

Principles of Integrity

Our Standards of Business Conduct and Ethics

These Principles embody our high standards of ethical behavior and form the basis for our interactions with our employees, patients, customers, shareholders and the global community.





Dear Colleagues,

As we look ahead to the future, Bristol Myers Squibb (BMS) is accelerating a new generation of innovative medicines and implementing strategies to transform the lives of even more patients faster. While the pace of transformation and innovation is accelerating across the industry, our commitment to our Mission and Values will not change – they are the foundation of our patient-centric culture and guide how we work and act as BMS employees.

It's an important time for our industry, and BMS is in a unique position with a younger portfolio and pipeline to drive positive outcomes for patients. At the same time, we are facing headwinds that will test us as an organization. Each day, we will need the full impact of our global workforce making ethical decisions to protect and preserve our legacy of integrity.

Our *2024 Principles of Integrity: the BMS Standards of Business Conduct and Ethics* provide guidance to help all of us continue ethical decision-making and form the basis for our interactions with colleagues, partners and customers. We are all responsible for enforcing our Principles and making decisions for the right reasons and in the right way. That includes maintaining a workplace where open, honest communications are the expectation, not the exception.

We all need to continue to ask ourselves and, importantly, each other “what is the right thing to do for patients?” Raise your hand when you need help, stay educated on how to identify behaviors and actions that go against our Principles of Integrity, and feel empowered to raise concerns or better ways of working.

Thank you for your commitment to our Principles of Integrity, living our values and always making the right decision for patients.



Chris Boerner, PhD
Chief Executive Officer



Derica W. Rice
Audit Committee Chair
Bristol Myers Squibb Board of Directors



Our Mission, Vision, Values & Commitment

Learn more about BMS's Environmental, Social and Governance (ESG) strategy.



Our Mission

To discover, develop and deliver innovative medicines that help patients prevail over serious diseases.

Our Vision

To be the world's leading biopharma company that transforms patients' lives through science.

Our Values

INTEGRITY

We demonstrate ethics, integrity and quality in everything we do for patients, customers and colleagues

INNOVATION

We pursue disruptive and bold solutions for patients

URGENCY

We move together with speed and quality because patients are waiting

PASSION

Our dedication to learning and excellence helps us to deliver exceptional results

ACCOUNTABILITY

We all own Bristol Myers Squibb's success and strive to be transparent and deliver on our commitments

INCLUSION

We embrace diversity and foster an environment where we can all work together at our full potential

Our Commitment

To our patients and customers, employees, global communities, shareholders, environment and other stakeholders, we promise to act on our belief that the priceless ingredient of every product is the integrity of its maker. We operate with effective governance and high standards of ethical behavior. We seek transparency and dialogue with our stakeholders to improve our understanding of their needs. We take our commitment to economic, social and environmental sustainability seriously, and extend this expectation to our partners and suppliers. As a responsible corporate citizen, we seek to actively improve the health of the communities where we live, work and serve. Around the globe, we promote health equity and seek to promote the health outcomes of populations disproportionately affected by serious disease. We believe our diverse and inclusive culture supports better outcomes for all patients and we seek diversity in all aspects of our business.

To our patients and customers

We commit to scientific excellence and investment in biopharmaceutical research and development to provide innovative, high-quality medicines that address the unmet medical needs of patients with serious diseases. We apply scientific rigor to produce clinical and economic benefit through medicines that improve patients' lives. We strive to make information about our commercialized medicines widely and readily available. We actively seek to improve access to care, advocate for policies that promote health equity, and help underserved patients access and afford the medicines they need.

To our employees

We embrace a diverse workforce and inclusive culture. The health, safety, professional development, work-life balance and equitable, respectful treatment of our employees are among our highest priorities. We commit to ensuring our colleagues have opportunities for development and advancement.

To our suppliers

We believe in the positive economic impact of engaging diverse suppliers. We are committed to working with suppliers that represent the diversity of our employees and the communities where we live and work.

To our shareholders

We strive to produce sustained strong performance and shareholder value.

To our environment

We encourage the preservation of natural resources and strive to minimize the environmental impact of our operations and products.



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2024 Principles of Integrity:
Our BMS Standards of Business Conduct and Ethics (Principles) provide basic requirements for conducting business in a compliant and ethical manner.

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Introduction

Why are these Principles important?

- We are committed to uncompromising ethics with strong values of responsibility and integrity.
- These Principles serve as the foundation for BMS policies and procedures and form a significant element of our Compliance program.
- BMS operates in a complex, competitive and highly regulated industry. Adherence to our Compliance program is critical to ensuring that our Company and its employees operate appropriately and effectively.
- As a global organization, we must comply with the laws in the countries and states in which BMS operates. In addition, because BMS is a public company based in the U.S., some U.S. laws apply to BMS businesses outside of the U.S.

Who is expected to follow these Principles?

- These Principles apply to all BMS employees, as well as contractors working on behalf of BMS.
- We are responsible for understanding and following the Principles and all procedural documents relevant to our work.
- Managers of BMS employees are also expected to:
 - promote a work environment where these Principles are a regular part of business decisions.
 - foster a culture of compliance and lead by example, acting with the highest standards of integrity.
 - ensure that employees receive the training they need to do their jobs effectively and appropriately.
 - empower a speak up culture, be available to answer questions, and appropriately address reports of potential violations.

How do we put these Principles into action?

We face complex situations every day, making it difficult to create a set of rules that cover every situation. Our Principles help us decide how to act when no specific rule or guidance is available.

When making a decision, ask yourself:

- “What is the right thing to do for our patients?”
- “Does it comply with BMS policies and relevant laws and regulations?”
- “How would it be viewed by the public, the media and the government?”

Where can you go for help?

If you have any questions about these Principles, please contact Compliance & Ethics. In addition, all employees should feel empowered to ask questions, raise concerns, and report issues. Please see the SPEAK UP page for guidance and resources. BMS prohibits threats or acts of retaliation against anyone who, in good faith, provides information regarding potential misconduct.

“BMS prioritizes a strong culture of integrity where doing the right thing is the best path to success across the enterprise. Our commitment to doing things the right way and for the right reasons has helped advance and protect the work we do, leading us to develop and deliver life-changing medicines and treatments to patients in need, and to do it faster and better.”




Kim Jablonski
Senior Vice President, Chief Compliance
& Ethics Officer



All employees should feel empowered to ask questions, raise concerns, and report issues. Regardless of how issues are raised, BMS policy prohibits threats or acts of retaliation against people who, in good faith, provide information regarding potential misconduct.

Management

Reach out to your manager, supervisor or any leader you feel comfortable with to raise issues or discuss concerns without fear of retaliation.

-  – Your Manager or Supervisor
- Any other leader

Data Integrity and Privacy

We have a Global Privacy Office and policies to support the protection of employee personal information in our business operations. If you have questions about data integrity and privacy, or about laws concerning privacy please contact our Chief Privacy Officer at global.privacy@bms.com.

Integrity Line

The BMS Integrity Line is a reporting system available in multiple languages and open 24 hours a day, 7 days a week.

Reports can be made confidentially and anonymously where local law permits and without fear of reprisal.

If you are aware of a potential violation of our Principles of Integrity, local law, or regulations, you have an obligation to report the issue.

It's important to note, potential compliance violations can also be reported to:

- a supervisor
- a member of the Employee Relations team, an employee's representative, or Human Resources
- an appropriate management representative
- an attorney in the Law Department
- Compliance & Ethics

Visit [BMS Integrity Line](#) to learn more.
[File a Concern or report](#) a potential ethical or legal violation.



Employee Relations

The Global Employee Relations function within People Services, is staffed by fully dedicated Employee Relations teams in each of the regional capability centers. These teams are comprised of Human Resources (HR) professionals who have a rich and diverse HR and Employee Relations background. When you contact Employee Relations, you will receive support that is efficient, consistent, and objective in the handling of your questions and concerns.

Visit [Employee Relations](#) to learn more.
Submit issue or question to [People Services](#)

Cybersecurity

Cybersecurity is the practice of protecting our information from cyber-attacks. Threat actors can attack systems, networks and programs or try to convince unsuspecting targets into accessing, changing, or destroying sensitive information. Cybersecurity is everyone's responsibility, and it is important that you stay cyber vigilant at all times.

Visit [Cybersecurity Portal](#) to learn more.
Email cyber.operations@bms.com to report a cybersecurity concern.

Corporate Security

Corporate Security has robust programs in place to protect our facilities, assets and provides a safe environment for our colleagues and visitors. These programs are designed to protect our employees at work, during company events, while traveling and during unforeseen crises. We seek to proactively identify and address risks by partnering with a diverse group of subject matter experts who continuously monitor the threat environment. The Global Response and Operations Center (GROC) is staffed 24/7 and ready to immediately dispatch and address your security concerns.

Visit [Corporate Security SharePoint](#) to learn more.
Contact GROC directly at mg-bms-groc@bms.com or 609-302-3333 (US) / +011 609-302-3333

Ombuds

The Ombuds is an independent, informal, neutral and impartial resource who seeks to ensure organizational justice and to find fair and equitable solutions to workplace concerns that cannot be resolved through established channels such as the employee's supervisor or human resources representative. Conversations with the Ombuds are confidential, unless otherwise required by law or to protect public health and safety.

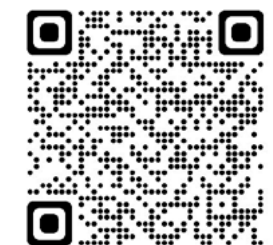
Visit [BMS Ombuds](#) to learn more.
Contact directly at ombuds@bms.com

Adverse Events

Anyone who works for BMS including employees, contractors, and agents who work on behalf of BMS has a responsibility to recognize and report Adverse Event* information to globalbmsmedinfo.com within 24 hours or immediately during the next business day of becoming aware of the event. Employees without BMS computer access must report the adverse event to management.

*Adverse Events are defined in detail on the Bristol Myers Squibb Global Medical Information Resource Center website.

Visit [Global Medical Information Resource Center](#) to learn more.



Prioritizing Our Patients

In this section

Scientific and Research Integrity

Quality

Product Safety

Disclosure of Data

Data Integrity and Privacy

Patient Support Programs

WHAT it means

We embed our patient-centric culture in everything we do to protect and deliver for our most important priority: our patients.

WHY it's important

Putting our patients first enables us to accomplish our mission to discover, develop, and deliver innovative medicines with integrity and urgency.

HOW we put it into action

We challenge ourselves and our partners to ask consistently 'what is right for patients' when making critical decisions.



BMS Company Policy Supporting this Section:
BMS-POL-1 Prioritizing Our Patients



Scientific and Research Integrity

We conduct research and development with uncompromised scientific and ethical integrity and consistent with applicable laws, regulations, ethical standards, and practice guidelines, including Good Laboratory Practices, Good Clinical Practices and Animal Welfare Practices.

Quality

We are committed to providing the highest quality products and services and fostering excellence in science and innovation. We are dedicated to providing products and services that meet or exceed customer expectations, applicable laws, and regulations utilizing a Quality Management System, governance structure, and appropriate resources to ensure system effectiveness and continuous improvement.

Product Safety

We are committed to ensuring product safety and quality and protecting the integrity of our products and brands. We are dedicated to ensuring any adverse events, product quality complaints or other events associated with any of our products are monitored, evaluated, and promptly reported to meet worldwide safety reporting and product quality complaint requirements.

Disclosure of Data

We develop scientific publications based on our data and research to communicate accurate, timely and scientifically objective information to the scientific community to address the unmet medical needs of patients. We adhere to the ethical development of scientific publications per good publication practices and support authors who take accountability for their published work.



Adverse Events and Product Quality Complaints can be reported by email or by calling the BMS Medical Information Call Center. Contact details and the definition of Adverse Events, Product Quality Complaints, and Other Reportable Events can be accessed at globalbmsmedinfo.com.



Data Integrity and Privacy

We respect and ensure the privacy, protection, and appropriate use of data (including personal information) by upholding regulations and laws, establishing a Data Risk Office, and appointing a Chief Privacy Officer. Local and regional Data Protection Officers have been appointed, when required by Law.

Patient Support Programs

We support patients in obtaining access to, adhering to, and/or administering medicines by providing certain limited services to patients, Healthcare Professionals (HCPs) and/or Healthcare Organizations (HCOs) to support the safe and appropriate use of our medicines. These programs must not be offered or communicated with the intent to gain access to or build relationships with an HCP or HCO, or be linked to any volume of referrals or business generated, including as a potential inducement or reward for prescribing BMS products.



What is Personal Information?

Personal Information is any information that directly or indirectly identifies a living Individual. Personal Information may include, but is not limited to, information relating to patients, consumers, physicians, BMS or BMS's customers, employees, personnel, shareholders, suppliers, consultants, and competitors. Personal Information may be verbal or recorded in any form or medium and collected by BMS or a third party on BMS's behalf and/or disclosed to a third party.

Examples include name, address, email address, social security number or other country identifier, driver's license number, bank account information, or credit card information, and in some instances, a patient identifier.

Protecting and Empowering Our Employees

In this section

Maintaining a Respectful and Professional Workplace,
Free from Discrimination and Harassment

Raising Concerns

No Tolerance for Retaliation

Safe Working Environment

Employee Privacy

Human Rights

WHAT it means

We are a diverse and inclusive community that fosters support, trust, development, and the wellbeing of our people.

WHY it's important

Our employees are the heart of this Company, and we uphold an environment where employees can be their authentic selves, express diverse views, and speak up without fear of retaliation.

HOW we put it into action

We create a community that encourages our colleagues to openly share ideas, listen with an inclusive mindset, and speak up with the confidence that BMS will support and protect.



BMS Company Policy Supporting this Section:
BMS-POL-2 Protecting and Empowering Our Employees



Maintaining a Respectful and Professional Workplace, Free from Discrimination and Harassment

We are committed to a workplace in which all individuals are treated with respect and dignity. We ensure equal employment opportunity without unlawful discrimination or harassment in the workplace. We are committed to maintaining a work environment free from disrespectful, offensive, or unwelcome conduct that creates an intimidating or hostile workplace.



What does discrimination look like?

Making decisions regarding an individual’s employment, performance evaluation, compensation, advancement, assigned duties, or any other conditions of employment or career development, based on legally protected characteristics of the individual, rather than on individual merit.

Protected characteristics are defined by local law and may include these characteristics:

Gender	National origin	Pregnancy	Sexual orientation
Race	Caste	Citizenship	Gender identity and expression
Color	Age	Status as a protected veteran	Genetic information
Religion	Physical or mental disability	Marital or civil partner status	

- ✓ We value and leverage the diversity within our teams and encourage inclusive decision-making
- ✓ We make employment decisions based on merit and qualifications
- x We DO NOT act in a threatening or harassing manner

Raising Concerns

We are committed to making employees feel comfortable with raising issues and voicing concerns. We provide several channels for reporting which can be found on our Speak Up Page. All investigations are handled with integrity and employees are expected to cooperate with and to be truthful and forthcoming during any investigation. Any disciplinary measure and corrective action will depend on the specific facts and circumstances. Actions contrary to law, our Principles, or other company policies may be grounds for disciplinary action, up to and including termination, subject to local law and the terms of any applicable collective bargaining agreement. Failure to report improper behavior, knowingly making a false report, or refusing to cooperate with an investigation may also be grounds for disciplinary action.

No Tolerance for Retaliation

We are committed to maintaining a work environment where people can ask questions, voice concerns, and make appropriate suggestions regarding business practices. We will not tolerate retaliation against anyone for raising questions or concerns or making a good-faith report of possible improper behavior.

Safe Working Environment

We are committed to protecting the health, safety and well-being of our fellow employees, patients, partners, visitors on company property and those engaging in our business activities. We do not tolerate threatening or violent behavior. We are each responsible for maintaining a safe working environment and the timely reporting of all workplace conditions that may endanger others such as accidents and injuries.

Employee Privacy

We respect and diligently protect the personal information of our employees to which we have access. We only collect or use employee personal information when we have a legitimate purpose for its use related to administering and managing employment.

Human Rights

We strive to support and respect the protection of human rights and to avoid complicity in human rights abuses. BMS fully supports the principles established under the United Nations Universal Declaration of Human Rights (UDHR) which addresses equality of all human beings; right to life, liberty and security; personal freedom; and economic, social and cultural freedoms.



REALITY CHECK

Threats and Acts of Violence in the Workplace

The Facts

A manager contacted Employee Relations alleging an employee was sending inappropriate and intimidating text messages to a colleague. It was also alleged that this employee made indirect threats of violence to additional colleagues. Corporate Security was advised of these allegations and initiated an investigation.

The Outcome

Corporate Security interviewed the employee who admitted making comments but claimed they were “joking around”. During the interview, the employee failed to acknowledge the seriousness of the situation, take responsibility for their behavior and actions and blamed others.

Several witnesses confirmed the employee made statements and gestures that were intimidating and threatening, including motioning hands to simulate shooting a gun at colleagues and telling them, “I can break your bones”. It was also confirmed the employee sent inappropriate text messages that were violent in nature. The employee exhibited behaviors not aligned with our Principles of Integrity, and created an atmosphere in which BMS employees were uncomfortable in the workspace and at times, feared for their safety.

Multiple attempts were made to provide guidance and coaching but despite these efforts, the employee did not improve their behavior. As a result, the employee was separated from BMS.

The Learnings

Employees should immediately report statements, actions or behaviors that threaten, harm, or put the safety of any person engaged in BMS business to local Security, Employee Relations, and/or a supervisor. This includes intimidation, threats, assaults, joking about violence, and the presence of weapons or ammunition in the workplace.



If you have questions about the laws concerning privacy, please contact our Global Privacy Office at global.privacy@bms.com.

Conducting Our Business

In this section

Anti-Corruption

Interactions with Healthcare Professionals, Healthcare Organizations
and Patient Organizations

Promotional Activities

Corporate Giving

Conflicts of Interest

Fair Competition

International Trade Activities

Political Activity

Purchasing and Contracts

Environment, Occupational Health, Safety and Sustainability

WHAT it means

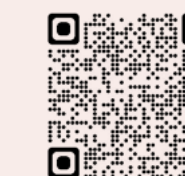
Our actions, individually and collectively, demonstrate our commitment to serving patients and our communities with integrity.

WHY it's important

Grounding our actions and decisions in integrity provides a compass for our business, drives growth, protects our strong reputation and fosters a culture of pride, honesty, and trust.

HOW we put it into action

We hold ourselves and each other accountable by asking if our day-to-day actions and decisions align with laws and regulations, as well as, our BMS values, principles, and policies.



BMS Company Policy Supporting this Section:
BMS-POL-3 Conducting Our Business



Anti-Corruption

We are committed to compliance with international anti-corruption laws and standards. We forbid bribery, kickbacks, or improper payments anywhere in the world even if the refusal to make such a payment may result in BMS losing a business opportunity. We do not offer any improper payments, benefits, or anything of value to influence decisions, obtain or retain business, or otherwise secure any improper advantage.

Interactions with Healthcare Professionals, Healthcare Organizations and Patient Organizations

We respect the practice of medicine, and we support the integrity of the physician-patient relationship. We interact with healthcare professionals, healthcare organizations, patient organizations, payers, and others in a way that does not have, or appear to have, an improper influence on their decisions and only for legitimate and appropriate business purposes. We adhere to applicable industry guidelines and other regulations, only offering meals and hospitality in a manner that is consistent with our Policies and is conducive to educational, clinical, or scientific discussions. We collect, report, and disclose payments and other transfers of value where required by law.

Promotional Activities

We market our products based on quality, efficacy, safety, and value. We seek to ensure that our promotional materials help both healthcare professionals and patients understand the clinical profile of our products, including the benefits and the risks. Our advertising and promotion will be accurate, truthful, and consistent with approved product labeling and applicable law.



Laws and regulations may vary depending on the country or state in which we work or the BMS business entity for which we work. We comply with the laws in the countries and states in which we work and must understand which laws apply to our business activities. **Consult the BMS Law Department when in doubt.**

Corporate Giving

We are committed to good citizenship and give both financial and in-kind support to make a difference in the world we serve. We provide Corporate Giving to help patients, to build communities where we live and work, and to advance scientific understanding.

Conflicts of Interest

We have a responsibility to avoid situations that present potential or actual conflicts between our personal interests and the interests of BMS. Even the appearance of a conflict of interest can be damaging to BMS's reputation, our employees' reputations, or the reputations of the Companies with which we do business.



When does a conflict of interest exist?

A conflict of interest exists when an employee's personal, social, or financial interests leads to one or more of the following:

- ✓ compromise of an employee's ability to make objective decisions,
- ✓ interference with an employee's ability to perform BMS job responsibilities,
- ✓ the receipt of improper personal benefits, or
- ✓ the use of BMS's name, information, work time, property, or other resources.



Reminder! All BMS employees are required to disclose any potential or actual conflicts through the Conflict of Interest tool.



For questions contact conflictsofinterest@bms.com.



REALITY CHECK

Conflicts of Interest: Outside Employment

The Facts

Cybersecurity received an alert that an employee removed BMS files and used non-BMS email accounts causing concern that the employee potentially misused company information and was employed outside the Company. As a result, an investigation to review the matter was opened by Corporate Security.

The Outcome

The investigation revealed the employee had four active email accounts with other companies, indicating the employee was working for these companies. In addition, several income statements and receipts from outside companies were discovered on the employee's BMS laptop. A further examination of the documents revealed that the employee had sent BMS templates, confidential BMS presentations and other work related documents to their personal email address.

When questioned by Corporate Security, the employee stated they had a few minor roles outside of the Company, including mentoring and coaching for which they received a salary. The employee failed to disclose any outside employment to BMS, despite weekly overdue reminders from the Conflict of Interest tool.

In addition, when interviewed, the employee's manager, said the employee regularly missed meetings, arrived at meetings late and struggled to meet timelines. As a result of the investigation, the employee was separated from BMS.

The Learnings

Outside employment may be a conflict of interest and is strongly discouraged because it can interfere with your job responsibilities or conflict with BMS business interest. Employees with potential or actual conflicts, are required to disclose this information through the Conflict of Interest tool. It's important to remember that disclosures of potential conflicts of interest protect employees and BMS.

In addition, BMS employees have a responsibility to protect confidential information. To protect BMS interests, we do not share confidential information with anyone inside or outside of BMS who does not have a legitimate business need to know it.

Finally, individuals are prohibited from forwarding BMS information to their personal email account(s). If you are unsure about the sensitive or proprietary nature of certain information, seek advice and guidance from the Law Department. Please remember that your obligation to protect confidential information continues during and after employment with BMS.

Fair Competition

We support an open and competitive marketplace and will compete only on the strength and value of our products. We respect and adhere to fair competition and trade practices laws. We will not disparage the products of our competitors and we expect our competitors to hold themselves to similarly high standards.



HOW we compete fairly

- ✗ We **DO NOT** discuss or make improper agreements that:

 - affect prices, costs, or terms/conditions of sales
 - allocate markets or customers
 - inappropriately restrict trade or exclude competitors, suppliers or customers from the marketplace
- ✗ We **DO NOT** disparage the products of our competitors and expect our competitors to hold themselves to similarly high standards

International Trade Activities

We must comply with economic sanctions, trade embargoes, restricted parties lists, and applicable laws, regulations, and restrictions, including export controls, related to the exchange of goods, information, software, or technology. We will not receive any unauthorized benefit from a person or entity who is on a relevant Restricted Parties or Persons list. We will abide by applicable anti-boycott laws and will promptly report to authorities any request for BMS to participate in a boycott.

Political Activity

We are encouraged to participate in the political process as individuals, however, we must separate these activities from our work at BMS. We may not use BMS time, property, or facilities for personal political activity. BMS has a government affairs organization that engages in political activity to ensure patients have appropriate access to our medicines and that government policies support biopharmaceutical research and innovation. Employees may use BMS time, property, and facilities to participate in political activities sponsored by our government affairs organization.

Purchasing and Contracts

We purchase goods and services and obtain licenses based on quality, safety, price, and value. We work to ensure that we have appropriate written agreements, to protect our interests, follow applicable laws, and are consistent with our values, ethical standards, and commitment to integrity. We seek to avoid conflicts of interest in our purchasing decisions. We expect the third parties with whom we work to share our commitment to integrity and fair dealing.

Environment, Occupational Health, Safety and Sustainability

We conduct our business in a safe and environmentally sustainable manner. We integrate principles of resource conservation, pollution prevention and environmental responsibility into our business processes, facilities, operations, and products to ensure adherence to the BMS [Commitments to Environmental Responsibility](#).

Applying Internal Controls

In this section

Artificial Intelligence

Asset Protection

Corporate Records

Material Nonpublic Information

Financial Integrity, Public Disclosures and Filings

Securities Trading

Business Expenses

Product Inventory Levels

WHAT it means

We implement operational policies and procedures (internal controls) to ensure accuracy and quality and to protect BMS assets.

WHY it's important

Internal controls mitigate risks inherent to our business. These processes drive accountability, transparency and trust among our colleagues, patients, partners and shareholders.

HOW we put it into action

We demonstrate BMS values in everything we do and educate our employees, partners and stakeholders on our controls to drive ethical behavior and decision-making.



BMS Company Policy Supporting this Section:
BMS-POL-4 Applying Internal Controls



Artificial Intelligence

We are committed to the responsible and ethical design, development, deployment, and monitoring of Artificial Intelligence (AI). We strive to employ AI technology that is inclusive, safe, protects against bias, respects the privacy of personal information, provides transparency, and empowers humanity.

Asset Protection

We respect and care for all BMS assets and information, and commit to their protection to further the Company's mission. We understand that the theft or destruction of BMS assets is damaging to the Company and is prohibited.

We hold ourselves responsible and will take appropriate steps to ensure the security of all digital devices and services used in the conduct of BMS business, regardless of the time, location or ownership of the device or service.

During our work, we may create or learn confidential information about BMS or BMS business partners, suppliers or customers and our obligation to protect this information continues during and after employment with BMS. We do not share sensitive information with anyone inside or outside of BMS who does not have a legitimate business need to know.

We understand that business, scientific and product innovations, and creations are among BMS's most valuable assets, and will protect BMS intellectual property against loss, theft, or other misuse while respecting the intellectual property rights of third parties.



What are considered BMS assets?

BMS assets include physical equipment, funds, property, supplies, electronic assets (computers, smart devices, applications) or other items of value.



What is intellectual property?

Intellectual property includes patents, trade secrets, copyrights, trademarks, logos, business processes, research and customer or supplier lists.



Corporate Records

We will create and maintain accurate and complete business records and supporting details. This includes financial and accounting records, business travel and entertainment expense records, work activity and time records, and other records made on behalf of BMS. We will handle confidential, sensitive, and proprietary records with care in accordance with company policies and procedures. We will retain documents, including electronic records, in accordance with company policies and any instructions from the BMS Law Department.

Material Nonpublic Information

We may not disclose confidential or material nonpublic information about BMS or the companies with whom we do business to anyone inside or outside the Company who is not authorized to receive it.



Material Nonpublic Information is a type of confidential information (information that has not been made public) that a reasonable investor is likely to consider important in determining whether to buy or sell a corporation's stock.

Examples include:

- Internal financial information
- Commencement of a new line of business
- Development, approval or a lack of approval of a new medicine or technological breakthrough
- Consideration of a major transaction such as an acquisition of another company, a divestiture, a significant license, or a collaboration agreement
- Initiation or termination of significant litigation or a government investigation
- Any other significant development that could impact the stock price

Financial Integrity, Public Disclosure and Filings

We provide accurate and timely information about financial, operational, and other matters to investors, government agencies, and the public. All reports and documents submitted to the U.S. Securities and Exchange Commission or other government agencies, and all public communications, will include fair, accurate, timely, and understandable disclosures that are not misleading. We will maintain strong internal controls to ensure the accuracy, completeness, and reliability of company financial and accounting records and publicly filed financial statements. To ensure adherence to this principle, only specific employees are authorized to make public disclosure of BMS information.

Securities Trading

We will not use material nonpublic information about BMS or other companies for personal benefit. We will not trade securities based on such information and we will not provide such information to others. Employees with knowledge of material nonpublic information about BMS or companies that we do business with should treat the information as highly confidential and should not trade in the stock of BMS or those other companies. Information is considered public only if it has been made generally available to investors by BMS and if investors have been allowed a reasonable period to react to the information.



Securities include, but are not limited to, shares of stock, stock units (including performance share units and market share units), stock options, notes, and debentures.



Business Expenses

We are committed to the highest standards of ethical behavior relating to business expenses. All employees are required to use good judgment and only incur or request reimbursement for reasonable and legitimate business expenses directly related to their responsibilities at BMS. Misusing company funds or falsifying expense reports or records that are submitted as proof of expenses is prohibited and may lead to disciplinary action, up to and including employment termination, where permitted by local law.



Typical **business expenses** include, but are not limited to, travel, entertainment, office supplies, postage, shipping and handling, and professional development.

Product Inventory Levels

We will maintain appropriate inventory levels with direct and indirect customers that are reflective of their expected demand or supported by special circumstances.



REALITY CHECK

Business Expenses: Misuse of Resources

The Facts

The BMS Integrity Line received a report alleging that expenses for an off-site BMS team dinner went significantly above and beyond established meal guidelines. As a result of these allegations, an investigation was opened to review the matter further.

The Outcome

As part of the investigation, Corporate Security reviewed contracts and receipts related to the team dinner. In addition, Corporate Security conducted multiple interviews with individuals present at the dinner as well as the manager responsible for the event. The investigation confirmed that the final bill for the team dinner was significantly over the recommended meal spend guidelines. In addition, receipts proved extravagant spending on lavish appetizers and multiple bottles of expensive champagne. While the investigation did not conclude the manager intended to misuse BMS funds, the investigation concluded that they grossly neglected their duty to sufficiently protect BMS assets and the manager was separated from BMS. At the start of the dinner, the manager did inform the restaurant of the contract limit for food and beverage. However, the restaurant encouraged guests to order food and beverages that exceeded the limit and the manager failed to properly monitor and adjust the spending throughout the course of the event.

The Learnings

BMS managers and employees must use good judgment, exercise caution, and only incur or request and approve reimbursement for reasonable and legitimate business expenses directly related to their scope of responsibilities at BMS and consistent with T&E guidelines. Meals are reimbursable if they meet the following requirements:

- Must follow established global/local guidelines where practical as per the Global Meal Spend Guidelines
- Are consistent with the Principles of Integrity

In addition, all employees have an obligation to protect BMS assets, including BMS funds. We are all accountable for how BMS funds are spent and expensed and should exercise great caution and control.

By adhering to our principles and policies and making the right choices, we each do our part in protecting our company's assets and reputation.

Integrity@BMS

Putting ethics into *action*

Guided by our mission and values, the many acts of **Integrity@BMS** highlight our continued commitment to doing the right thing for patients. **Integrity@BMS** has built unique storytelling around our ethics in action and continues to elevate the voices of our employees making the right decisions in the right way.



BMS employees can visit the **Integrity@BMS** page to share how they are putting ethics into action.



We set the bar high for corporate ethics at BMS. For the sixth time, BMS has earned the Compliance Leader Verification.





Company Policies

Our Principles are the building blocks for our Company policies. For more information and guidance, please click on each policy to learn more.



BMS-POL-1
[Prioritizing Our Patients](#)



BMS-POL-2
[Protecting and Empowering Our Employees](#)



BMS-POL-3
[Conducting Our Business](#)



BMS-POL-4
[Applying Internal Controls](#)

