

**Reporting Procedures for  
Auditing and Accounting, Internal Control Matters and Illegal or Unethical Behavior  
and  
No Retaliation Policy  
(the “Policy”)**

**Background**

Alkermes plc (the “Company” or “Alkermes”) is committed to preparing and disclosing full and fair financial statements, to conducting its business in an ethical and compliant manner, and to providing a workplace conducive to open discussion of its business practices. The purpose of this Policy is to establish procedures for: (i) the receipt, retention and treatment of reports received by the Company regarding accounting, internal accounting controls or auditing matters in connection with the Company, and of reports of any violations or potential violations of the Company’s Code of Business Conduct and Ethics (the “Code”), the Foreign Corrupt Practices Act (the “FCPA”) and applicable bribery laws, the Federal False Claims Act, or any other laws or regulations, including without limitation, material violations of an applicable United States federal or state securities law, a material breach of fiduciary duty arising under Irish law or United States federal or state law, or a similar material violation of any Irish law or United States federal or state law by the Company or by any officer, director, employee or agent of the Company, and (ii) the (as appropriate in the circumstances) confidential and/or anonymous submission by Company officers and employees of concerns regarding questionable accounting or auditing matters or behavior that is questionable under the Code, the FCPA or the law, in each case, in connection with the Company. This Policy applies to all directors, officers and employees of the Company and its subsidiaries. Reports and/or submissions made under this Policy will be referred to as “Complaints”.

Moreover, the purpose of this Policy is to make it clear that Company policy is to comply with all applicable laws that protect employees against unfair treatment, victimization or retaliation as a result of their submitting any Complaints pursuant to this Policy or their lawfully reporting information regarding, or their participating in, investigations involving corporate fraud or other violations by the Company or any of its subsidiaries or their agents of United States federal or state law or Irish law.

**Scope of Matters Covered by this Policy**

This Policy sets forth reporting procedures for employee Complaints relating to: (i) any questionable accounting or auditing matters, including, without limitation, fraud or deliberate errors, misrepresentation or false statements, deficiencies or noncompliance with company internal controls, or irregularities in or deviation from full and fair financial reporting; and (ii) any questionable ethical or illegal behavior, including any behavior that has violated or may violate any law, the Code, or the FCPA. This Policy and the reporting procedures discussed herein do not relate to personal grievances which are addressed in accordance with applicable Company policies. There is a difference between making a report under this Policy and raising a grievance. This Policy addresses matters primarily of concern or risk to the Company itself as opposed to issues impacting individuals raising Complaints. This Policy is not designed to address personal grievances. If employees believe they have been mistreated themselves, they are directed to existing human resources policies.

## **Complaint Procedures**

1. Officers and employees of the Company may make Complaints, on a confidential and, in the United States, anonymous basis, to the Alkermes Corporate Governance Hotline, to the Chief Legal Officer of the Company, or directly to the Audit and Risk Committee or the Nominating and Corporate Governance Committee of the Board of Directors, as follows:
  - a. Corporate Governance Hotline:
    - i. For US-based officers and employees: 1-800-704-4487
    - ii. For Ireland-based officers and employees: 001-678-999-4578.
  - b. To the Chief Legal Officer. Communications to David Gaffin may be made via telephone +1-781-609-6577, via email (David.Gaffin@alkermes.com), by interoffice mail, or by mail (852 Winter Street, Waltham, MA USA 02451).
  - c. To the Audit and Risk Committee. Communications may be submitted to Paul Mitchell via telephone at +1-781-609-6348, via email (corporate.governance@alkermes.com), or by mail (852 Winter Street, Waltham, MA USA 02451).
  - d. To the Nominating and Corporate Governance Committee. Communications may be submitted to Wendy Dixon via telephone at +1-781-609-6348, via email (corporate.governance@alkermes.com), or by mail (852 Winter Street, Waltham, MA USA 02451).
2. The identity of the person filing any Complaint made by telephone or email will be kept confidential to the fullest extent possible depending on the method of reporting, consistent with the need to conduct an adequate investigation; however, there can be no guarantee of anonymity arising from making a Complaint in respect of Irish operations and, in general, with telephone or e-mail communications. Any Complaint submitted by interoffice mail or regular mail or through the Alkermes Corporate Governance Hotline may, in respect of the United States, be submitted anonymously. The substance of any Complaint and the investigation and proceedings resulting therefrom shall be kept confidential, consistent with the need to conduct an adequate investigation and take appropriate corrective action.
3. Any Complaints should include specific information and facts so that a proper investigation can be made. This is particularly important if, where permitted, an anonymous Complaint is made, as there will be no way to contact the complainant for additional information, which may make it more difficult for Alkermes to effectively investigate Complaints and to ensure protections from unfair treatment. Whenever possible, a Complaint should include the following: when and where the incident occurred; whether the issue or incident is ongoing; what the incident consisted of; who was/is involved in the incident (either by name, job title or both); and whether the issue or incident has been brought to the attention of anyone at the Company. Alkermes would prefer that Complaints are made openly but on a confidential basis due to the practical difficulties arising from anonymous Complaints.

4. In the event that an officer, director or employee of the Company receives any Complaint, they shall forward such Complaint promptly to the Chief Legal Officer and may also copy the Chair of the Audit and Risk Committee and/or Nominating and Corporate Governance Committee. Any Complaint regarding accounting, internal accounting controls or auditing matters will be brought to the attention of the Chair of the Audit and Risk Committee and the treatment or response to such Complaint shall be handled or supervised by the Audit and Risk Committee, as appropriate.
5. The Chair of the Audit and Risk Committee and the Chair of the Nominating and Corporate Governance Committee shall report any Complaints that he/she receives to the other members of his/her Committee within a reasonable period of time, but in no event later than the next regularly scheduled meeting of the Committee and/or meeting of the Company's Board of Directors, whichever occurs first. The Chair shall also discuss such Complaints with the Company's independent accounting firm, Chief Legal Officer, outside Company counsel and/or independent counsel to the Committee, as appropriate. The person or persons directed by the Chair or the Committee to investigate a Complaint shall:
  - evaluate the Complaint as to gravity and credibility;
  - initiate an informal inquiry or a formal investigation with respect thereto;
  - prepare a report of the results of such inquiry or investigation, including recommendations as to the disposition of such matter;
  - make the results of such inquiry or investigation available to the Audit and Risk Committee or the Nominating and Corporate Governance Committee, as appropriate, for action (including disciplinary action); and
  - recommend changes to any Company policies or procedures necessary or desirable to prevent further similar violations or behaviors.
6. The evaluation process followed and/or actions taken by the Audit and Risk Committee or Nominating and Corporate Governance Committee and the Company in response to a Complaint shall be documented in the records of the Committee and provided to the Chief Legal Officer. The Chief Legal Officer shall retain copies or records of all Complaints and all related documentation for a period of not less than seven years from the end of the fiscal year during which such Complaints were received, the first two years in an easily accessible place. In no event shall any such copies or records be destroyed without the prior approval of (i) the Chair of the Audit and Risk Committee and (ii) Chief Legal Officer, independent counsel to the Audit and Risk Committee and/or counsel to the Company, as appropriate, after considering the effect and applicability of the provisions of 18 U.S.C., Chapter 73, Sections 1512(c) and 1519, as enacted pursuant to the Sarbanes-Oxley Act of 2002.

#### **No Retaliation/ Unfair Treatment**

7. No employee shall be subject to disciplinary or retaliatory action by the Company or its subsidiaries or any of its or their employees or agents as a result of the

employee's:

- disclosing information to a government or law enforcement agency, where the employee has reasonable cause to believe that the information discloses a violation or possible violation of Irish or United States federal or state law or regulation, or making other disclosures that are protected under the whistleblower provisions of Irish or United States federal or state law or regulation; or
- providing information, causing information to be provided, filing, causing to be filed, testifying, participating in a proceeding filed or about to be filed, or otherwise assisting in an investigation or proceeding regarding any conduct that the employee reasonably believes involves a violation of:
  - (i) an Irish or a United States federal criminal law relating to securities fraud, mail fraud, bank fraud, or wire, radio or television fraud;
  - (ii) any rule or regulation of the Securities and Exchange Commission or similar or other regulatory body; or
  - (iii) any provision of Irish or United States federal law relating to fraud against shareholders,

where, with respect to investigations, such information or assistance is provided to, or the investigation is being conducted by, a competent government department or agency or regulatory body or by a federal regulatory agency, a member of Congress, or a person at the Company or within the Alkermes group with supervisory or similar authority over the employee or who is conducting an investigation or disciplinary process; or

- filing of a Complaint covered by the Sarbanes-Oxley Act for violation of items 7 (i), (ii) and (iii) above, in accordance with this Policy or pursuant to the Code or the FCPA;
  - disclosing a trade secret (i) in confidence to a federal, state or local governmental official, either directly or indirectly, or to an attorney, and solely for the purpose of reporting or investigating a suspected violation of law, or (ii) in a complaint or other document filed in a lawsuit or other proceeding, if such filing is made under seal;
  - lawful actions taken by the employee in furtherance of an action under, or to stop one or more violations of, the Federal False Claims Act; or
  - making a Complaint under the Policy.
8. Notwithstanding the foregoing, employees who file reports, Complaints or provide evidence which they know to be false or without reasonable belief in the truth and accuracy of such information will not be protected by the above policy statement and may in appropriate cases be subject to disciplinary action.
9. If any employee believes he or she has been subjected to any action that violates this

Policy, he or she may file a complaint with his or her supervisor or the Chief Legal Officer or otherwise under applicable Company procedures. We regard any such action against any person or persons who have made a Complaint to be of the utmost seriousness. If it is determined that an employee has experienced any improper employment action in violation of this Policy, appropriate corrective action and/or disciplinary action will be taken.

### **Miscellaneous**

10. This policy will be distributed to all directors, officers and employees of the Company. Thereafter, this policy shall be made readily accessible to all directors, officers and employees of the Company.

This Policy seeks to ensure that a clear and straightforward channel exists for employees to raise issues of concern. The Company is committed to addressing professionally and fairly those issues. Employees are not responsible for proving or investigating the matters of concern themselves. If employees are unsure as to whether or not they should report an issue, they are encouraged to seek clarification and advice from their manager and/or in accordance with the procedures set out in this Policy.

The Audit and Risk Committee and/or the Nominating and Corporate Governance Committee shall review the adequacy of this Policy from time to time and shall consider and, to the extent deemed advisable or appropriate, recommend that the Board of Directors approve and adopt any amendment to this policy.