

**Procedures for  
Reporting Financial and Compliance Matters;  
No Retaliation Policy  
(Whistleblower Policy)**

Alkermes plc (the “Company” or “Alkermes”) is committed to preparing and disclosing transparent and accurate 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 these Procedures for Reporting Financial and Compliance Matters; No Retaliation Policy (Whistleblower Policy) (this “Policy”) is to make clear the Company’s commitment to compliance with all applicable laws that protect employees and, as applicable, “workers” (as defined in Appendix 1) against penalization, unfair treatment, victimization or retaliation as a result of their submitting any Complaints (as defined below) pursuant to this Policy, or their lawfully reporting information regarding, or their participating in, investigations involving corporate fraud or other violations of United States federal or state law or Irish law by the Company or any of its subsidiaries or its or their agents.

**Scope of Matters Covered by this Policy**

This Policy establishes procedures for: (i) the receipt, retention and treatment of reports received by the Company regarding the Company’s accounting, internal accounting controls or auditing matters and any violations or potential violations of the Company’s Code of Business Conduct and Ethics (the “Code”), the Foreign Corrupt Practices Act (the “FCPA”), Irish Criminal Justice (Corruption Offences) Act 2018 (the “ICJA”) and applicable bribery laws, the Federal False Claims Act, or any other laws or regulations, including without limitation, violations of an applicable United States federal or state securities law, breach of fiduciary duty arising under Irish law or United States federal or state law, or a similar violation of any law, including any Irish law or United States federal or state law by the Company or by any officer, director, employee or agent of the Company, or any other matter which might be considered a “relevant wrongdoing” under the Protected Disclosures Act 2014 (as amended, the “Protected Disclosures Act”), and (ii) the confidential and/or anonymous (as appropriate in the circumstances) submission of concerns regarding 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 transparent and accurate financial reporting, or activities or behavior that are illegal or questionable under, or have violated or may violate, the Code, the FCPA or ICJA, or other applicable law or which might be considered a relevant wrongdoing, in each case, in connection with the Company. This Policy applies to all of the Company’s and its subsidiaries’ directors, officers and employees and, as set out in Appendix 1, any person considered to be “a worker” under the Protected Disclosures Act. Reports and/or submissions made under this Policy will be referred to in this Policy as “Complaints”.

This Policy and the reporting procedures discussed herein do not relate to personal grievances which are addressed in accordance with other 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. Employees who believe they have been mistreated or have a personal grievance to report should refer to the Company’s applicable human resources policies.

Further detail in relation to the additional provisions which apply to Irish operations are set out at Appendix 1.

**Complaint Procedures**

1. Complaints may be made on a confidential basis and, in the United States, on an anonymous basis, to the Alkermes Corporate Governance Hotline, to the Chief Legal Officer of the Company, or directly to the Audit and Risk Committee of the Company’s board of directors

(the “Board” and such committee, the “Audit and Risk Committee”) or the Nominating and Corporate Governance Committee of the Board (the “Nominating and Corporate Governance Committee” and each of the Audit and Risk Committee and the Nominating and Corporate Governance Committee, a “Committee”), as follows:

- a. To the Alkermes Corporate Governance Hotline:
    - i. For United States-based officers and employees: 1-800-704-4487
    - ii. For Ireland-based officers and employees/workers: 1-800-851-387.
  - b. To the Chief Legal Officer: Communications may be made via telephone at +1-781-609-6577, via email (David.Gaffin@alkermes.com), by interoffice mail, or by mail (900 Winter Street, Waltham, MA USA 02451).
  - c. To the Audit and Risk Committee: Communications may be submitted to Frank Anders “Andy” Wilson, Chair of the Audit and Risk Committee, via telephone at +1-781-609-6348, via email (corporate.governance@alkermes.com), or by mail (900 Winter Street, Waltham, MA USA 02451).
  - d. To the Nominating and Corporate Governance Committee: Communications may be submitted to Nancy L. Snyderman, M.D., Chair of the Nominating and Corporate Governance Committee, via telephone at +1-781-609-6348, via email (corporate.governance@alkermes.com), or by mail (900 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 and consistent with the need to conduct an adequate investigation and take appropriate corrective action. Any Complaint submitted by interoffice mail or regular mail or through the Alkermes Corporate Governance Hotline may be submitted anonymously in the United States. The substance of any Complaint and the investigation and proceedings resulting therefrom shall be kept confidential to the extent 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. 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.
  4. The Company will not tolerate any penalization, victimization or detrimental treatment of persons who make a Complaint in good faith under this Policy. Where a Complaint is made by an Irish-based worker, the Protected Disclosures Act permits disclosure of information which might identify the complainant in certain circumstances, including when required by law or when necessary for effective investigation of a Complaint, the prevention or prosecution of a criminal offense or serious risk to the environment or public health or otherwise necessary in the public interest. In those circumstances, the complainant will be notified in writing of the intended disclosure of their identity (together with reasons) in advance, unless doing so would jeopardize: an effective investigation; the prevention of serious risk to security of the state; public health; public safety or the environment; or the prevention of crime or prosecution of a criminal offense. The identity of any persons referred to in a report as a person to whom relevant wrongdoing is attributed or associated shall also be protected from disclosure to the greatest extent consistent with a fair investigation. Further detail in relation to the additional provisions which apply to Irish operations may be found at Appendix 1.

5. In the event that an officer, director or employee of the Company receives a 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 the Chair of the 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.
6. The Chair of the Audit and Risk Committee and the Chair of the Nominating and Corporate Governance Committee, as applicable, shall report any Complaints that they receive to the other members of their 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 full Board, whichever occurs first. The Chair who receives such Complaint shall also discuss it with the Company's independent auditor and accounting firm, Chief Legal Officer, and/or independent counsel to the Committee, as appropriate. The person or persons directed by a Chair or the applicable 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, including any recommended corrective or disciplinary action, available to the Audit and Risk Committee or the Nominating and Corporate Governance Committee, as appropriate, for further action, as appropriate; and
  - recommend changes to any Company policies or procedures necessary or desirable to prevent further similar violations or behaviors.
7. 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 applicable investigating Committee and provided to the Chief Legal Officer. The Chief Legal Officer shall retain copies or records of all Complaints and all related documentation, in each case for a period of not less than seven years from the end of the fiscal year during which the Complaint was 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) the 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 and, for Irish operations, section 17 of the Criminal Justice Act 2011 and section 51 of the Criminal Justice (Theft and Fraud Offences) Act 2001.
8. Further detail on the Complaint procedures which apply to Irish operations are set out at Appendix 1.

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

9. No employee or worker, as the case may be, 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 such employee or worker:
  - a. disclosing information to a government or law enforcement agency, where the employee or worker has reasonable cause to believe that the information

discloses a violation or possible violation of Irish law or regulation or United States federal or state law or regulation, or making other disclosures that are protected under the whistleblower provisions of Irish law or regulation or United States federal or state law or regulation; or

- b. 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 or worker reasonably believes involves the commission of a “relevant wrongdoing” under the Protected Disclosures Act (in the case of Irish operations) and/or a violation of:
  - (i) an Irish or 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 United States Securities and Exchange Commission or similar or other regulatory body; or
  - (iii) any provision of Irish law 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 a subsidiary of the Company with supervisory or similar authority over the employee or worker who is conducting an investigation or disciplinary process;

- c. filing of a Complaint covered by the Sarbanes-Oxley Act for violation of items (b)(i), (ii) and (iii) above, in accordance with this Policy or pursuant to the Code or the FCPA or ICJA;
  - d. 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;
  - e. 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
  - f. making a Complaint under the Policy.
10. Notwithstanding the foregoing, an employee or worker who files a report, Complaint or provides 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.
11. If any employee or worker believes that they have been subjected to any action that violates this Policy, they may file a complaint with their supervisor or the Chief Legal Officer or otherwise under applicable Company procedures. The Company regards 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 or worker has experienced any improper employment action in violation of this Policy, appropriate corrective action and/or disciplinary action will be taken.

## **Miscellaneous**

This Policy is publicly available on the Corporate Governance page of the Investors section of the Company's website at *www.alkermes.com*.

This Policy seeks to ensure that a clear and straightforward channel exists for individuals to raise issues of concern. The Company is committed to addressing professionally and fairly those issues. Employees or workers are not responsible for proving or investigating the matters of concern themselves. If employees or workers 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 approve and adopt, any amendments to this Policy.

## Appendix 1 – Additional Provisions in respect of Irish Operations

The provisions outlined in this Policy apply to the Company’s operations in both the United States and Ireland and in respect of both Irish-based and United States-based individuals. The Company is committed to ensuring protection and compliance with the whistleblower provisions of Irish and United States federal and/or state law and regulation.

With this in mind, the Company notes and incorporates into this Policy the following additional provisions which apply to “workers” who are subject to the Protected Disclosures Act, the Irish whistleblower protection regime:

- The protections provided for in the Protected Disclosures Act apply to all “workers” who make a protected disclosure in a “work-related context”. “Worker” includes, for example, permanent and temporary employees of the Company as well as former employees, secondees, interns, external consultants, contractors, board members, shareholders, trainees, job applicants, volunteers and agency personnel and “work-related context” means current or past work activities through which, irrespective of the nature of those activities, persons acquire information concerning a “relevant wrongdoing” (as defined below) and within which those persons could suffer penalization if they reported such information.
- The Protected Disclosures Act applies to the disclosure of “relevant information” by a worker to the Company or, in certain circumstances, to a third party. Information is considered “relevant information” if: (a) in the reasonable belief of the worker it tends to show one or more relevant wrongdoings; and (b) it came to the attention of the worker in a work-related context.
- Under the Protected Disclosures Act, “relevant wrongdoing” is where:
  - (a) an offence has been, is being or is likely to be committed;
  - (b) a person has failed, is failing or is likely to fail to comply with any legal obligation (other than a duty under the worker’s contract of employment or such other contract requiring the worker to perform work personally);
  - (c) a miscarriage of justice has occurred, is occurring or is likely to occur;
  - (d) an individual’s health or safety has been, is being or is likely to be damaged;
  - (e) the environment has been, is being or is likely to be damaged;
  - (f) unlawful or improper use of a public body’s funds or resources or of other public money has occurred, is occurring or is likely to occur;
  - (g) an act or omission by or on behalf of a public body is oppressive, discriminatory or grossly negligent or constitutes gross mismanagement;
  - (h) a ‘breach’ has occurred, is occurring or is likely to occur. ‘Breach’ means an act or omission that is unlawful and which (a) falls within the scope of European Union law concerning public procurement; financial services, products and markets, and prevention of money laundering and terrorist financing; product safety and compliance; transport safety; protection of the environment; radiation protection and nuclear safety; food and feed safety and animal health and welfare; public health; consumer protection; protection of privacy and personal data, and security of network and information systems; or (b) affects the financial interests of the European Union or relates to the internal market of the European Union; or
  - (i) information tending to show any of the above matters has been, is being or is likely to be concealed or destroyed.

Matters which concern interpersonal grievances exclusively affecting a worker, namely, grievances about interpersonal conflicts between a worker and another worker, or a matter which concerns the worker exclusively, are not considered “relevant wrongdoings” and should be dealt with in accordance with applicable company policies.

Where a Complaint is made by an Irish-based worker, the Protected Disclosures Act permits disclosure of information which might identify the complainant in certain circumstances. The circumstances in which a complainant’s identity might be disclosed are where:

- a) disclosure is a necessary and proportionate obligation in the context of investigations or judicial proceedings, including with a view to safeguarding the rights of defence of any person referred to in a report in respect of whom relevant wrongdoing is attributed or associated;
  - b) the person to whom the report is transmitted takes all reasonable steps to avoid disclosing identity or reasonably believes that disclosing identity is necessary for the prevention of serious risk to the security of the state, public health, public safety or the environment; or
  - c) where disclosure is otherwise required by law.
- If an Irish based worker has concerns that they have come across in a work-related context and they reasonably believe that there is relevant wrongdoing, they should s a Complaint under this Policy. The Company encourages workers to report any concerns they may have about relevant wrongdoings in accordance with this Policy.

#### *Internal disclosure*

- Once a Complaint is reported, the Company will deal with it fairly and in an appropriate way. Receipt of a concern raised under this Policy will be acknowledged in writing within seven days of receipt. An impartial person who is competent to follow-up on such reports (that is, to assess the accuracy of the information contained within it and, where relevant, to address the relevant wrongdoing reported, including, for instance, by way of internal investigation) will be designated and will maintain communication with the complainant and may request further information, and will provide feedback to the complainant.

The process shall include the following:

- The carrying out of an initial assessment of whether there is *prima facie* evidence of relevant wrongdoing. Where there is no such evidence, the procedure will be closed (or the matter will be referred to an alternative, appropriate procedure) and the worker will be notified in writing as soon as practicable of this decision and the reasons for it;
- The taking of appropriate action to address the relevant wrongdoing, having regard to the nature and seriousness of the matter concerned;
- The provision of feedback to the worker within a reasonable period, being not more than three months from the date of acknowledgement of receipt of the complaint report. ‘Feedback’ means the provision to a worker of information on the action envisaged or taken as a follow-up and the reasons for same; and
- Where a worker requests in writing, the provision of further feedback (beyond that referred to above) at intervals of three months until such time as the procedure is closed.

## *External disclosure*

- The Protected Disclosures Act makes provisions for external reporting (i.e., reporting to parties outside the Company) in certain circumstances. However, the reporting options set out in this Policy should be the first-instance mechanisms for reporting relevant wrongdoing. In the vast majority of cases, it should not be necessary to alert a third party outside the Company.
- The Company encourages all workers to raise any concerns internally. It is the Company's intention that workers will not find it necessary to raise such concerns externally. It is hoped that workers will in the first instance utilize the reporting options set out in this Policy so that the Company can investigate and remedy such concerns in line with this Policy. However, the Protected Disclosures Act recognizes that in certain circumstances workers may prefer to raise a concern externally to a Prescribed Person (as defined below), legal advisors, the Protected Disclosures Commissioner or, in limited circumstances, to other persons (see (ii) below).

### *(i) Prescribed Persons*

The Protected Disclosures Act provides for external reporting of relevant wrongdoing to a 'Prescribed Person', namely an authority with a regulatory function in the area that is the subject of the allegations. A disclosure should only be made to a Prescribed Person in circumstances where a complainant reasonably believes:

- (a) That the relevant wrong is within the remit of the 'Prescribed Person'; and
- (b) That the information disclosed and any inherent allegation is substantially true.

Additional details of what constitutes a Prescribed Person can be found in the Protected Disclosures Act 2014 (Disclosure to Prescribed Persons) Order 2020 (SI No. 367/2020). Examples include the Office of the Director of Corporate Enforcement, which may receive disclosures concerning certain aspects of the Companies Acts, and the Office of the Data Protection Commission, which may receive disclosures concerning data protection legislation. Workers may wish to seek external advice prior to making a disclosure to a Prescribed Person.

The Protected Disclosures (Amendment) Act 2022 also introduced a new Office of the Protected Disclosures Commissioner, which will support the operation of the new legislation. The Protected Disclosures Commissioner is responsible for directing protected disclosures to the most appropriate body when it is unclear which body is responsible, to ensure that all protected disclosures are dealt with appropriately. The Protected Disclosures Commissioner will also take on responsibility for transmitting all protected disclosures sent to Ministers of the Government to the most appropriate authority for assessment and thorough follow up.

### *(ii) Other Persons*

Concerns will usually relate to the wrongdoing of the Company, its staff or officers, but they may sometimes relate to the actions of a third party, such as a customer or client. If so, where there is a suspected relevant wrongdoing, the Company encourages workers to raise any concerns about the third party internally in accordance with the procedures set out in this Policy, and the matter will be dealt with appropriately by the Company.

It will rarely, if ever, be appropriate to raise a concern with other persons and in general a complainant should only do so as a last resort after exhausting the procedures set out in this Policy. The Company strongly encourages complainants to seek advice before reporting a concern to any external third party.



- In order for a disclosure to other persons to be protected under the Protected Disclosures Act:
  - (a) A complainant must reasonably believe that the information disclosed is substantially true;
  - (b) The disclosure must not be made for personal gain;
  - (c) The making of the disclosure must in all the circumstances be reasonable. The Protected Disclosures Act gives guidance on what is reasonable, including the identity of the third party to whom the disclosure is made, whether a complainant complied with this Policy, and other factors;

One of the following conditions must also be met:

- (a) The complainant must have a reasonable belief that they will be subjected to penalization if they make the disclosure in another way;
  - (b) The complainant must have a reasonable belief that evidence relating to the relevant wrongdoing would be concealed or destroyed if the issue was reported to the Company;
  - (c) The complainant must have made a disclosure of substantially the same nature either to the Company or a Prescribed Person, following which no action was taken; or
  - (d) The relevant wrongdoing must be of an exceptionally serious nature.
- External parties to whom protected disclosures are reported in accordance with the Protected Disclosures Act will have obligations to acknowledge the complainant's report, diligently follow up on the report, and provide the complainant with feedback. However, they may cease this procedure where, following an initial assessment, they determine that the relevant wrongdoing is clearly minor and does not require further follow-up, or in the case of repetitive reports which do not contain any meaningful new information about a relevant wrongdoing compared to a previous report.

Further to the Non-Retaliation/Unfair Treatment provisions in this Policy, where a Complaint is made by an Irish-based worker, the Protected Disclosures Act also protects such worker against penalization as a result of having raised a concern. Penalization means any direct or indirect act or omission which occurs in a work-related context, is prompted by the making of a report and causes or may cause unjustified detriment to the complainant. For the avoidance of doubt, reasonable disciplinary, investigative, performance management or other processes or actions which are unconnected with the making of a report do not amount to penalization. Anyone proven by a fair process to be responsible for penalization or to have hindered (or sought to hinder) the making of a report will be subject to disciplinary action up to and including dismissal.