fairness, respect and equal opportunity remains clear, sustainable and aligned with evolving global expectations. The level of excellence expected on sourcing standards was also reinforced.

Scope of policy

This policy applies to all employees, agents and consultants representing UCB.

Accountable for implementation

Implementation of this policy is overseen by the Chief Ethics and Compliance Officer, who reports to the General Counsel and has direct access to senior leadership including the Executive Committee, CEO and Board of Directors.

Internationally recognized instruments

Aligned and explicitly mentions the UN Declaration of Human Rights and the Declaration of Helsinki.

Availability

The Code is available in 24 languages on [UCB website](#) and intranet, and was developed with input from a wide range of employees through the Employee Resource Groups (ERGs) to ensure a diverse group of employee voices were included. Employees are informed of this policy through an annual mandatory training.

Business conduct G1

Impacts, risks and opportunities

Ethical business practices

Sub-topic	IRO type	Time frame	Value chain	Description
Business conduct	R	●○○	◆	Tariffs and unharmonized implementation of the global minimum tax could lead to a drop in adjusted EBITDA (tariffs) and potential double taxation (net profitability), reducing UCB's cashflows and limiting funds available for investment in innovation.

Political influence and advocacy

Sub-topic	IRO type	Time frame	Value chain	Description
Political influence and advocacy	+ Potential	●●○	◆	Greater collaboration with third parties, such as local government bodies, payers and peers, to strengthen healthcare systems.

Ethical use of technology

Sub-topic	IRO type	Time frame	Value chain	Description
Data and technology	○	●○○	◆	Ethical use of technology and AI at UCB can lead to increased efficiencies and value creation (e.g., fewer patients required in clinical trials, fewer resources needed in production, faster prediction of the results of experiments and fewer animals in pre-clinical trial development).

+ Positive impact
 - Negative impact
 R Risk
 ○ Opportunity
 ●○○ Short term
 ●●○ Medium term
 ●●● Long term
 ↑ Upstream
 ◆ Own operations
 ↓ Downstream

Corporate culture G1-1

At UCB, culture is a core driver of value creation. It shapes how we collaborate, make decisions and deliver meaningful outcomes for patients, employees, shareholders and society.

Our cultural reference frame is more than ever anchored in the four principles of UCB's Patient Value Strategy (PVS): from noise to signal; from task to value; space with consistency; and helpfulness and generosity. These four principles articulate how we show up and work together, connecting our purpose to our operating model and long-term ambitions. The most senior leader accountable for shaping and evolving UCB's culture is the Chief Human Resource Officer (CHRO), a member of the Executive Committee. The CHRO ensures that cultural principles are embedded into strategic talent processes – including leadership attributes,

organizational development, recruitment and performance and growth management – reinforcing coherence across UCB's global operations.

UCB advanced its cultural evolution in 2025 to strengthen consistency in how we work across teams and geographies. Rather than introducing a new model, the PVS framework was revamped to reflect emerging organizational needs, including outcome-driven approaches, clearer accountabilities, consent-based decision-making, stronger external orientation and continuous learning.

To bring greater clarity and shared understanding of what these shifts require in practice, UCB introduced 12 behavioral "notions" under the four PVS principles. These notions translate the principles into concrete, observable behaviors that guide how employees listen, prioritize, collaborate,

navigate uncertainty and balance short- and long- term value creation. Making these expectations explicit reduces interpretation gaps and provides a common foundation for leadership, development and performance discussions.

Throughout 2025, the revamped PVS framework and its 12 notions were progressively embedded into key people processes, reinforcing the link between culture, organizational effectiveness and sustainable performance. UCB's performance and growth framework was strengthened by integrating the evolved PVS principles into the behavioral dimension of performance assessment and goal setting. This clarification supports more consistent, meaningful conversations between managers and employees, and enhances alignment between expected behaviors and desired outcomes.

Business conduct continued

Besides that, our culture is also reinforced by several established talent lifecycle processes:

- annual performance reviews and talent assessments;
- leadership development programs with structured feedback linked to PVS principles;
- reward and recognition systems aligned with cultural expectations;
- recruitment guidelines reflecting our values;
- tailored culture training and onboarding.

Corporate culture

	2024	2025
UCB's employee engagement score	76%	78%
High-performing benchmark of the top 10% global companies	82%	82%

Employee listening also evolved significantly in 2025 with a more intentional and integrated strategy. The Global Employee Survey reached a 62% participation rate and generated over 13 000 comments. Our engagement score rose to 78% (+2 points), with strong scores in pride (83%) and purpose (81%). These insights help track cultural evolution, guide priority actions and strengthen our understanding of how employees experience UCB's culture in their daily work.

Accounting policy

The employee engagement score is derived from the anonymous annual employee survey and is based on key drivers and benchmark data from a third-party provider named Glint. The engagement score measures purpose, retention, pride in working at UCB and likelihood to recommend UCB as a great place to work.

Ethical business practices **G1-1**

Policies

Key business conduct policies include our [Code of Conduct](#) and [Anti-Bribery Anti-Corruption Policy](#) (ABAC), under the oversight of UCB's Ethics & Business Integrity (E&BI) program.

These policies apply and are made available to all staff and third-party contractors as part of initial onboarding and annual required training and are referenced in UCB's contracts with third-parties where relevant. When new staff are onboarded, UCB conducts compliance training tailored to the individual's role, including expected business conduct relative to their role and responsibilities.

Ethics and compliance activities, including the implementation of these two policies, are overseen by the Chief Ethics and Compliance Officer, who reports to the General Counsel and has direct access to senior leadership including the Executive Committee, CEO and Board of Directors. In addition, the Chief Ethics and Compliance Officer makes annual presentations to the Executive Committee, the Board and the Audit Committee of the Board.

Speaking up and non-retaliation

If any UCB employee sees something they consider could be illegal, unethical or a behavior that contradicts the ethical principles found in the Code of Conduct, they are expected to bring this to the attention of a supervisor or manager. Employees may also contact the E&BI, Talent (HR) or Legal departments, or the 24/7 [UCB Integrity Line](#).

UCB has a strict non-retaliation policy. Employees are encouraged to report situations without fear of retaliation, and they are not penalized for reporting in good faith, even if it turns out that a violation did not occur. Retaliation is not tolerated in any form, and anyone involved in retaliating is subject to discipline, up to and including termination. The Chief Ethics and Compliance Officer also follows up with reporters to ensure that they are not experiencing retaliation after reporting and monitors for any negative employment actions that may be due to reporting the misconduct.

Managing incoming grievances

An established, impartial process is used to assess and investigate all incoming grievance reports in a timely manner, and regular updates are provided to the reporter, if they are known. This process is managed by a Global Head of Investigations who is part of the E&BI team, working under the direction of the Chief Ethics and Compliance Officer and involving Legal and Talent leaders. Investigation results are used to support root cause analysis and determine corrective actions and any disciplinary actions. Regular updates on the process are provided to the Board, the Executive Committee and the Audit Committee of the Board.

Actions

UCB's Ethics and Business Integrity (E&BI) Program aims to enable strategies that enhance financial, social and environmental performance through ethical practices and leadership. The program is built on the established elements of compliance programs defined by the U.S. Office of the Inspector General and adapted based on local country requirements.

Elements include leadership and governance; risk assessments and due diligence; standards, policies and procedures; training and communications; systems for employee reporting; case management and investigations; testing and monitoring; third-party compliance; and continuous improvement. Annual employee reviews include ethical business considerations as a performance metric in individual objective setting. Employees involved in compliance breaches are subject to disciplinary action in alignment with UCB's disciplinary standards. Additionally, third-parties are reviewed to assess risks related to ethics and business integrity and may be subject to audit and oversight from Ethics and Business Integrity or Internal Audit based on detected or emerging risks.

Business conduct continued



The E&BI Program collaborates with company leadership to integrate UCB's ethical principles into daily activities and decisions, emphasizing its importance in relation to our business activities through regular communication, guidelines and key events. In 2025, this included:

- The ongoing 'Leading Through Ethics' strategy to promote ethical leadership and culture, including leadership training focused on ethical decision-making, and a communication strategy that emphasizes ethics and the inclusion of ethics-related metrics in performance management.
- The annual Global Ethics Day, themed "Empowered by Integrity: Doing the Right Thing Together", included activities at all UCB sites and messages from leaders about their commitment to ethics in their business activities.
- UCB is implementing clear performance metrics company-wide that will include elements of ethics, compliance and business integrity, tying compliance and ethical behavior to employee performance and compensation.
- UCB's Ethical Decision-Making Tool is continuously enhanced to include additional topical guidance, case studies, and high-level questions in relevant areas, enabling employees to practice and apply skills in ethical decision-making to dilemmas they face in their work.

Ethical culture and compliance

Conducted internally and benchmarked with industry data provided by a third party, our annual anonymous Ethics and Business Integrity Perceptions Survey provides UCB with data on how colleagues see, understand, live and apply ethical principles and behaviors, together with a comparison to a peer benchmark. Using dashboards and metrics, leaders can provide ongoing coaching to their teams and demonstrate leadership commitment to the importance of ethics and compliance.

Our 2025 survey results saw an overall similar score to that obtained in 2024 which reflected an improvement in several key areas of focus during the preceding year, with an employee response rate equal to that of the previous year (54% in both 2024 and 2025). The perceptions of senior leadership ethics improved notably since 2024, rising to 95% of benchmark (up from 91% of benchmark in 2024). Results showed a slight decrease in employee perceptions of their direct managers as ethical leaders, down to 95% of benchmark in 2025 from 100% of benchmark in 2024. Perceptions of organizational justice increased as well, rising to 90% of benchmark in 2025 from 88% of benchmark the prior year. Organizational justice results showed an increase in employees' confidence that UCB enforces its Non-Retaliation Policy. Survey data also showed a continued reduction in the perception of pressure in the workplace. These results will be used to determine key focus areas for 2026.

Accounting policy

The annual anonymous survey Ethics and Business Integrity Perception Survey, conducted internally for the first time in 2025, is the input to calculate perceptions of leadership, pressure, and organizational justice scores. The percentages provided are the numbers of respondents agreeing to statements linked to UCB ethical business conduct, such as "I believe disciplinary actions are taken when individuals engage in unethical behavior or misconduct at UCB". The results are compared with Peer Benchmark Data, provided by an external company, Ethisphere, based on data from companies conducting their surveys with Ethisphere.

Business conduct continued

Grievance indicators

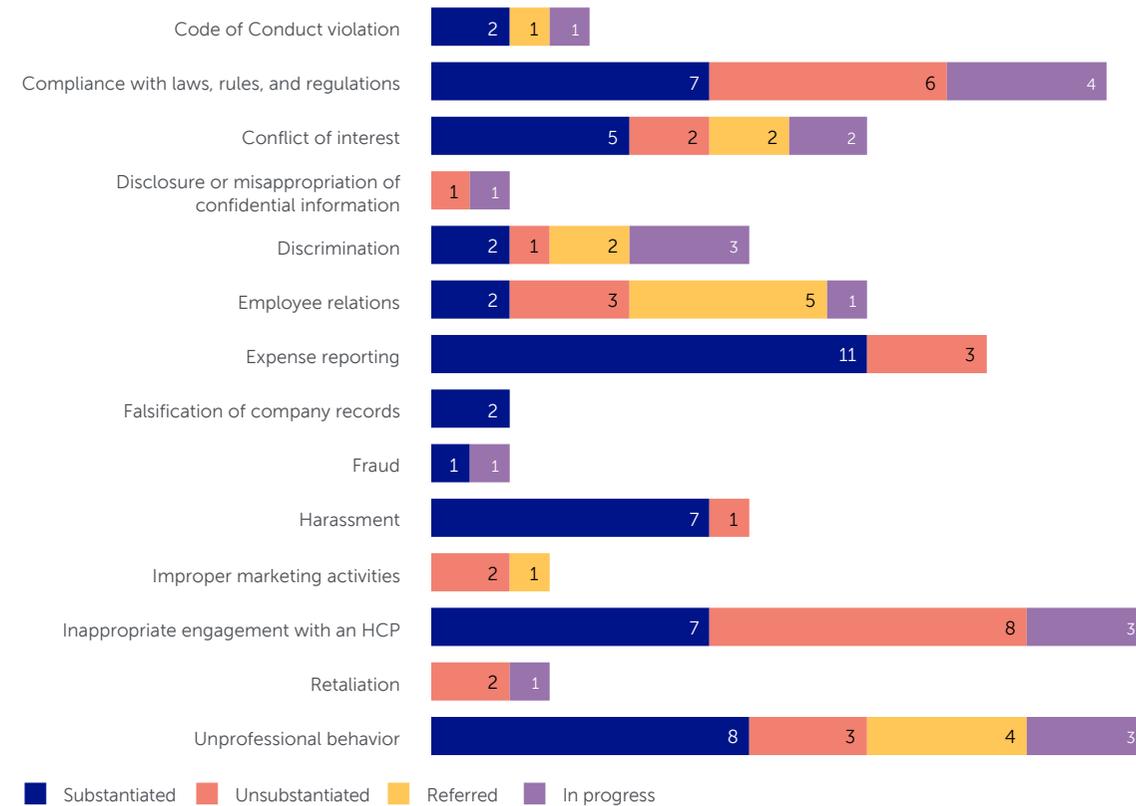
Metric	2024	2025
Number of cases reported per 100 employees	1.78	1.73
% of reports becoming investigations	67%	58%
Anonymous reports	34%	27%
Average case closure time	47 days	56 days
Substantiation rate	48%	53%
Investigations with disciplinary actions	48%	53%

The number of cases reported per 100 employees in 2025 stayed consistent with 2024 rates, with 8% cases coming through monitoring and auditing and 92% of cases coming through UCB grievance mechanisms. The 2025 Ethics and Business Integrity Perception Survey showed a significant reduction in employees reporting observed misconduct, declining from 6.8% in 2024 to 3% in 2025. In addition, the 2025 survey data showed that 88% of employees indicated that they would be willing to report misconduct because "It is the right thing to do". About half of employees (consistent with previous years and about 4% above external benchmark) confirmed that they had reported misconduct that they observed. Continued efforts are ongoing to increase speak-up comfort and awareness by employees. The increase in average case closure time compared to 2024 could be caused by increasing case complexity with several cases requiring expanded investigations and reviews.

Accounting policy

The grievance indicators take into account aggregated reports from all of UCB's reporting channels, including reports made to UCB's Integrity Line and from other channels, including to the Ethics and Business Integrity, Talent, and Legal departments, as well as managers.

Investigation outcome issue type 2025



Business conduct continued

Anti-bribery and anti-corruption G1-3

ABAC Policy

UCB's [Anti-Bribery Anti-Corruption \(ABAC\) Policy](#) is designed to ensure that UCB personnel, as well as third parties acting on UCB's behalf, understand and comply with applicable global anti-bribery and anti-corruption rules. It is accessible online and on our intranet.

This policy outlines UCB's key anti-bribery and anti-corruption principles and is supported by additional procedures and guidelines that describe how UCB detects, prevents and mitigates bribery and corruption risks in its business activities. The ABAC policy was established taking into consideration input from key stakeholders within UCB, including on topics related to Ethics and Business Integrity, Legal matters, Global Internal Audit, political contributions, intercontinental applicability and funding activities. It is compliant with standards set out by various pharmaceutical industry bodies, including (but not limited to) the International Federation of Pharmaceutical Manufacturers & Associations (IFPMA), European Federation of Pharmaceutical Industries and Associations (EFPIA), Pharmaceutical Research and Manufacturers of America (PhRMA) and OECD Anti-Bribery Convention.

Prevention and detection of corruption and bribery

UCB has identified engagement with healthcare stakeholders as the primary anti-bribery and anti-corruption (ABAC) risk area. The E&BI team conducts a risk assessment for every market where UCB operates to assess local risks related to several topics, including corruption. This is in accordance with an established rotational schedule, or on an issue basis where appropriate. These risks, when identified, are addressed through a mitigation plan developed with local leadership teams and reported to the global E&BI leadership team for follow-up. Investigators or investigating committees are separate from any chain of management involved in prevention and detection of corruption or bribery. The Global Internal Audit department periodically reviews UCB's global operations to identify and assess risks in accordance with an established rotational schedule, or on an issue basis where appropriate. As part of the approved 2025 Audit Plan, and in addition to financial assurance procedures, the department

has conducted 39 reviews of various affiliates, partners and global functions. The assessments of local sites, affiliates and partners are carried out on a risk-based cycle and include, among other areas, an evaluation of ABAC procedures and controls. They continuously monitor, enforce and follow up on any compliance-related findings.

Any incidents of bribery and corruption discovered through the monitoring program are referred to the Investigations function within the Ethics and Business Integrity team which operates independently from the country organizations, to ensure full independence of the process. In addition, all cases of bribery and corruption reported by employees or outside stakeholders through our Integrity Line or other reporting channels are promptly investigated. Corrective actions and any necessary disciplinary actions are implemented following the conclusion of the investigation.

Incidents of corruption or bribery G1-4

In 2025, no material incidents of corruption or bribery were confirmed. There were no material cases of bribery and corruption that resulted in fines or convictions for violations of anti-corruption and anti-bribery laws.

Accounting policy

The total number of substantiated investigations of corruption and/or bribery reported or occurred during the reporting period is calculated using data from the system used to track the cases reported through the UCB Integrity Line and other channels, while the total number of convictions and total amount of fines for violations of anti-corruption and anti-bribery laws to UCB in the reporting period is provided by the Global Litigation team.

A confirmed incident (of corruption and bribery) is a report that has been found to be substantiated. Substantiated reports of corruption do not include reports of corruption that are still under investigation at the end of the reporting period. A determination as substantiated by a court of law is not required. A substantiated report is proven to be true, valid, or supported by evidence.

Training completion rates

- 99% of employees were compliant with the Code of Conduct training.
- 98% of employees were compliant with the anti-bribery and anti-corruption (ABAC) training.

ABAC training	All employees
Training coverage	
Total employees required	10 117
Total employees compliant	9 904
Delivery method and duration	
Computer-based training	0.25 hours
Frequency	
How often training is required	Annually
Topics covered	
Definition of corruption	X
Policy	X
Procedures on suspicion/detection	X

The 2025 data reflect a continued high rate of completion of both Code of Conduct and ABAC trainings across UCB. Employees who do not complete the required training within the allotted timeframe receive individual follow-ups from the Ethics and Business Integrity team, and completion rates are tracked closely each month.

Accounting policy

- Code of Conduct completion rates are based on the calculation of the proportion of employees who have successfully completed the training for UCB's Code of Conduct or are within the required timeframe to complete the training in the reporting period (i.e., as at December 31, 2025).
- Completion of anti-bribery and anti-corruption (ABAC) training is calculated based on the proportion of employees who have successfully completed the ABAC training or are within the required timeframe to complete the training in the reporting period (i.e., as at December 31, 2025).
- These compliance rates are a sum of employees who have completed and employees who are still within the timeframe to complete and comply with the mandatory training.

Business conduct continued

Political influence and advocacy **G1-5**

Policies

UCB is dedicated to the continued evolution of healthcare ecosystems that recognize and reward innovation, encourage value-based care and promote equitable access to medicines. Given the different regulatory environments across regions, we adapt our approach to public policy while maintaining consistency in our global commitment to ethical engagement and alignment with our purpose. This topic is included in UCB's Code of Conduct and our commitment includes adhering to the reporting requirements for lobbying activity and limits on political campaign contributions in the countries in which we operate.

Where permissible in certain countries and when authorized by the country leadership and the Legal Department or local legal counsel, UCB engages in the political process. Supported candidates are selected based on views, voting records and issue positions that reflect the interests and values of UCB, its employees and the patients we serve now and in the future. The Use of Corporate Resources for Political Activity Policy, specific to the U.S., defines that no company employee may use, or consent to the use of, company funds to make a political contribution to, or an expenditure for the benefit of, any candidate or political committee, unless that employee has obtained prior approval from the Head of U.S. Corporate Affairs and Sustainability, or his or her designee.

In the EU, accountability for the implementation of political influence and advocacy is overseen by the Global Head of Sustainability, Corporate Affairs & Risk. In the U.S., UCB's efforts around this topic are overseen by the Head of U.S. Corporate Affairs and Sustainability and the Head of U.S. Public Policy & Government Relations.

Actions

UCB is listed on the following transparency registers:

- EU – Transparency Register (identification number: 294359117093-66)
- Germany – Lobby Register Deutscher Bundestag (identification number: R001559)
- Belgium – Lobby Register/Registre des Lobbies (identification number: N/A)
- U.S. – UCB Inc. or in-house employees are registered at federal state and local levels, based upon the registration and disclosure provisions of each impacted jurisdiction.

It is standard practice for companies in the U.S. to support candidates through Political Action Committees (PACs). UCB's U.S. affiliate has a PAC (U-PAC) to support candidates at the federal and state level, and all contributions are publicly available. All U-PAC and UCB corporate campaign contributions are reviewed in advance of making any such contribution both internally by the U-PAC Governing Board, which is made up of UCB executives and employees, and by outside political law counsel, Politicom Law LLP. We routinely review all candidate contributions and our criteria to ensure that candidates supported by U-PAC reflect the company's views on innovation, affordable access to quality healthcare and health equity. This is the measure we use to decide which candidates to support.

In 2025, UCB engaged in advocacy activities concerning the following topics:

Innovation

- Tax incentives to enable continued investment in innovation.
- Proposals to strengthen the intellectual property system.
- Tax policy changes that would have negatively impacted ex-U.S. companies with foreign direct investment into the U.S..
- Trade policy that would negatively impact biopharmaceutical innovation and future investments.
- Strengthening Europe's competitiveness in pharmaceutical research, development, and manufacturing.

Value-based care

- Creation of Rare Disease Advisory Boards to enable increased patient voice in public policy related to rare diseases.
- Advocating for the removal of barriers to equitable access to care.
- Advocating for examining the entire prescription drug supply chain to identify reforms that will improve access and affordability while allowing for continued innovation to bring improved treatments to people living with severe diseases.

Equitable access

- Removing barriers to manufacturers providing appropriate patient assistance to those who cannot afford their medicines.
- Mechanisms for patients to obtain medically necessary therapies and avoid unnecessary impediments to access.
- Improved access to therapies in U.S. Medicaid programs (for the underserved, including low socioeconomic communities).
- Expand coverage and access to different routes of administration and sites of care for different therapies.

Political contributions

	2024	2025
Indirect political contributions (EUR thousands)	100	118

Indirect political contributions are made by UCB only in the U.S., according to standard local practices. Around one quarter of the amount of political contributions reported for 2025 were made through the U-PAC, while around 60% was done through lobbying organizations in states where it is allowed. The remaining amount was related to corporate campaign contributions.

Business conduct continued

Ethical use of technology

UCB has strong technology governance in place, and our approach to AI is evolving in line with its evolution and related regulations, taking the broader societal implications, complex ethical issues and human rights impacts that arise into consideration.

Policies **MDR-P**

The [UCB Code of Conduct](#) covers matters related to AI, ensuring that ethical practices are upheld throughout our operations, while the Acceptable Use of IT Policy provides internal guidance for the ethical use of UCB IT systems.

UCB Code of Conduct

UCB's Code of Conduct helps our colleagues to make smart and ethical choices about AI technology, accompanied by ongoing training. The Code outlines UCB's expectations regarding technology, including artificial intelligence.

Specifically on AI, the Code of Conduct outlines our commitment to using it in a transparent way which respects human autonomy and aligns with our aim of improving the lives of people living with severe diseases. We carefully consider which tasks we delegate to AI, and put the necessary guardrails in place to ensure we are using it responsibly. Moreover, AI systems at UCB adhere to data protection standards, to ensure that personal data remains private, and descriptions of the way that they work (in understandable terms) are readily available.

Acceptable Use of IT Policy

The Acceptable Use of IT Policy, available in UCB's regulated document management system, ensures that all UCB digital systems, devices and data are used in a trustworthy, safe, secure and compliant manner. Ethical, compliant and legal use of technology protects employees, partners, patients and UCB from harm, prevents misuse, and supports responsible digital operations.

The policy applies to any individual using UCB IT systems, devices or data, including employees, contractors, consultants, temporary workers, third-party affiliates and others acting on UCB's behalf. It covers:

- PCs, mobile devices (phone and tablets), media, network, e-mail, internet usage, storage, servers, applications, cloud solutions and other networked and connected devices.
- All UCB Data in electronic format that is created, acquired, accessed, stored, processed or transmitted from or by UCB or its partners (on UCB's behalf), and for which UCB is accountable, responsible or otherwise has a legitimate business interest in.

The policy also emphasizes several key ethical responsibilities:

- Use only authorized systems and software, including GenAI solutions, when performing UCB business.
- Protect data by following UCB's privacy, classification and lifecycle rules, including restrictions on local storage, personal devices, controlled GxP documents, and use of personal email.
- Communicate transparently and responsibly, avoiding technologies such as ephemeral or self-destructing messaging that prevent required retention.
- Use technology for legitimate purposes and within legal and organizational boundaries, including limited and reasonable personal use when it does not create risk.
- Support a culture of accountability by following security guidance, reporting suspicious activity and respecting UCB's ability to monitor systems in line with laws and company policies.

Actions **MDR-A**

Actions taken in 2025 included:

- Continuation of the GenAI Hub (established in 2024), which is advising on the ethical considerations of emerging technologies, as well as guiding our use-cases on the ethical use of AI.
- As part of the UCB AI literacy program, a mandatory 'Responsible Use of AI' training for all employees was introduced in August 2025.

- The set up of a transversal legal, intellectual property and ethics team to provide AI use-case risk assessments.
- A self-assessment tool was developed to support UCB employees in reviewing their AI-related use-cases for alignment with the EU AI Act.
- A Global Responsible Use of AI Policy has been developed and is now progressing through the formal approval process. It is designed to align with existing UCB policies such as the Code of Conduct and the Acceptable Use of IT Policy.
- Standard clauses governing the use of AI were added to selected contractual statement of work templates, and a comprehensive set of provisions is being finalized for inclusion in the Master Services Agreement template in early 2026.
- We are currently working on updating the Acceptable Use of IT Policy to include additional elements on ethical use of technology, among other updates. The last update of the policy occurred in March 2025 and strengthened overall ethical themes concerning digital technology. As such, the latest update includes: clearer and broader ethical accountability, more explicit governance of AI and new technologies, stating only authorized tools may be used for UCB operations and business, strengthening of data ethics, balanced and ethical guidance on personal use and others.

European Sustainability Reporting Standards (ESRS) Index IRO-2

UCB has reported in accordance with the European Sustainability Reporting Standards (ESRS) for the period of January 1, 2025 – December 31, 2025, in alignment with the requirements of the Corporate Sustainability Reporting Directive (CSRD).

ESRS 2 – General disclosures

Disclosure requirement	Page
BP-1: Basis for preparation	48
BP-2: Specific circumstances	48, 120
GOV-1: Governance roles	36-42, 136, 141-143
GOV-2: Governance	137, 141
GOV-3: Incentives schemes	148-149, 151-152
GOV-4: Due diligence	120
GOV-5: Risk management	43-46, 48
SBM-1: Strategy, business model and value chain	8-11, 12-19, 49
SBM-2: Stakeholders	49-51
SBM-3: Strategy and business model	49-51
IRO-1: Processes for IROs	49-51
IRO-2: Disclosure requirements covered	119-120

ESRS E1 – Climate change

Disclosure requirement	Page
ESRS 2 GOV-3: Incentive schemes	151, 157
E1-1: Transition plan	55-56
ESRS 2 SBM-3: Strategy and business model	54
ESRS 2 IRO-1: Processes for IROs	49-51, 54-55
E1-2: Policies	53, 57
E1-3: Actions	57-58
E1-4: Targets	58
E1-5: Energy consumption and mix	59
E1-6: GHG emissions	60-62
E1-7: GHG removals	62
E1-8: Internal carbon pricing	62

ESRS E2 – Pollution

Disclosure requirement	Page
ESRS 2 IRO-1: Processes for IROs	49-51, 63
E2-1: Policies	53, 63-65
E2-2: Actions	64-65
E2-3: Targets	65
E2-4: Pollution of air, water and soil	66-67
E2-5: Substances of concern and substances of very high concern	67

ESRS E3 – Water and marine resources

Disclosure requirement	Page
ESRS 2 IRO-1: Processes for IROs	49-51, 68
E3-1: Policies	53, 68
E3-2: Actions	69
E3-3: Targets	69
E3-4: Water consumption	70

ESRS E5 – Resource use and circular economy

Disclosure requirement	Page
ESRS 2 IRO-1: Processes for IROs	49-51, 71
E5-1: Policies	53, 71
E5-2: Actions	71-72
E5-3: Targets	72
E5-5: Resource outflows	72-73

European Sustainability Reporting Standards (ESRS) Index continued

ESRS S1 – Own workforce

Disclosure requirement	Page
ESRS 2 SBM-2: Stakeholders	49-51
ESRS 2 SBM-3: Strategy and business model	83
S1-1: Policies	82, 84-85
S1-2: Engaging with own workers	86
S1-3: Remediate negative impacts	86-87
S1-4: Action	84-85
S1-5: Targets	87
S1-6: Workforce characteristics	88-89
S1-9: Diversity	89
S1-13: Training and development	90
S1-14: Health, safety and wellbeing	90
S1-16: Remuneration	91
S1-17: Incidents	91

ESRS S2 – Workers in the value chain

Disclosure requirement	Page
ESRS 2 SBM-2: Stakeholders	49-51
ESRS 2 SBM-3: Strategy and business model	92
ESRS 2 IRO-1: Processes for IROs	49-51, 92
S2-1: Policies	82, 93
S2-2: Engaging with value chain workers	93
S2-3: Remediate negative impacts	93
S2-4: Action	94
S2-5: Targets	94
MDR-M: Metrics	95

ESRS S4 – Consumers and end-users

Disclosure requirement	Page
ESRS 2 SBM-2: Stakeholders	49-51
ESRS 2 SBM-3: Strategy and business model	96-98
S4-1: Policies	82, 99-104
S4-2: Engaging with consumers and end-users	104
S4-3: Remediate negative impacts	105
S4-4: Action	99-104
S4-5: Targets	105
MDR-M: Metrics	106-109

ESRS G1 – Business conduct

Disclosure requirement	Page
ESRS 2 GOV-1: Governance roles	137
ESRS 2 IRO-1: Processes for IROs	49-51
G1-1: Corporate culture and business conduct	112-115
G1-3: ABAC prevention	116
G1-4: ABAC incidents	116
G1-5: Political influence and lobbying	117

Statement on due diligence **GOV-4**

Core elements of environmental and social due diligence	Page
a. Embedding due diligence in governance, strategy and business model	14, 49-51, 53, 82, 111, 141
b. Engaging with affected stakeholders in all key steps of the due diligence	49-51, 86, 93, 104
c. Identifying and assessing adverse impacts	49-51, 54-55, 63, 68, 71, 92
d. Taking actions to address those adverse impacts	57-58, 64-65, 69, 71-72, 84-85, 94, 99-104, 113-114
e. Tracking the effectiveness of these efforts and communicating	58-62, 65-67, 69-70, 72-73, 87-91, 94-95, 105-109, 113-114

Incorporation by reference **BP-2**

Disclosure requirement	Page
ESRS 2 GOV-1 (21 a-e)	136, 142-143
ESRS 2 GOV-1 (22 a-d)	36-42, 141
ESRS 2 GOV-1 (23 a, b)	141
ESRS 2 GOV-2 (26 a-c)	137, 141
ESRS 2 GOV-3 (29 a-e)	148-149, 151-152
ESRS 2 GOV-5 (36 c-d)	43-46
ESRS 2 SBM-1 (40 a)	8-11
ESRS 2 SBM-1 (40 e, g)	12-19
ESRS 2 SBM-1 (42 a, b)	12-13
ESRS E-1 GOV-3 (13)	151, 157
G1 GOV-1 (5 a, b)	137

List of datapoints that derive from other EU legislation

The table below outlines the datapoints derived from other EU legislation as listed in ESRS 2 Appendix B.

It indicates where these data points can be found in our report and identifies which data points are assessed as "Not material".

Disclosure requirement	Data point	SFDR reference	Pillar 3 reference	Benchmark regulation reference	EU climate law reference	Page/ relevance
ESRS 2 GOV-1	21 (d): Board's gender diversity	●		●		142
ESRS 2 GOV-1	21 (e): Percentage of board members who are independent			●		142
ESRS 2 GOV-4	30: Statement on due diligence	●				120
ESRS 2 SBM-1	40 (d) i: Involvement in activities related to fossil fuel activities	●	●	●		N/A
ESRS 2 SBM-1	40 (d) ii: Involvement in activities related to chemical production	●		●		N/A
ESRS 2 SBM-1	40 (d) iii: Involvement in activities related to controversial weapons	●		●		N/A
ESRS 2 SBM-1	40 (d) iv: Involvement in activities related to cultivation and production of tobacco			●		N/A
ESRS E1-1	14: Transition plan to reach climate neutrality by 2050				●	56
ESRS E1-1	16 (g): Undertakings excluded from Paris-aligned benchmarks		●	●		55
ESRS E1-4	34: GHG emission reduction targets	●	●	●		58
ESRS E1-5	38: Energy consumption from fossil sources disaggregated by sources	●				59
ESRS E1-5	37: Energy consumption and mix	●				59
ESRS E1-5	40-43: Energy intensity associated with activities in high climate-impact sectors	●				59
ESRS E1-6	44: Gross Scope 1, 2, 3 and Total GHG emissions	●	●	●		60
ESRS E1-6	53-55: Gross GHG emissions intensity	●	●	●		60
ESRS E1-7	56: GHG removals and carbon credits				●	62
ESRS E1-9	66: Exposure of the benchmark portfolio to climate- related physical risks			●		N/A
ESRS E1-9	66 (a): Disaggregation of monetary amounts by acute and chronic physical risk		●			N/A
	66 (c): Location of significant assets at material physical risk					N/A
ESRS E1-9	67 (c): Breakdown of the carrying value of its real estate assets by energy-efficiency classes		●			N/A
ESRS E1-9	69: Degree of exposure of the portfolio to climate- related opportunities		●			N/A
ESRS E2-4	Amount of each pollutant listed in Annex II of the E-PRTR Regulation emitted to air, water and soil	●				66-67
ESRS E3-1	9: Water and marine resources	●				68
ESRS E3-1	13: Dedicated policy	●				68
ESRS E3-1	14: Sustainable oceans and seas	●				N/A
ESRS E3-4	28 (c): Total water recycled and reused	●				70
ESRS E3-4	29: Total water consumption in m ³ per net revenue on own operations	●				70
ESRS 2 SBM-3 E4	16 (a)	●				N/A
ESRS 2 SBM-3 E4	16 (b)	●				N/A
ESRS 2 SBM-3 E4	16 (c)	●				N/A
ESRS E4-2	24 (b): Sustainable land / agriculture practices or policies	●				N/A

List of datapoints that derive from other EU legislation continued

Disclosure requirement	Data point	SFDR reference	Pillar 3 reference	Benchmark regulation reference	EU climate law reference	Page/ relevance
ESRS E4-2	24 (c): Sustainable oceans / seas practices or policies	●				N/A
ESRS E4-2	24 (d): Policies to address deforestation	●				94
ESRS E5-5	37 (d): Non-recycled waste	●				72
ESRS E5-5	39: Hazardous waste and radioactive waste	●				72
ESRS 2 SBM-3 S1	14 (f): Risk of incidents of forced labor	●				N/A
ESRS 2 SBM-3 S1	14 (g): Risk of incidents of child labor	●				N/A
ESRS S1-1	20: Human rights policy commitments	●				82
ESRS S1-1	21: Due diligence policies on issues addressed by the fundamental International Labour Organization Conventions 1 to 8			●		82
ESRS S1-1	22: Processes and measures for preventing trafficking in human beings	●				N/A
ESRS S1-1	23: Workplace accident prevention policy or management system	●				85-87
ESRS S1-3	32 (c): Grievance/complaints handling mechanisms	●				86-87
ESRS S1-14	88 (b) and (c): Number of fatalities and number and rate of work-related accidents	●		●		90
ESRS S1-14	88 (e): Number of days lost to injuries, accidents, fatalities or illness	●				90
ESRS S1-16	97 (a): Unadjusted gender pay gap	●		●		91
ESRS S1-16	97 (b): Excessive CEO pay ratio	●				91
ESRS S1-17	103 (a): Incidents of discrimination	●				91
ESRS S1-17	104 (a): Non-respect of UNGPs on Business and Human Rights and OECD Guidelines	●		●		91
ESRS 2 SBM-3 S2	11 (b): Significant risk of child labor or forced labor in the value chain	●				92
ESRS S2-1	17: Human rights policy commitments	●				82
ESRS S2-1	18: Policies related to value chain workers	●				93
ESRS S2-1	19: Non-respect of UNGPs on Business and Human Rights principles and OECD guidelines			●		95
ESRS S2-1	19: Due diligence policies on issues addressed by the fundamental International Labour Organization Conventions 1 to 8			●		82
ESRS S2-4	36: Human rights issues and incidents connected to its upstream and downstream value chain	●				95
ESRS S3-1	16: Human rights policy commitments	●				N/A
ESRS S3-1	17: Non-respect of UNGPs on Business and Human Rights, ILO principles or OECD guidelines	●		●		N/A
ESRS S3-4	36: Human rights issues and incidents	●				N/A
ESRS S4-1	16: Policies related to consumers and end-users	●				82, 99-104
ESRS S4-1	17: Non-respect of UNGPs on Business and Human Rights and OECD guidelines	●		●		105
ESRS S4-4	35: Human rights issues and incidents	●				N/A
ESRS G1-1	10 (b): United Nations Convention against Corruption	●				N/A
ESRS G1-1	10 (d): Protection of whistleblowers	●				N/A
ESRS G1-4	24 (a): Fines for violation of anti-corruption and anti-bribery laws	●		●		116
ESRS G1-4	24 (b): Standards of anti-corruption and anti-bribery	●				116

Sustainability Accounting Standard Board (SASB) Index

		Report reference
Safety of clinical trial participants		
HC-BP-210a	1. Discussion, by region, of management process for ensuring quality and patient safety during clinical trials	Patient safety Product quality
	2. Number of inspections related to clinical trial management and pharmacovigilance that resulted in: (1) entity voluntary remediation or (2) regulatory or administrative actions taken against the entity	Product quality
	3. Total amount of monetary losses as a result of legal proceedings associated with clinical trials in developing countries	Material settlements are reported in Note 34 Provisions
Access to medicines		
HC-BP-240a	1. Description of actions and initiatives to promote access to health care products for priority diseases and in priority countries as defined by the Access to Medicine Index	UCB's purpose & strategy Equitable access to medicines Health systems resilience
	2. List of products on the WHO List of Prequalified Medicinal Products as part of its Prequalification of Medicines Programme (PQP)	UCB has no products in the WHO List of Prequalified Medicinal Products
Affordability and pricing		
HC-BP-240b	2. Percentage change in: (1) weighted average list price and (2) weighted average net price across product portfolio compared to previous reporting period	Equitable access to medicines
	3. Percentage change in: (1) list price and (2) net price of product with largest increase compared to previous reporting period	UCB intends to further report on SASB accounting metrics in the upcoming years
Drug safety		
HC-BP-250a	1. Products listed in public medical product safety or adverse event alert databases	Available at FDA Adverse Event Reporting System (FAERS), the EU EudraVigilance system and WHO's VigiBase
	2. Number of fatalities associated with products	Available at FDA Adverse Event Reporting System (FAERS) and the EU EudraVigilance system (these two databases generally include the same cases)
	3. (1) Number of recalls issued, (2) total units recalled	Product quality
	4. Total amount of product accepted for takeback, reuse, or disposal	UCB intends to further report on SASB accounting metrics in the upcoming years
	5. Number of enforcement actions taken in response to violations of good manufacturing practices (GMP) or equivalent standards, by type	UCB intends to further report on SASB accounting metrics in the upcoming years

Sustainability Accounting Standard Board (SASB) Index continued

		Report reference
Counterfeit drugs		
HC-BP-260a	1. Description of methods and technologies used to maintain traceability of products throughout the supply chain and prevent counterfeiting	UCB intends to further report on SASB accounting metrics in the upcoming years
	2. Discussion of process for alerting customers and business partners to potential or known risks associated with counterfeit products	UCB intends to further report on SASB accounting metrics in the upcoming years
	3. Number of actions that led to raids, seizure, arrests, or filing of criminal charges related to counterfeit products	UCB intends to further report on SASB accounting metrics in the upcoming years
Ethical marketing		
HC-BP-270a	1. Total amount of monetary losses as a result of legal proceedings associated with false marketing claims	Material settlements are reported in Note 34. Provisions
	2. Description of code of ethics governing promotion of off-label use of products	Responsible sales and marketing
Employee recruitment, development and retention		
HC-BP-330a	1. Discussion of talent recruitment and retention efforts for scientists and research and development staff	Employee development
	2. (1) Voluntary and (2) involuntary turnover rate for: (a) executives/senior managers, (b) mid-level managers, (c) professionals, and (d) all others	Characteristics of UCB employees
Supply chain management		
HC-BP-430a	1. Percentage of: (1) entity's facilities and (2) Tier 1 suppliers' facilities participating in the Rx-360 International Pharmaceutical Supply Chain Consortium audit program or equivalent third-party audit programs for integrity of supply chain and ingredients	UCB intends to further report on SASB accounting metrics in the upcoming years
Business ethics		
HC-BP-510a	1. Total amount of monetary losses as a result of legal proceedings associated with corruption and bribery	Material settlements are reported in Note 34. Provisions
	2. Description of code of ethics governing interactions with healthcare professionals	Responsible sales and marketing
Activity metrics		
HC-BP-000	A. Number of patients treated	Letter to stakeholders
	B. Number of drugs (1) in portfolio and (2) in research and development (phases 1 to 3)	www.ucb.com/our-products UCB at a glance

Report of the statutory auditor

on the limited assurance of the consolidated sustainability information of UCB SA for the year ended on 31 December 2025

To the Annual General Meeting

As part of our statutory engagement to provide limited assurance on the sustainability information of UCB SA (the "Company") and its subsidiaries (jointly "the Group"), we hereby report to you on this engagement.

We have been appointed by the Annual General Meeting of 25 April 2024, in accordance with the proposal of the Board of Directors and following the recommendation by the audit committee and the proposal formulated by the Works Council of UCB SA to perform a limited assurance engagement on the Group's sustainability information included in section "Sustainability Statement" of the Group Integrated Annual Report as at 31 December 2025 and for the year ended on that date (hereinafter the "Sustainability Information").

Our mandate expires on the date of the General Meeting held to approve the financial statements for the year ended 31 December 2026. We have performed our assurance engagement on UCB's sustainability information for two consecutive years.

Limited assurance conclusion

We have performed a limited assurance engagement on the Group's consolidated sustainability information.

Based on the procedures we performed and the assurance evidence we obtained, nothing has come to our attention that causes us to believe that the Group's consolidated sustainability information, in all material respects:

- has not been prepared in accordance with the requirements of article 3:32/2 of the Companies' and Associations' Code, including compliance with the applicable European Sustainability Reporting Standards (ESRS);
- is not in accordance with the process (the "Process") carried out by the Group to identify the information reported in the consolidated sustainability statement in accordance with the description set out in note "General disclosures – materiality assessment"; and
- does not comply with the requirements of Article 8 of Regulation (EU) 2020/852 (the "Taxonomy Regulation"), relating to the publication of the information listed in subsection "EU Taxonomy Disclosure" of the environmental section of the management report.

Basis for conclusion

We conducted our limited assurance engagement in accordance with ISAE 3000 (Revised), Assurance Engagements other than Audits or Reviews of Historical Financial Information ("ISAE 3000 (Revised)"), as applicable in Belgium.

Our responsibilities under this standard are described in more detail in the section of our report entitled "Responsibilities of the statutory auditor in relation to the limited assurance engagement on sustainability information".

We have complied with all the ethical requirements applicable to the assurance of sustainability information in Belgium, including those relating to independence.

We apply International Standard for Quality Management 1 (ISQM 1), which requires the firm to design, implement and maintain a quality management system that includes policies or procedures relating to compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

We have obtained from the Board of Directors and Company officials the explanations and information required for our limited assurance engagement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

Report of the statutory auditor on the limited assurance of the consolidated sustainability information of UCB SA continued

Responsibilities of the Board of Directors regarding the preparation of sustainability reporting

The Company's Board of Directors is responsible for developing and implementing a Process and for publishing this Process in the note "General disclosures – materiality assessment". This responsibility includes:

- understanding the context in which the Group's activities and business relationships take place, and developing an understanding of the stakeholders involved;
- identification of actual and potential impacts (negative and positive) related to sustainability issues, as well as risks and opportunities that affect, or can reasonably be expected to affect, the group's financial position, financial performance, cash flows, access to financing or cost of capital in the short, medium or long term;
- assessing the significance of identified sustainability impacts, risks and opportunities, by selecting and applying appropriate thresholds; and
- the formulation of assumptions and estimates that are reasonable in the circumstances.

The Company's Board of Directors is also responsible for sustainability reporting, which includes the information identified by the Process:

- in accordance with the requirements of article 3:32/2 of the Companies and Associations Code, including the applicable European Sustainability Reporting Standards (ESRS); and
- by complying with the requirements of Article 8 of Regulation (EU) 2020/852 (the "Taxonomy Regulation") relating to the publication of the information listed in subsection "EU Taxonomy Disclosure" of the environmental section of the management report.

This responsibility includes:

- the design, implementation and maintenance of internal controls that the board of directors determines are necessary to enable the preparation of the consolidated Sustainability Statement that is free from material misstatement, whether due to fraud or error; and
- selecting and applying appropriate sustainability reporting methods and making assumptions and estimates that are reasonable in the circumstances.

The Audit Committee is responsible for overseeing the Group's sustainability reporting process.

Inherent limitations in sustainability reporting

In reporting forward-looking information in accordance with the ESRS, the Company's Board of Directors is required to prepare the forward-looking information on the basis of disclosed assumptions concerning events likely to occur in the future and possible future action on the part of the Group. Actual outcomes are likely to be different since anticipated events frequently do not occur as expected, and such differences could be of material importance.

Responsibilities of the statutory auditor in relation to the limited assurance engagement on sustainability information

Our responsibility is to plan and perform the assurance engagement to obtain limited assurance about whether the sustainability information is free from material misstatement, whether due to fraud or error, and to issue a limited assurance report that includes our conclusion. Misstatements may be the result of fraud or error and are considered material when, individually or in aggregate, they could reasonably be expected to influence the decisions that users of sustainability information make on the basis of that information.

In the context of a limited assurance engagement in accordance with ISAE 3000 (revised), as applicable in Belgium, and throughout the engagement, we exercise professional judgment and critical thinking. These procedures, to which we refer in the section "Summary of work performed", are less extensive than the procedures for a reasonable assurance engagement. We therefore do not express a reasonable assurance opinion on this engagement.

Since the forward-looking information included in the sustainability information, and the assumptions on which it is based, relate to the future, they may be influenced by events that may occur and/or by any actions taken by the Group. Actual results are likely to differ from assumptions, as assumed events will generally not occur as expected, and such differences could be material. Consequently, our conclusion does not guarantee that the actual results reported will correspond to those contained in the forward-looking sustainability information.

Our responsibilities regarding sustainability information for the Process are as follows:

- Gaining an understanding of the Process, but not for the purpose of providing a conclusion on the effectiveness of the Process, including the outcome of the Process; and
- Designing and implementing procedures to assess whether the Process is consistent with the Group's description of that Process as described in note "General disclosures – materiality assessment".

Report of the statutory auditor on the limited assurance of the consolidated sustainability information of UCB SA continued

Our other responsibilities regarding sustainability information are as follows:

- Obtaining an understanding of the entity's control environment, processes and information systems relevant to sustainability reporting, but without evaluating the design specific control activities, obtaining audit evidence about their implementation or testing the operating effectiveness of the controls in place;
- Identifying areas where material misstatements in sustainability information are likely to occur, whether as a result of fraud or error; and
- Designing and implementing procedures tailored to areas where material misstatements of sustainability information are likely to occur. The risk of not detecting a material misstatement resulting from fraud is higher than that of a material misstatement resulting from error, as fraud may involve collusion, falsification, deliberate omissions, misrepresentation or override of internal control.

Summary of work performed

A limited assurance engagement involves performing procedures to obtain evidence about sustainability information. The nature and form of the procedures performed in a limited assurance engagement vary, and their scope is less than in a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is significantly lower than that which would have been obtained in a reasonable assurance engagement.

The nature, timing and extent of procedures selected depend on professional judgment, including the identification of instances where material misstatement of sustainability information is likely to occur, whether due to fraud or errors.

As part of our limited assurance engagement, regarding the Process, we have:

- Acquired an understanding of the Process by:
 - making inquiries to understand the sources of information used by management (e.g. stakeholder engagement, business plans and strategy documents); and by
 - examining the Group's internal documentation relating to its Process; and
- Assessed whether the evidence obtained from our procedures concerning the Process implemented by the Group was consistent with the description of the Process presented in note "General disclosures – materiality assessment".

As part of our limited assurance engagement, regarding the sustainability information, we have:

- Obtained an understanding of the Group's reporting processes relevant to the preparation of its sustainability statements including the consolidation processes by obtaining an understanding of the Group's control environment, processes and information systems relevant to the preparation of the sustainability statements, but not evaluating the design of particular control activities, obtaining evidence about their implementation or testing their operating effectiveness;
- Evaluated whether material information identified by the process is included in the sustainability statements;
- Evaluated whether the structure and the presentation of the sustainability statements are in accordance with the ESRS;
- Performed inquiries of relevant personnel and analytical procedures on selected information in the sustainability statements;
- Performed substantive procedures on selected information in the sustainability statements;

- Obtained audit evidence about the methods used to develop estimates and forward-looking information, as described in the section on the responsibilities of the statutory auditor relating to the limited assurance engagement on sustainability information;
- Obtained an understanding of the process to identify EU taxonomy eligible and aligned economic activities for turnover, CAPEX and OPEX and the corresponding disclosures in the sustainability statements;
- Evaluated compliance processes, methods, and data for covered activities, assessed minimum safeguards compliance through personnel inquiries, and conducted analytical procedures on EU taxonomy aligned disclosures;
- Evaluated the presentation and use of EU taxonomy templates in accordance with relevant requirements;
- Reconciled and ensured consistency between the reported EU taxonomy economic activities and the items reported in the consolidated financial statements including the disclosures provided in related notes.

Statement related to independence

Our audit firm and our network have not carried out any engagements incompatible with the limited assurance engagement and our audit firm has remained independent of the Group during our engagement.

Brussels, 25 February 2026

Forvis Mazars Bedrijfsrevisoren BV
Reviseurs d'Entreprises SRL

Statutory Auditor

Represented by

Sébastien Schueremans
Certified auditor