



COMPASSION
Navigating Mental Health Pathways

Code of Business Conduct and Ethics



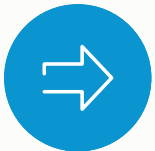
COMPASS's Values

At COMPASS, we have four core values that define who we are, what we do and how we do it. We ask that you be:



Compassionate

People suffering with mental health challenges should have options. Patients inspire us every day to change mental health care systems that don't work for everyone. We are determined to improve mental wellbeing.



Bold

We are courageous. We do not accept the status quo in mental health care systems, therapies or perceptions. We believe a transformation is needed to reduce human suffering.



Rigorous

We are seeking answers to how novel therapies, like COMP360 psilocybin therapy, may create new pathways to mental wellbeing. We're basing every decision, and every hope, on meticulous evidence.



Inclusive

The surest way to bring new therapies to the greatest number of people is to work openly with stakeholders from the start. We collaborate to find ways to accelerate innovation and access for all.





Message from our Chief Executive Officer

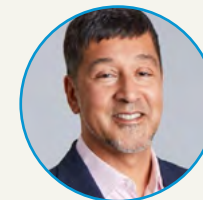
Managing our business with honesty and integrity and treating each other fairly underpins each of COMPASS's values. We all need to act ethically and conduct ourselves in a way that gains the trust and confidence of our stakeholders, including our patients, our fellow team members, our partners, suppliers, shareholders, and regulators.

Demonstrating our credibility and building trust with these stakeholders is critical to our mission. We are pioneers, building the future of mental health care. This entails generating evidence, advancing science, and creating new pathways to bring better treatment options to people who are suffering the often invisible, but profoundly debilitating effects of mental health conditions.

Ethical decision making and complying with both the spirit and letter of the law are essential to earning and keeping the trust of the people we work with and serve. The COMPASS Code of Business Conduct and Ethics helps us to do this by outlining the basic principles that should guide our behaviour and decisions.

Our reputation and our success depend on everyone who represents COMPASS upholding ethical standards of behaviour and maintaining the highest quality standards in everything we do. Every employee needs to know, understand, and comply with the Code.

Thank you for embracing our values in all you do at COMPASS and for taking collective responsibility for creating a brighter, healthier future for the people we seek to serve.



Kabir Nath
CEO, COMPASS Pathways

Contents

Introduction

- › Why do we need a Code?
- › Our Ethical Commitment
- › Who does the Code apply to?
- › What does the Code cover?
- › How do I report a concern?
- › Governance of the Code

Our People

- › Our working environment
- › Protecting our people

Working with Patients

- › Patient Engagement
- › Clinical Research

Managing our Business

- › Compliance
- › Quality and Regulatory Systems
- › Communications
- › Assets & Information
- › Third Parties
- › Business Continuity

Our Role in Society

- › Social impact
- › Contributions to Society

Corporate Governance

- › Trading and Investment
- › Trade Controls
- › U.S. Government Contracts
- › Managing our Finances

Introduction

Why do we need a Code?

At COMPASS, we are building a business that supports employees, patients, health systems, and society in a way that reflects our values. We have put a lot of thought into the kind of organisation we want to be.

Our Code of Business Conduct and Ethics sets out our ethical principles and the high standards which guide how we work. These standards focus us on acting ethically and gaining the trust and confidence of everyone we work with.

The Code cannot cover every situation but provides a sound starting point; you will need to use good judgement in everything you do and ask for help if you're unsure. We have a Legal and Compliance organisation to provide support and advice around the Code. In addition, the Code is complemented by more detailed policies, procedures and training.



Our Ethical Commitment

COMPASS is committed to ethical business practices and conducting our business with honesty and integrity. The COMPASS values define who we are, what we do, and how we do it, and they underpin our decision-making. Compliance with relevant laws and regulations wherever we operate is the minimum requirement.

Who does the Code apply to?

Our Code applies to everyone who works for or represents COMPASS. This includes our Board of Directors, our leadership team, and our employees. The Code also applies to many others who work on our behalf, or in our name, such as consultants, contractors, or other suppliers. Following the Code will mean that we can make good choices and take personal accountability for our actions.

Everyone needs to read and understand the Code. The Code sets the minimum standards we expect, and does not replace other legal or contractual obligations that may be in place. Whilst not every area covered by the Code will apply specifically to your role, it is important to understand all of COMPASS's commitments relating to ethics and compliance.

Failure to comply with the Code could cause reputational damage to COMPASS and may result in disciplinary action for you, up to and including dismissal in some circumstances.

What does the Code cover?

The Code is divided into five main sections. Each section provides a high-level summary of the relevant policy areas as well as guidance on where to get further information.

Corporate Governance

our commitment to social responsibility



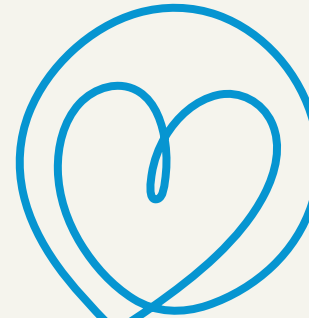
Our Role in Society

our commitment to social responsibility



Our People

our commitment to the people who work for and with COMPASS



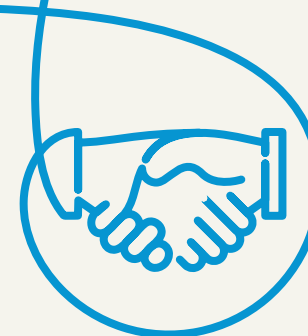
Working with Patients

how we work with patients and patient organisations



Managing our Business

the way we do things at COMPASS



How do I report a concern?

COMPASS is committed to a Speak Up culture, where everyone can raise questions and report improper or unethical conduct. This is important as misconduct or non-compliance undermines our reputation and impacts the success of our organisation.

If you have a concern, or if you become aware of any actions that would violate the Code, any law or regulation, it is your responsibility to speak up promptly to your line manager, COMPASS's Compliance Officer, or one of our subject matter experts (see [Who to Contact](#)) who can provide advice and support.

Alternatively, you can use the Speak Up Webform or Hotline which is available 24/7. The Speak Up process is secure and confidential and is managed by an independent company. Details can be found [here](#). This page also outlines other ways of reporting concerns including directly to the Audit and Risk Committee and the Board.

Whilst COMPASS encourages open reporting that allows you to be contacted to obtain further information, should you wish to raise your concern through the Speak Up

Webform or Hotline without identifying yourself, you will be given a unique code which allows you to get status updates on your report whilst maintaining anonymity.

The Chair of the Audit and Risk Committee is informed of any Speak Up reports and, together with the Compliance Officer, will define the next steps. All Speak Up investigations relating to accounting, internal accounting controls, auditing matters, or a potential violation of federal securities laws or the Foreign Corrupt Practices Act will be overseen by the Chair of the Audit and Risk Committee. All other reports will be investigated by the Compliance Officer who may call on other parties, such as external counsel, for support. COMPASS takes precautions to protect the confidentiality of anyone using the Speak Up line (subject to applicable law, rule or regulation, or to any legal proceedings).

COMPASS has a non-retaliation policy which expressly forbids retaliation against anyone who reports suspected misconduct when they are acting in good faith, on the basis of a reasonable belief. Any person who participates in any such retaliation is subject to disciplinary action, including termination.



Governance of the Code

Communication of the Code

All directors, officers, employees, and others who work for, or represent COMPASS will be provided with a copy of the Code and will be asked to review and sign a periodic acknowledgment. This includes Code updates that will be provided from time to time. A copy of the Code can be requested from the Compliance Officer, or by accessing the Company's website [here](#).

Monitoring Compliance

The Audit and Risk Committee is responsible for monitoring compliance with the Code by reviewing reports of non-compliance and when appropriate, imposing and enforcing appropriate disciplinary measures for violations. The Audit and Risk Committee will report any confirmed violations of the Code to the Board.

Disciplinary measures for violations of the Code may include, but are not limited to, counselling, oral or written reprimands, warnings, probation or suspension with or without pay, demotions, reductions in salary, termination of employment or service, and restitution.

Amendments and Waivers

The COMPASS Board of Directors endorses the Code of Business Conduct and Ethics. The Audit and Risk Committee reviews the Code on an annual basis to ensure it remains relevant and appropriate. All amendments or updates to the Code must be approved by the Board.

In principle, there should be very few waivers to the Code or any of the supporting policies as they have been designed to protect COMPASS and our stakeholders and comply with legal and regulatory requirements. For employees and those acting on behalf of COMPASS who are not directors or executive officers any waivers of the Code must be endorsed by the Compliance Officer.

Waivers of any provision of the Code for the benefit of a director or an executive officer are only permitted when approved by the Board. Such waivers must be disclosed to COMPASS's shareholders in accordance with the relevant rules and regulations. Executive officers include COMPASS's principal executive, principal financial officer, principal accounting officer or controller, or persons performing similar functions.





Our People



Our People

Our people are our key strength. We are passionate and committed. This section defines COMPASS's commitment to providing a respectful, inclusive and safe working environment which aims to offer equal opportunities to all and values diversity.



Our working environment

COMPASS strives to be a responsible organisation, through the working environment we create for our team, the way we engage with our stakeholders, and our business practices. We are building a vibrant culture that is aligned with our values of being compassionate, bold, rigorous and inclusive. We take a proactive approach to assessing our workplace environment.

Bullying & Harassment

COMPASS believes in the right to be treated with dignity at work and does not tolerate bullying or harassment of any kind, whether this is face-to-face, verbal, written, or electronic, by one person or a group, inside or outside company premises. COMPASS investigates reports of bullying and harassment and works to take appropriate action.

Our anti-bullying and anti-harassment policies form a component of COMPASS's commitment to a discrimination- and harassment-free work environment where everyone is treated with respect.

Equal Opportunities

COMPASS is committed to providing equal opportunities. This means that all applicants and colleagues are treated appropriately and fairly; there is no discrimination because of age, gender, race, sexuality or any other protected characteristic. This applies to all aspects of employment - from recruitment, compensation, training, career development, to retirement or separation of employees from the business.

Diversity, Equity and Inclusion

COMPASS values diversity and recognises the strengths and talents brought to the workplace by our colleagues. COMPASS values everyone's contributions and we believe everyone should have an equitable chance to succeed.

We are building a team that is diverse, and a culture that values everyone's ideas and lived experience. We act on our commitment through our Diversity, Equity and Inclusion (DEI) Council, which provides the governance and support needed to progress existing DEI work and accelerate new initiatives, both internally and externally.

Talent and Performance

We want to attract and retain the best people. COMPASS is focused on developing the potential of our employees through our talent and performance management programmes.

- Everyone at COMPASS has the opportunity to develop their behaviours and skills and we support employees to achieve their career aspirations. We have a career development model that helps each of us develop to our highest potential based on a set of core competencies.
- We believe that performance management means aligning each employee's efforts to COMPASS's business goals which allows us to raise our game and helps to achieve and maintain our competitive advantage. All employees have individual goals aligned to our company goals and we assess performance based on both "what" and "how" these are delivered. We reward high performance.

What can I do?



Help to drive a positive COMPASS culture – treat others the same way you would like to be treated



Be inclusive – invite everyone in the meeting to contribute



Be aware of your unconscious biases



When writing e-mails and other communications, check your tone and intent before you hit "send"



Speak Up if you have a concern, something doesn't feel right, or if you see or suspect discrimination, bullying, or harassment

Find out more:

- Training Policy
- Promotion Policy and Process
- Recruitment Policy and Process
- Diversity, Equity and Inclusion Policy
- Anti-Bullying Policy (UK)
- Anti-Harassment Policy (UK)
- Anti-Harassment Anti-Bullying Policy (US)

Protecting our people

COMPASS is committed to managing health, safety and well-being in the workplace. We want to create a safe and healthy working environment for ourselves, those who visit our premises, and those who are affected by our work.

Well-being

COMPASS's goal is to be a leader in creating a workplace that reduces the stigma of mental illness, and supports its employees in staying well, both physically and mentally. We place a significant emphasis on prioritising the health and well-being of everyone working at COMPASS. We have a holistic approach to well-being, including general health, physical activity, mental well-being, social well-being and psychological safety. Everyone has a responsibility to help foster a community of well-being within COMPASS.

Occupational Health & Safety

COMPASS is committed to creating a safe and healthy workplace so everyone can thrive. We aim to achieve this by assessing, preventing and controlling health and safety risks that arise from our activities.

Each one of us must take responsibility for our own health and safety, and that of our colleagues. We recognise that all staff share responsibility for safe working conditions; our focus is on consultation and providing appropriate training and supervision so our work can be performed competently and safely.

What can I do?



Take responsibility for your own health and safety, and that of your colleagues



Report all accidents and injuries as well as unsafe equipment, practices or conditions



Promote a community of well-being; help your colleagues keep well



Access the resources available through our Employee Assistance Programme

Find out more:

- Health & Safety Policy (UK)
- Diversity, Equity and Inclusion Policy
- Global Employee Assistance Programme
- Well-being Community Lead

Working
with
Patients

Working with Patients



Working with Patients

At COMPASS, our vision is a world of mental wellbeing. This section outlines how we work with patients, particularly during our clinical trials, to protect their safety and well-being.



Patient Engagement

As a patient-focused organisation, COMPASS seeks input from patients and patient advocacy groups from around the world to understand their unmet needs. We must engage with patients in a way that is respectful of their personal circumstances, and compliant with all legal requirements, regulations, and our policies.

Clinical Research

COMPASS conducts clinical trials to assess the safety and efficacy of our therapies in improving mental health. We will conduct all of our clinical trials in line with Good Clinical Practice (GCP) guidelines to protect the rights, safety and well-being of trial participants, and to support the production of credible data. Further information is available under [“Managing our Business”](#) in the Research & Development section.



Clinical Research (continued)

- All clinical trials conducted by COMPASS are subject to independent review by ethics committees to help ensure that the rights, safety, and well-being of the trial participants prevail over interests of science and society.
- There is no obligation to participate in our clinical trials. We explain the potential benefits, risks, and alternatives so that all potential trial participants can make an informed decision to take part.
- We safeguard our clinical trial participants through our psychological support model. Our therapists undergo a robust training programme so they can deliver psychological support and generate a sense of psychological and physical safety for trial participants. During the trial, we monitor therapist fidelity to the support model to help drive consistency, which is important in the context of clinical research.
- We provide strong medical and safety oversight of our clinical trials through our Clinical Safety team, including a robust Adverse Event reporting process, with appropriate medical cover, for our investigational compounds.
- We are committed to sharing our learnings with the scientific community. We communicate our clinical research outcomes to support scientific exchange and contribute to scientific knowledge in the field of mental well-being. We do this in a way that is non-promotional. Non-promotional activities and interactions are those that have no commercial- or sale-based objectives and which do not promote the prescription, sale, or distribution of health care products.

What can I do?



Complete your required training in a timely manner so you understand the appropriate standards that must be applied to your work



Immediately report any potential adverse events relating to clinical trial participants to the Clinical Safety team



Immediately report any potential misconduct, fraud, breach of GCP guidelines to Quality leadership



Speak Up if you believe or suspect that we are not in compliance with any legal and regulatory requirements or COMPASS's policies

Find out more:

- Pharmacovigilance Policy
- Scientific Engagement Policy
- Data Governance Policy
- Data Protection Policy
- Oversight of Clinical Trial Safety (SOP)
- Regulatory Inspection Management
- Patient and Public Involvement (SOP)
- Investigator Initiated Studies (SOP)

Managing
our
Business

 **COMPASSION**
Navigating Mental Health Pathways

Managing our Business



Managing our Business

COMPASS is committed to ethical business practices. This section outlines how we conduct our business, deliver our objectives, manage our data and information, and comply with relevant laws, regulations, and regulatory standards.

Compliance

COMPASS is committed to compliance with all legal and regulatory requirements. We see this as the minimum standard and recognise that ethical business practices and behaviours require more than compliance with the law.

Compliance with the law and our policies is the responsibility of all COMPASS directors, employees and representatives working on our behalf. We must all do the right thing; if you are unsure of the right action to take, please speak to your line manager or contact the COMPASS Compliance Officer.

Healthcare Compliance

As a clinical-stage pharmaceutical company focused on mental health, COMPASS is held to high ethical standards by legislators, regulators and patients. Our shareholders also expect us to deliver ethical business performance. We need to live up to these standards and behaviours in all aspects of our work. This is how we build and sustain trust and establish our reputation as an ethical company.

Many of the codes that apply to pharmaceutical companies are voluntary. Examples include the PhRMA Code in the U.S. and the PMCPA, EFPIA and ABPI Codes in the U.K. and Europe. COMPASS is committed to following the letter and the spirit of these codes where they apply to clinical-stage research organisations. We capture these requirements through this Code and our policies; all employees and those working on our behalf must follow our policies and procedures.

Within this section:

- [Compliance](#)
- [Quality and Regulatory Systems](#)
- [Communications](#)
- [Assets & Information](#)
- [Third Parties](#)
- [Business Continuity](#)



Healthcare Compliance (continued)

- *Interaction with health care professionals (HCPs), health care organisations (HCOs) and other decision-makers* – COMPASS interacts with various members of the scientific and technical community as we develop our research and commercial strategies. We are committed to doing this in a way that is non-promotional, supports scientific exchange and is in line with good scientific information practices.
- *Interactions with Patients and Patient Organisations* – COMPASS seeks input from patients to understand their unmet needs as we focus on developing new therapies. We recognise that patients are vulnerable; all patient interactions will be considerate and respectful.
- *Interactions with the public, including journalists* – Any information that COMPASS makes available to the public, directly or indirectly through journalists, will be factual and balanced. We are committed to honest communications; we will not raise unfounded hopes of successful treatment nor be misleading about the safety of our investigational product.
- *Fair Market Value (FMV)* – Payments for services delivered by HCPs, HCOs, other technical advisors, and patients must be legitimate, appropriate and in line with COMPASS's FMV framework.

Privacy

COMPASS is entrusted with the personal information of various parties, including our employees, clinical trial participants and investigators, employees or principals of our business partners, and other individuals with whom we come in contact.

COMPASS is committed to conducting all business and operational activities which involve the collection or processing of proprietary information, confidential information, personal data or Personally Identifiable Information (PII), with reasonable care, in an ethical manner, and in compliance with applicable laws and regulations. COMPASS requires that employees respect the privacy rights associated with such information and data at all times.

COMPASS applies the principles of the U.K. General Data Protection Regulation (GDPR) wherever we operate. Personal information must be:

- Processed lawfully, fairly and in a transparent manner
- Collected only for specified, explicit and legitimate purposes
- Adequate, relevant and limited to what is necessary
- Accurate and, where necessary, kept up to date
- Retained only for as long as necessary
- Processed in an appropriate manner to maintain security

COMPASS, our employees, and people acting on our behalf, are responsible for compliance with our privacy commitments, and for keeping appropriate records to demonstrate that we are compliant.

Bribery & Corruption

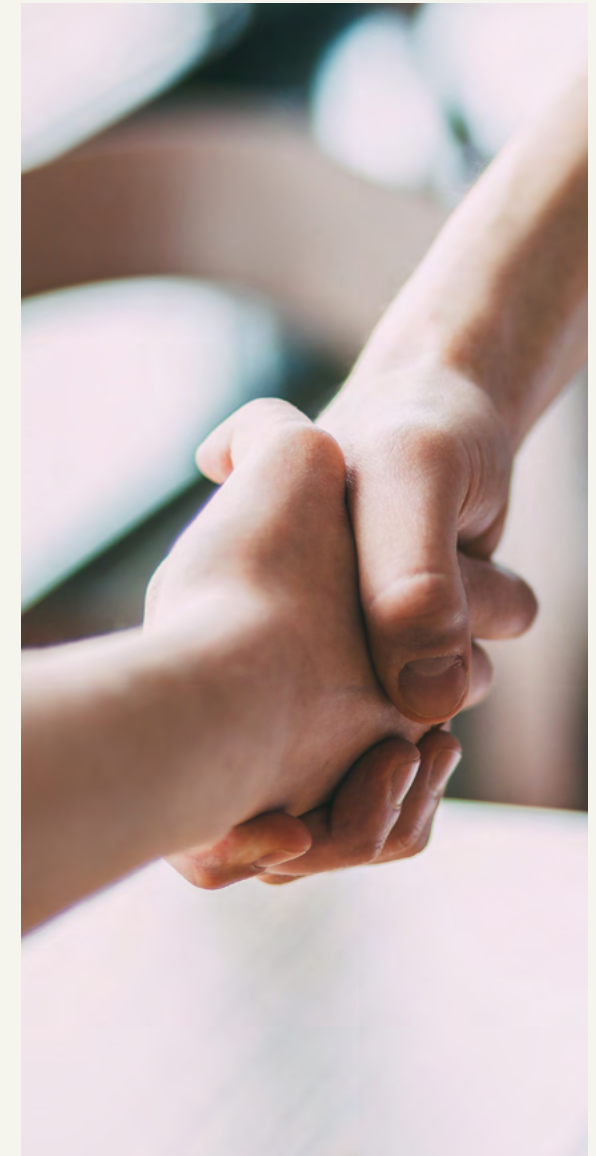
Bribes are gifts or favours given in exchange for a business benefit. Giving and receiving bribes is against the laws of many countries and is not permitted by COMPASS under any circumstances. There is no threshold amount; any amount could be construed as a bribe if it is offered in exchange for favourable treatment or inducement to do something that is dishonest or improper. The bribe does not actually have to be given; the promise or offer alone is prohibited.

Bribes are a form of corruption. Corruption creates an unfair competitive environment. COMPASS and our third-party representatives are subject to a variety of cross-border anti-corruption laws, such as the Foreign Corrupt Practices Act (FCPA), the Anti-Kickback Statute, and the False Claims Act in the United States, and the Anti-Bribery Act in the United Kingdom.

This is particularly important when it comes to providing goods or services to governments or government officials.

Corrupt practices include paying inflated payments for commissioned work, facilitation payments, inappropriate entertainment, payment of cash or gifts to family members, paying for non-business-related travel such as a spouse attending an event, political or charitable donations, or anything of value to the other party.

- No COMPASS employee or representative, either directly or through a business associate or other third party, may make a payment, bribe or kickback, or offer an improper financial advantage to any person to progress COMPASS's business interests.
- No COMPASS employee or representative should accept a payment, bribe or kickback, or offer of improper financial advantage in connection with COMPASS's business.



Gifts & Hospitality

The purpose of business entertainment and gifts in a commercial setting is to create goodwill and sound working relationships, not to gain unfair advantage with suppliers, collaborators, and their employees. Giving and receiving gifts or entertainment of substantial value creates the impression of an obligation to reciprocate and, thus, an unfair advantage.

Cash, gift cards and gift certificates are not acceptable gifts and may not be given nor received by COMPASS employees, nor anyone working on our behalf. While receiving gifts of nominal value, such as a pen, a notebook, coffee mug, etc. is acceptable, anything worth more than a nominal amount must not be accepted. Accepting any gift or offer of entertainment of any value is prohibited if it creates even the appearance of impropriety.

Corporate Opportunities

Directors, officers and employees have a duty to advance COMPASS's legitimate business interests when the opportunity arises. You are prohibited from:

- Diverting to yourself, or to others, any opportunities that are discovered through the use of COMPASS's property or information, or as a result of your position with COMPASS, unless that opportunity has first been presented to, and rejected, by COMPASS;
- Using COMPASS'S property or information, or your position, for improper personal gain; or
- Competing with COMPASS.



Conflicts of Interest

COMPASS is committed to ethical behaviour and decision-making free from outside influences. All decisions need to be in the best interests of COMPASS.

A conflict of interest occurs when a person's actions, ability to make decisions or perform their responsibilities is influenced, or has the perception of being influenced, by a personal interest. This might include working or conducting business with someone with whom you, or a family member, have a close personal relationship, investing in one of our suppliers, customers, business partners, or competitors, or owning or working for a company that competes, does business, or wants to do business with COMPASS.

COMPASS requires anyone who works for or represents COMPASS to declare any actual or potential conflicts to the Compliance Officer. The Board or a sub-Committee of the Board may then be notified of any material risks. Actual or potential conflicts of interest involving the Compliance Officer should be disclosed directly to our CEO.

Anyone with a conflict must be excluded from participating in activities, discussions, deliberations or decisions relating to that conflict, unless effective mitigating actions have been identified, approved by the Compliance Officer, and implemented.

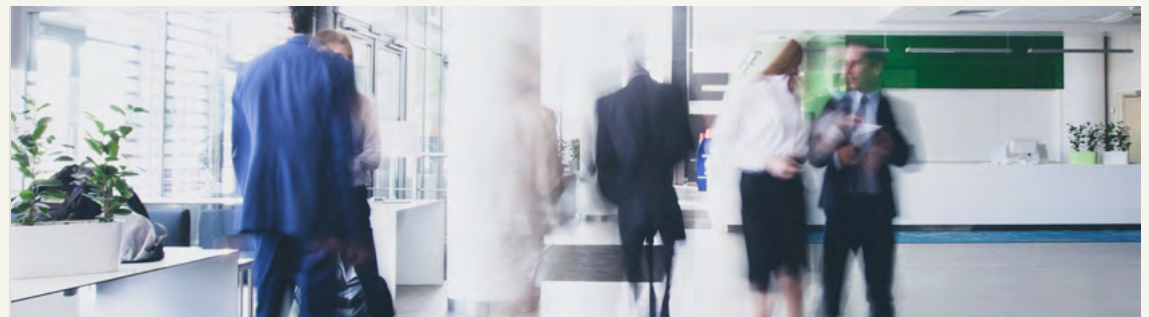
Accepting External Roles

While we recognise and respect the right of our directors, officers and employees to engage in outside activities that are considered proper and desirable, these roles must not impair or interfere with the performance of your duties to COMPASS nor your ability to act in COMPASS'S best interests. Any outside activities that create a potential or actual conflict of interest may result in a loss of impartiality, impairment of judgment, and interference with legitimate interests of our organisation.

If you wish to accept an additional position, whether advisory or paid, in a non-profit or for-profit organisation, prior permission from the Compliance Officer is required, and the CEO will be informed.

Additional rules apply to members of the Executive Team. Prior permission is required from the CEO and the Nominating and Corporate Governance Committee will be informed. Should the CEO wish to accept a role with another entity, prior permission is required from the Nominating and Corporate Governance Committee, who will inform the Board of their decision.

These decisions are at the sole discretion of the approver or approving body and may include conditions to address any potential conflicts of interest.



What can I do?



Recognise that compliance with the law is our minimum requirement. Always follow COMPASS's policies and procedures



Speak to your line manager or the Compliance Officer if you believe we are not acting in compliance with any legal and regulatory requirements, or our own policies, or if you are unsure of the right action to take in a situation



Process data in line with the GDPR principles and ask our Data Protection Officer if you are not sure



Report any potential data breaches to our Data Protection Officer so these can be investigated



Never offer or provide a payment or other benefit to government officials, HCPs or third-party organisations that is intended to influence their decision-making process in favour of COMPASS or enhance their perception of our organisation and/or our investigational product(s)



Do not offer or accept anything that could be perceived as a bribe whilst working for or on behalf of COMPASS



Contact the Compliance Officer if you have a personal conflict of interest, or if you believe someone else has a potential conflict



Get approval from the Compliance Officer before accepting additional roles outside COMPASS



Speak Up if something doesn't feel right, or if you see or suspect any behaviours that could be interpreted as bribery and corruption

Find out more:

- Interaction with HCPs, HCOs and Government Officials Policy
- Advisory Board Policy
- Scientific Engagement Policy
- Healthcare Professionals as Consultants Policy
- HCP Fair Market Value Determination Policy
- Data Protection Policy
- Data Governance Policy
- Handling Data Deletion and Transfer Requests
- Processing Personal Data (SOP)
- Handling of Personal Data Breaches (SOP)
- Foreign Corrupt Practices Act and Anti-Corruption Policy
- Gifts and Hospitality Policy
- Conflicts of Interest Policy

Quality and Regulatory Systems

The safety and quality of COMPASS products and services are essential to health care providers and patients. COMPASS is committed to quality throughout all our operations including our research and development activities, our therapist training programme, and our digital applications.

As a COMPASS director, employee, or someone acting on our behalf, you are responsible for building quality into everything we do. This involves applying “right first time” principles in our daily activities, driving continuous improvement, and learning from our mistakes.

COMPASS maintains Quality and Regulatory systems that conform to all applicable laws. These are described in policies, standard operating procedures and work instructions. These documents specify the “way we work” at COMPASS. All employees and those acting on our behalf are responsible for compliance with these policies and procedures. Everyone is accountable for ensuring they complete their required training in a timely manner to demonstrate they have the right competencies to fulfil their role, and their knowledge is up to date.

Research & Development

At COMPASS, we conduct innovative research, development, and manufacturing to the highest standards of ethics and integrity everywhere we operate. We follow the laws, regulations, codes, guidelines, and good practice standards related to safety, quality, research, and bioethics to deliver work which is not only legally, but also ethically, justified.

- We are dedicated to patient safety during our clinical trials, and we maintain controls to ensure the safety, efficacy, and quality of our investigational products. We identify, report, and address issues affecting people, products, or processes, including adverse events, to help to ensure accurate safety profiles.
- We design clinical programmes to maximise potential benefits for our intended patient populations while minimising risks. We follow relevant informed consent procedures and protect personal data.
- We support such principles as the Declaration of Helsinki and the Convention on Biological Diversity. We perform investigations using human biological samples to drive greater understanding of diseases, improve diagnosis, and develop new treatments.
- We have established a company-defined standard, Good Research Practice, to ensure our scientific publications are based on sound scientific research and that reports are reliable.
- We carefully consider the use of animals in our research and apply a single global standard. We apply the 3Rs (Replacement-Reduction-Refinement) and are open about our work. We do not use Great Apes or wild-caught primates.

As an employee, or someone acting on our behalf, you are responsible for compliance with our GxP commitments, and for keeping appropriate records to demonstrate that we are compliant.

COMPASS is subject to routine or non-routine inspection by regulatory authorities. In addition, COMPASS could be the subject of a regulatory investigation. We are committed to cooperating fully with government agencies conducting inspections and investigations.

If you learn of any potential adverse events (serious adverse reactions or suspected unexpected serious adverse reactions, also known as SARs and SUSARs, respectively) or receive any complaints that relate to our investigational drug(s) and device(s), you must report the relevant information immediately.



What can I do?



Flag any potential adverse events to the Clinical Safety team and any potential quality issues or complaints to the Quality team



If you are contacted by any government agency regarding a non-routine request for information or an inspection, please inform the Quality team



Build quality into everything you do and deliver “right first time”



Understand the impact of your role on our regulatory requirements and comply with our GxP commitments



Complete your training in a timely manner to ensure your knowledge and understanding remains current

Find out more:

- See our Quality Management System (MasterControl)

Communications

COMPASS is committed to providing timely, accurate and complete information to the media, shareholders, analysts, and the general public. As you might expect, COMPASS is subject to many regulations regarding how it communicates about its investigational product(s), clinical trials, and other business information. This means we need to manage **who** provides the information, **what** information is provided, and **to whom** and **when**.



External Communications

The way we communicate externally is critical to building trust and maintaining our reputation. To ensure our external communications are appropriate, only designated spokespersons can post official COMPASS communications. These need to be approved by the Communications team and must comply with our Corporate Communications Policy.

External communications about COMPASS's progress and investigational product(s) must be science-based, objective, fair, balanced, and not include any claims of safety and efficacy. All communications about our investigational product(s) must be non-promotional.

If you are asked to make an external presentation or write an article, first consult your line manager. You should not commit to this type of engagement without approval from the Communications team. You must follow applicable internal procedures which may include reviews by the Communications, Legal, Regulatory, Quality and Compliance teams. If you are approached by the media, market professionals, or securities holders, be courteous and professional, but do not volunteer information. Refer any external or media inquiries to the Communications team.



Internal Communications

Internal communications are also important. When you are communicating internally through e-mail, Slack, texts, and other formal/informal communication systems, remember that business records and communications often become public. You should avoid exaggeration, humour or sarcasm, derogatory remarks, or speculation. Seemingly harmless statements can be misconstrued when reviewed by government regulators, adversaries in litigation, or courts.

Social Media

COMPASS is committed to the ethical use of social media as part of the company's overall strategy. Inappropriate use of social media can damage both personal and company reputations, and compromise security, privacy, and intellectual property (such as patents and copyrights) so we have designated spokespersons who are the only people who can post on our behalf. Official social media posts need to comply with our Corporate Communications Policy.

As a COMPASS director, employee or someone working on our behalf, you are responsible for what you communicate both inside and outside the workplace. You should always use good judgment before posting on social media and never share confidential information about COMPASS.



What can I do?



When you are writing internal communications, including e-mails, think how they would appear to an external party.



Never appear to speak publicly for COMPASS unless you are expressly authorised to do so. Refer any external inquiries to the Communications team.



Think before you post anything on the internet or social media – consider anything posted as permanent (even if it is later deleted – people take screenshots!).

Find out more:

- [Corporate Communications Policy and Procedures](#)
- [Social Media Guidelines](#)
- [Media & Investor Relations Policy](#)

Assets & Information

COMPASS is committed to protecting our valuable assets and information. As an employee or someone working on behalf of COMPASS, you are entrusted with the appropriate use and preservation of a wide range of our organisation's assets, including financial assets, technology such as hardware and software, equipment such as furniture and stationery, and intellectual property. You must use these resources exclusively for work-related activities and protect them from theft, contamination, damage, misuse or use by unauthorised parties. You should never use COMPASS assets or information for personal gain.

Confidential Information

We all play a part in keeping our information safe. Sharing any confidential, proprietary information with competitors, the public, or even friends or family can seriously damage COMPASS's competitive position, legal standing and reputation.

We must take precautions to protect our confidential information and the confidential information entrusted to us by individual outside COMPASS and other companies by requiring our business partners and visitors to sign a non-disclosure or confidential disclosure agreement (NDA or CDA), only sharing confidential or sensitive information to those within COMPASS who have a need to know such information to perform their responsibilities, using passwords on our computers, encrypting information sent electronically, physically locking up equipment and clearing desks, and avoiding sharing sensitive information in public places where our conversations might be overheard. We also need to consider our hybrid work environment where family members may become aware of confidential information; they need to be informed of the sensitivity of this knowledge. We need to store and dispose of confidential information safely and remain vigilant whether in the home or office environment.

You must also abide by any obligations that you have to any former employer. These obligations may include restrictions on the use and disclosure of confidential information, restrictions on the solicitation of former colleagues, and non-competition obligations.



Intellectual Property

COMPASS's intellectual property (IP) is the cornerstone of our present and future success. Our IP includes patents, trade secrets, technology training content, trademarks, copyrights, design rights, domain names and logos.

You must take positive steps to protect COMPASS's IP as well as respect the IP rights of others. Contact the Legal team before you use pictures, videos, music, and/or anything else that may be the intellectual property of COMPASS or another organisation/individual.



Information and Cyber Security

COMPASS is committed to protecting our information and information systems from unauthorised access and use. We are all responsible for using technology appropriately and professionally.

- COMPASS business and communications should only be conducted using COMPASS-authorized IT systems and devices. Do not use your personal email addresses to conduct COMPASS business or to send, transmit, or receive COMPASS information.
- Only use COMPASS-authorized software/digital applications. The copying or use of unlicensed or “pirated” software on company computers or other equipment to conduct COMPASS business is strictly prohibited.
- We all need to be guardians of COMPASS data. We all must follow the IT processes and practices that protect our networks, computers, programmes and data from attack, unauthorised access, and damage. Make sure you install all software updates required by IT.
- We also need to beware of phishing attempts and use caution when opening email attachments from unknown senders or clicking on suspicious links. Report any cyberattack (phishing, malware, etc) to the IT team.

COMPASS reserves the right to monitor e-mail, voicemail messages and internet use; we do this in compliance with local legal standards. COMPASS may also access and inspect files stored on computers, removable media, and the COMPASS network.

Data Integrity and Data Accuracy

Data integrity is essential to all our processes. We make business decisions based on data. Routine processes such as payroll and benefits rely on data. Accurate information is essential to COMPASS's ability to meet legal and regulatory obligations, particularly when we report financial information to our regulators and to our shareholders. Our financial statements must conform to generally accepted accounting rules and our own accounting policies.

In addition, COMPASS is a research-driven organisation - our research data must be attributable, legible, contemporaneous, original, and accurate (these are known as the ALCOA principles). Pharmaceutical regulators rely on our data when they assess whether our product(s) and processes are safe and effective. Patients need to know that our underpinning evidence base is sound.

All COMPASS employees, and anyone working on our behalf, are responsible for maintaining the integrity of data in all parts of the business and ensuring there are appropriate records in place to demonstrate that our data is accurate. Records must be maintained in accordance with all applicable regulations and standards and accurately reflect the true nature of the transactions and activities.

Maintaining data integrity includes deleting data when it is no longer required, in line with our Records Retention and Destruction Policy.

Artificial Intelligence

COMPASS uses digital technology, including artificial intelligence (AI), to collect and analyse clinically relevant information for research purposes.

COMPASS is committed to following the ethical principles outlined in the World Health Organisation publication "Ethics and Governance of Artificial Intelligence for Health" (2021) where they apply to our activities. This includes protecting human well-being and safety, and the public interest, meaning that we need to ensure our use of AI protects human autonomy and is safe, accurate and effective.



What can I do?



Protect our confidential information and intellectual property. Always be mindful of the IP of others. Consult with the Legal team if you are unsure



Ensure all publications, posters, presentations or other external scientific and technical communications are reviewed by Legal and Compliance before publication to protect our intellectual property and ensure compliance with legal and regulatory requirements



Apply ALCOA principles to our data to ensure integrity



Never use personal e-mail addresses to conduct COMPASS business or to send, transmit, or receive COMPASS information



Do not use COMPASS equipment or information systems to create, store, or send content that others might find offensive



Do not use personal storage devices (such as a USB thumb drive or flash device) with COMPASS equipment



Do not share passwords or allow other people, including friends and family, to use COMPASS resources



Lock your workstation when you step away and log off COMPASS systems when you complete your work for the day



Only use software that has been properly licensed and equipment which has been approved for use by IT



Never make false or misleading entries in COMPASS's books or records, for any reason



Ensure that any disbursement of corporate funds or other corporate property is supported by adequate documentation

Find out more:

- [Acceptable Use of Company Assets Policy](#)
- [Information Security Policy](#)
- [Clean Desk Policy](#)
- [Records Retention and Destruction Policy](#)

Third Parties

COMPASS works with numerous third parties including suppliers, manufacturers, business partners, and outsourced service providers. They are an essential part of our business, and they often provide expertise that COMPASS is unable to source or develop internally. We aim to work with suppliers and other third parties whose values align with our own.

Third Party Risk Management

COMPASS is committed to managing the risks that result from working with third-party vendors or service providers, to minimise the downsides and maximise opportunities. If you work with third parties, you must follow our Third-Party Lifecycle Management Principles to ensure that the risks arising from outsourcing services and products are managed effectively. This process outlines how we choose the right third party, how we put in place appropriate contracts to protect COMPASS, how we manage the performance of third parties during the contract period and what happens when the contract ends.

Honest and Ethical Conduct and Fair Dealing

COMPASS is committed to always deal honestly, ethically, and fairly with third parties. COMPASS only seeks competitive advantages through superior performance and never through unethical or illegal business practices.

COMPASS prohibits stealing proprietary information, possessing trade secret information obtained without the owner's consent, or inducing such disclosures by past or present employees of other companies.

As a COMPASS director, employee or representative, you must respect the rights of, and deal honestly, ethically, and fairly with, our suppliers, collaborators, competitors, and their employees. Do not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other intentional unfair dealing practice.



Antitrust and Competition

Antitrust and competition laws regulate how we interact with our suppliers and potential competitors. They ensure fair competition between businesses through rules to control monopolies and prevent unfair business practices. COMPASS will comply with antitrust and competition laws throughout the world. These laws are cross-border, meaning they apply wherever COMPASS operates.



What can I do?



Ensure that vendors are selected and managed in line with our Third-Party Lifecycle Management Principles



Ensure the correct privacy agreements are in place with vendors processing personal data



If you are responsible for managing the lifecycle of a contract, make sure that we are getting the right level of service and performance from our third-party partner and that COMPASS is fulfilling our contractual obligations



Respect our suppliers, collaborators, competitors, and their employees and deal honestly, ethically, and fairly with them



Avoid discussing information that could be seen as violating antitrust or competition laws with our potential competitors



Highlight any compliance risks associated with third parties that you believe are not being managed appropriately to the General Counsel or the Compliance Officer. If the risk impacts GxP, also contact the Quality team.

Find out more:

- Third-Party Lifecycle Management Principles
- Selection and Management of Vendors Policy
- Healthcare Professionals as Consultants Policy
- HCP Fair Market Value Determination Policy
- Risk Management Policy

Business Continuity

COMPASS is committed to maintaining essential functions during and after an emergency or disruption so we can continue with minimum impact on our business activities. Our focus is on protecting our employees, patients, and other stakeholders.

We do this by building resilience into our operations. For example, COMPASS uses Software as a Service (SaaS) platforms for all our key IT systems and does not rely on our own physical IT infrastructure for our operations; no single location is critical to our business operation.

All COMPASS employees and those working on our behalf play a role in business continuity. Make sure you are familiar with our business continuity plans and understand how an emergency or crisis will be managed by COMPASS.

What can I do?



Familiarise yourself with COMPASS's business continuity plans so you understand what actions to take in the event of an emergency or crisis



If you are unsure, please speak to your line manager or the Compliance Officer

Find out more:

- Crisis Management and Business Continuity Policy
- Business Continuity & Disaster Recovery Plan (SOP)



Our Role
in Society

Our Role in Society



Our Role in Society

COMPASS is building a business that supports patients, health systems, and society in a way that reflects our values. This section outlines our commitments to being socially conscious by upholding human rights, minimising our impacts on the environment, and ethically interacting with governments and policy makers.



Social impact

How we operate as a business is as important to us as the science we pursue and the therapies we are developing for patients. We are committed to creating a positive impact. We recognise our business practices have an impact on our entire value chain, from our employees to our partners and supply chain, to the environment. We expect all our employees, or anyone working on behalf of COMPASS, to be conscious of the social impacts of their behaviours and actions.

Human Rights and Modern Slavery

COMPASS is committed to respecting human rights both within the organisation, and externally, from patients to our business partners. We will not tolerate abuse of human rights and will work to address concerns as soon as we become aware of them. In addition, COMPASS will act if modern slavery or human trafficking, forced labour, or child labour, is reported anywhere in our business or supply chain.



Environment

COMPASS is committed to minimising the negative impacts our business activities have on the environment. From the impacts of our products to information technology to travel, we track our footprint and aim to continuously improve.

In addition, the COMPASS employee environmental committee (our Green Committee) promotes environmental stewardship through internal initiatives, such as an auction to reuse office technology.



What can I do?



Be conscious of modern slavery and Speak Up if you think anyone working at or for COMPASS is at risk



Speak Up if you see or suspect any abuses of human rights or if you have a concern about the practices of any of our vendors or suppliers



Be mindful of your transportation habits to reduce our environmental impact



Recycle materials in the office and when working from home to reduce our environmental impact

Find out more:

- See the [Impact section on our website](#)

Contributions to Society

COMPASS is judged on the ways we interact with charities, research partners, politicians and political parties, and society in general. Our values - being compassionate, bold, rigorous, and inclusive, along with our business ethics - drive the way we interact with society and how we sustain the trust of our stakeholders.

Grants & Donations

Grants and donations are funds, benefits-in-kind or services given without charge to the recipient(s) and without expecting anything in return. COMPASS supports legitimate causes that are aligned with our vision and objectives and is transparent when we authorise grants and donations. We do this by ensuring there are robust supporting approval processes. Our Compliance Committee provides oversight of all donations. Grants must be endorsed at the Executive level. You should not commit to providing grants and donations on behalf of COMPASS without going through the proper processes.

COMPASS employees who are involved outside of work in fundraising activities for registered charities may approach their colleagues for support and donations providing this is on an occasional basis; however, no pressure should be put on individuals to contribute. If you are raising funds for non-charitable causes or on behalf of another party, you should seek permission from the Compliance Officer before approaching your colleagues.

Political Activity and Lobbying

COMPASS works ethically with governments and officials. We recognise that lobbying on behalf of COMPASS is permitted, but this activity is highly regulated by laws and regulations. To ensure the highest standards, all corporate contributions or political activities are reviewed and endorsed at the Executive or Board level.

Employees are encouraged to participate in the political process as individuals. You must do this in your own time, and at your own expense. You must never suggest that you are speaking or lobbying on behalf of COMPASS without formal authorisation. COMPASS resources must not be used for political contributions or in support of any political party, candidate, or activity.

What can I do?



Ensure all grants and donations follow the correct approval process



Feel free to participate in the political process as an individual; make it clear that your views are personal and not those of COMPASS



Do not lobby, give gifts, or otherwise try to influence the actions of government officials relating to COMPASS business interests or activities



Speak Up if you see or suspect any inappropriate behaviours around grants, donations, or political activity, or if you have a concern

Find out more:

- Grants and Donations Policy
- Interaction with HCPs, HCOs, and Government Officials Policy

Corporate Governance



Corporate Governance

COMPASS is a U.S. public company with headquarters in the U.K. This section outlines how we fulfil our responsibilities to our shareholders and comply with corporate governance requirements, maintain robust internal controls, and protect our company.



Trading and Investment

As a U.S. public company, COMPASS must comply with U.S. securities laws. These prohibit fraudulent activities in connection with the offer, purchase, or sale of securities. Securities are financial instruments that have a monetary value and can be traded. For COMPASS, this generally applies to our American Depositary Receipts, stocks, and shares.

Insider Trading

COMPASS is committed to preventing insider trading. Insider trading occurs when securities are bought or sold based on material, non-public information that a reasonable investor might consider important in making an investment decision, or that alters the total mix of information in the marketplace about the company.

In simple terms, material information is any type of information that could reasonably be expected to affect the market price of COMPASS securities or the securities of another company. Buying or selling COMPASS securities, or securities of another company, while in the possession of this material, non-public information gives you an unfair advantage over other shareholders and potential shareholders and is considered insider trading. “Tipping” or passing material, non-public information to another person so that they may purchase or sell securities is also considered insider trading.

In the course of your daily work, you have access to a variety of information about COMPASS and other companies that is not known to the general public. This includes financial results or forecasts, clinical trial results, communications with regulatory agencies, executive-level personnel changes, and mergers or acquisitions. Remember that you are a trustee of that information, and have a responsibility to keep it “inside,” or private, until it is disclosed officially via a public announcement by authorised COMPASS personnel, such as a press release.

Insider Trading (continued)

Some individuals who are “designated insiders” have access to material, non-public information on a routine basis due to their role. Specific trading procedures are in place for these individuals, their family members, and investment partners.

Following COMPASS’s Insider Trading Policy will help to ensure that you are not engaged in prohibited insider trading and avoid even the appearance of an improper transaction. If you are uncertain about the constraints on your purchase or sale of any securities, you should consult with the General Counsel.



Investor Relations

We have an investor relations function reporting to the Chief Finance Officer (CFO) to manage the communications between ourselves, the financial community, and other organisations. You should not communicate directly with investors or potential investors. Questions should be directed towards SVP Investor Relations.

What can I do?



Make sure you understand the laws and policies that govern insider trading, particularly if you are a “designated insider”



Contact the Legal team if you have any questions about insider trading



If you receive any communication from an investor or prospective investor, direct them to the CFO or the SVP Investor Relations



Speak Up if you see or suspect insider trading, or if you have any other concern

Find out more:

- [Insider Trading Policy](#)
- [Conflicts of Interest Policy](#)

Trade Controls

COMPASS transfers goods, services and technologies, including scheduled, controlled substances, across national and international borders. If you are involved in the import or export of goods as part of your role, you must comply with trade regulations.

Sanctions and export control laws may prevent or restrict us from doing business with a specific country, government, entities and individuals. COMPASS upholds these laws and will not engage in business with U.K.-, U.S.- or internationally-sanctioned bodies.

U.S. Government Contracts

COMPASS may receive monetary support directly or indirectly through contracts or grants from various U.S. government agencies in support of our discovery, development, and research activities.

COMPASS is committed to complying with the legal requirements associated with government funding and recognises that activities that may be appropriate when conducting business with non-government parties may be improper and even illegal when dealing with the government.

What can I do?



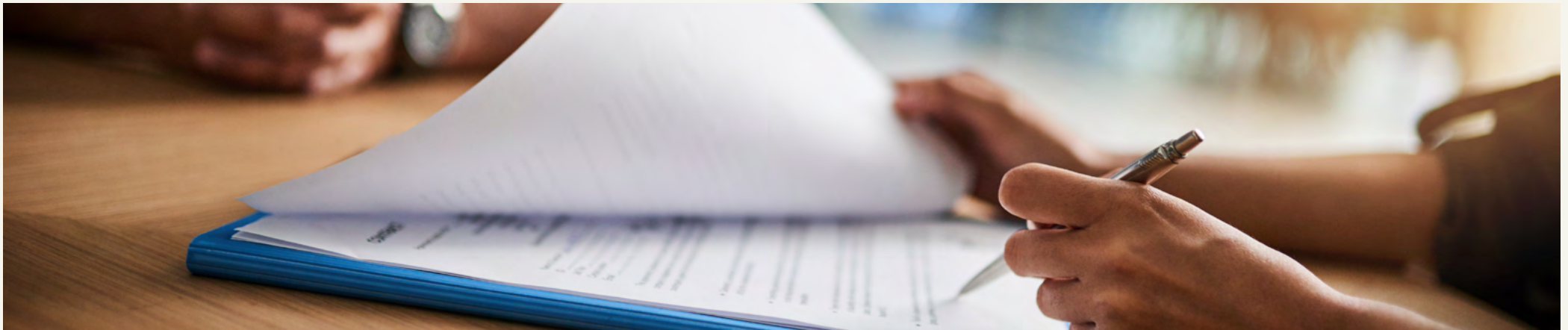
If you are involved in the import or export of goods, you must comply with trade regulations at all times



Speak Up if you see or suspect any breach of trade laws, or if you have a concern



Contact the Compliance Officer if you have any questions about Corporate Governance



Managing our Finances

COMPASS operates under both U.S. and U.K. reporting requirements. In the U.S., we are regulated by the Securities and Exchange Commission (SEC) and are required to file financial statements and other disclosures with the SEC. Additionally, we must comply with corporate governance and disclosure requirements as set forth in the listing rules of Nasdaq, the U.S. stock exchange on which COMPASS shares are traded. In the U.K., Companies House is the body that manages limited (Ltd) companies, and the Financial Reporting Council (FRC) provides oversight of corporate governance and accountancy standards, and annual reporting requirements.

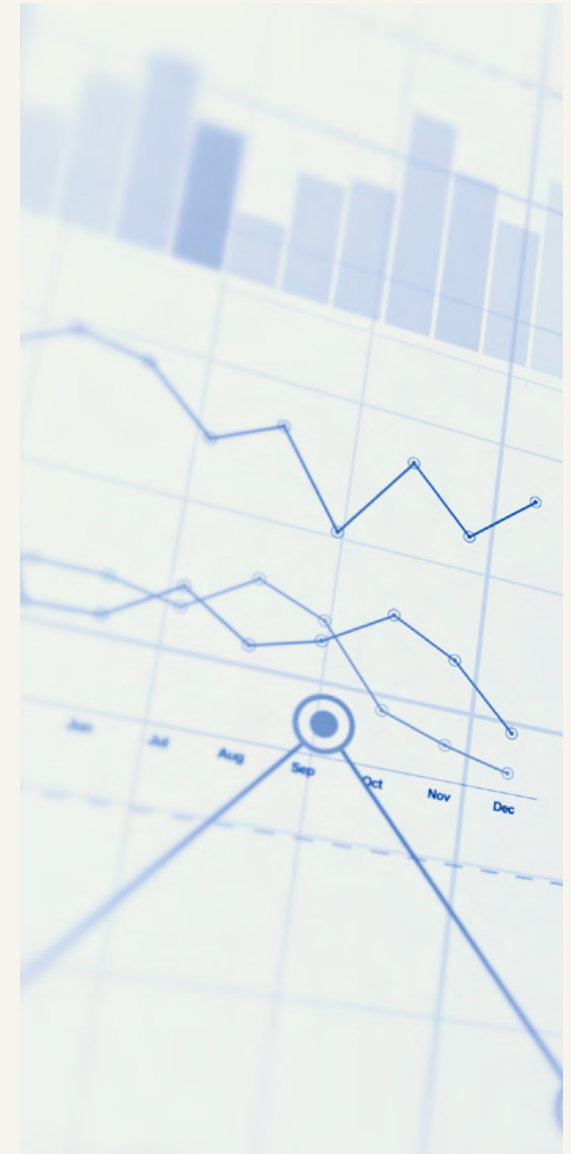
Financial Reporting & Controls

COMPASS is committed to complete and accurate recording, reporting and management of our financial obligations and resources. This allows us to make responsible business decisions and make appropriate disclosures to our financial regulators and our stakeholders, including our shareholders.

We do this by maintaining effective internal controls, compliant with the U.S. Sarbanes-Oxley Act and the U.K. Corporate Governance Code.

Our financial statements, any reports or documents submitted to the SEC or the U.K. Registrar of Companies, earnings releases and any public statements about our business and financial status must be true, accurate, complete, timely, understandable, and not misleading. For further information on Data Integrity and Data Accuracy, see the [“Managing our Business”](#) section.)

Officers, employees and designated consultants who are responsible for these filings and disclosures, including COMPASS’s principal executive, financial and accounting officers, must use reasonable judgment and perform their responsibilities honestly, ethically and objectively in order to ensure that this disclosure policy is fulfilled. COMPASS’s Disclosure Committee is primarily responsible for monitoring our public disclosure.



What can I do?



Document all business decisions and supporting rationales in a clear and transparent manner



Comply with our internal controls; follow financial and purchasing processes such as payroll, contract management, expense management, procurement of goods and services, third-party payments, and financial reporting



Check that you have secured the appropriate delegated authority to sign agreements and approve invoices on behalf of COMPASS



Ask your line manager or the Finance Department if you are uncertain whether a specific expense or transaction is legitimate



Speak Up if you see or suspect inaccurate financial activities or if you have a concern about how we are using our financial resources

Find out more:

- Expense Policy
- Delegation of Authority Policy
- List of Designated Signatories
- Risk Management Policy
- Third-Party Lifecycle Management Principles

