



Annex A of Standards of Business Conduct and Ethics
Procedure for Reporting Illegal and Unethical Conduct

1. Preamble

RedHill Biopharma Ltd. (the “**Company**” or “**RedHill**”) is committed to conducting its business activities at the highest level of integrity and ethical standards, and in accordance with applicable laws, rules and regulations.

Associates (which includes members of the Board of Directors, employees, including all executive officers, and consultants who are team members identified by the Chief Executive Officer of the Company).

RedHill requires that Associates maintain the highest ethical standards while engaging in any business activity on behalf of the Company.

It is the responsibility of each Associate to be aware of the relevant laws, rules, regulations and Company policies which apply to their activities. To that end, Associates are also expected to fully obey such laws, rules, regulations and Company policies and report any inappropriate, illegal and/or unethical conduct to which Associates are or may become aware of (hereinafter “**Unethical Conduct**”).

Associates are encouraged to speak and consult with key executives in the Company, or other appropriate team members, with regard to any suspected Unethical Conduct, and to consult with such executives or team members when in doubt regarding the appropriate way to act in relation to suspected Unethical Conduct events. The following detailed procedures for reporting illegal and Unethical Conduct (the “**Procedure**”) is intended to help Associates fulfill their responsibility in complying with its provisions in their entirety.



2. How to Report and to Whom

Whenever an Associate suspects or is aware of a breach of ethical standards, rules, laws, regulations and/or any of the Company's policies by any Company Associate or Service Provider, he or she must report to the Chairman of the Audit Committee which is the entity in the Company that is in charge of dealing with Unethical Conduct under this Procedure.

The current contact details of the Chairman of the Audit Committee are:

Name: Ms. Nurit Benjamini

E-mail: Redhill.whistleblower@gmail.com.

An Associate may approach the Chairman of the Audit Company face-to-face or in writing, anonymously or by name, as per the Associate's choice. It should be emphasized that anonymous communication makes it more difficult for the Company to examine and deal with the report, and it is possible that, in some cases, an anonymous report might prevent the Company from effectively attending to the issue raised. Therefore, Associates should make every effort to communicate directly, though discretely, and in the strictest confidence, to key executives in the Company or to the Chairman of the Audit Committee.

Associates should enclose with their report all relevant details and documents in his or her possession, and provide sufficient information about the relevant event, so as to allow the Company to conduct proper investigation.

3. Attending to the Report

- 3.1 Any Associate who receives another Associate's report, must immediately transfer the report, as is, to the Chairman of the Audit Committee.



- 3.2 Within seven working days of receipt of an application, the Chairman of the Audit Committee will instruct the relevant executive or supervising Associate at the Company, as the case may be, to attend to the report, including, if needed, ascertaining the relevant facts from the reporting Associate (unless the application was made anonymously), setting, among other matters, the timeline for resolving the issue, and providing recommendations and steps to be adopted in order to adequately attend to the matter.
- 3.3 The relevant Associates will update the Chairman of the Company's Audit Committee as to the progress of the activities under their responsibility in relation to the report.
- 3.4 The legal counsel of the Company will be responsible for documenting all steps related to attendance to the report as per this Procedure. All documents will be kept in a safe box or a locked drawer in the offices of the legal counsel of the Company which will also keep soft copies of such documents, to the extent available.
- 3.5 In the event a report has been made pursuant to this Procedure, the Chairman of the Audit Committee will report to the Audit Committee and to the Company's Board of Directors during the first quarter after the report is made, and to report the actions taken with respect thereto and the status thereof.

4. Confidentiality and Decency

- 4.1 The Company is committed to attend to reports with the utmost confidentiality, while protecting the reporting Associate's integrity and privacy, including during questioning of the Associate, as applicable, and to protect the reporting Associate from any adverse effect, mistreatment,



harassment and any other improper and unacceptable treatment. The Company will not tolerate, and will take immediate action against any incident of mistreatment, harassment and any other improper treatment of the reporting Associate, whether directly or indirectly. The Company is committed to taking any and all reasonable steps that may be required in order to protect the reporting Associate. In any event that the reporting Associate feels that he or she is being harassed, mistreated or otherwise improperly treated as a result of his or her application, he or she should immediately report such improper treatment to the Chairman of the Audit Committee. The Chairman of the Audit Committee and the legal counsel of the Company will take any and all reasonable steps required to protect the Associate from any adverse impact resulting from such Associate's application.

- 4.2 The ability to freely report any complaint or suspicion by the Company's Associates, without fear of punishment or harm, is essential to the implementation of this Procedure, the ethical code of the Company, and the execution of all the Company's policies to work in a business environment based on principals of integrity and decency.
- 4.3 Associates are required to fully cooperate with any internal and/or external investigation related to suspected illegal or Unethical Conduct.
- 4.4 It should be clarified that any case of false reporting by a Company Associate will be severely attended to by the Company and the provider of false information will be subject to appropriate disciplinary action or other sanctions.