

CSL BEHRING COMPLIANCE PLAN

I. POLICY AND PURPOSE

Statement of Values

CSL Behring adheres to a policy of strict compliance with the laws and regulations governing its business, not only as a legal obligation, but also because it is the right thing to do. As a member of the CSL Group of companies, CSL Behring is committed to the five CSL Values, one of which is “Integrity.” CSL Behring is also governed by the CSL Corporate Code of Conduct, which is based on the CSL Values and is intended to guide the ethical conduct of the CSL companies’ business. In furtherance of the Values and the Code of Conduct, CSL Behring continually strives to create an environment in which the application of high legal and ethical standards by all employees is the natural approach to its business and is the daily responsibility of each employee. Legal and ethical business practices create a positive, productive work atmosphere in which employees can feel proud of themselves, their work and their company. These standards will also help ensure that our interactions with healthcare professionals, patients, and the public at large are perceived as ethical and appropriate.

CSL Behring requires that each employee understand and comply with all company policies and be diligent in seeking to prevent, detect and report any unethical or illegal conduct. This requirement is consistent with, and supportive of, relevant policies and procedures of CSL, including the CSL Whistleblower Policy. As a company, we affirm our ongoing commitment to establishing policies and developing effective internal controls that will promote adherence to applicable legal requirements, the CSL Code of Conduct, our compliance policies and procedures, and the requirements of governmental health care programs.

While every employee is required to adhere to the company’s values, we look particularly to the company’s officers and managers to lead by example. As representatives of CSL Behring and leaders within the company, these officers and managers must use good judgment, prudence and experience in following and embracing the principles and guidelines established under the company’s Compliance Program. They must demonstrate visible leadership and initiative in communicating those principles and policies to other employees. They must assure that adequate systems are in place to facilitate ethical and legal conduct, and foster an open environment in which reporting potential issues of non-compliance is accepted, expected and protected behavior.

Purpose of the Compliance Plan

The Compliance Plan enhances CSL Behring’s already-existing compliance activities and functions by formally establishing the Compliance Program, creating an

organizational framework, and defining responsibilities to help ensure our compliance efforts are effective. The Plan is a natural outgrowth of the company's corporate culture, and its values supporting honesty and fair dealing. Each employee deserves credit for contributing to this culture, and each employee also shares in the responsibility for preserving it.

Compliance Program

To carry out our core Integrity value and support employees' adherence to the CSL Code of Conduct, CSL Behring has established a formal Compliance Program, which is also designed to help ensure the company complies with all laws, regulations, company policies and ethical guidelines that apply to our business.

The Compliance Program includes the following elements:

1. ***Standards of Conduct:*** establishes mandatory Standards of Conduct, consistent with the CSL Code of Conduct, governing all employees;
2. ***Oversight:*** mandates an organizational structure capable of implementing and supporting an effective Compliance Program, including a Chief Compliance Officer, Compliance Department and Compliance Committee;
3. ***Communication of Standards:*** requires the open, honest, interactive and timely communication of compliance policies, procedures, standards and issues;
4. ***Training and Education:*** emphasizes proactive training and education programs to help ensure each employee is aware of and understands the Standards of Conduct applicable to his or her job;
5. ***Monitoring and Auditing:*** implements monitoring and auditing protocols to help ensure adequate compliance controls are in place;
6. ***Reporting:*** operates a system to allow employees to fulfill their duty to report compliance issues without fear of retribution; and
7. ***Response, Enforcement, and Prevention:*** ensures a consistent, prompt, appropriate response (including discipline) for non-compliance that is designed to prevent future offenses.

II. STANDARDS OF CONDUCT

CSL Behring expects and requires that all employees will follow all laws, regulations, company policies and ethical guidelines that apply to our business. These laws, regulations, company policies and ethical guidelines are the Standard of Conduct each employee must follow. Specifically, employees must follow the standards set out in this Compliance Program, as well as in: (1) the Compliance Policy Manual; (2) the CSL Code of Conduct; and (3) local, site-specific Human Resources policies. These Standards of Conduct are subject to revision and supplementation from time-to-time as necessary. Failure to follow the Standards of Conduct may result in disciplinary action, up to and including dismissal from employment.

III. ORGANIZATIONAL STRUCTURE

This Compliance Plan mandates the creation of an organizational structure capable of implementing an effective Compliance Program. This organizational structure consists of the Compliance Committee of CSL Behring and the Compliance Department. These organizational elements and their respective responsibilities are described below.

Compliance Committee

The Compliance Committee is comprised of key members of senior management (or their designees) of CSL Behring. The responsibilities of the Compliance Committee include the following:

1. Providing strategic direction on the Compliance Plan and monitoring the status of its implementation and evolution;
2. Visibly supporting and promoting the Compliance Program, when and as appropriate;
3. Recommending enhancements and amendments to the Compliance Plan;
4. Ensuring the Compliance Department is timely made aware of strategic or other critical company activities that may have bearing on the Compliance Program;
5. Serving as the ultimate authority, as needed, to make determinations on any compliance issues raised to it by the Compliance Department.

The Compliance Department shall have reasonable access to the members of the Compliance Committee and shall periodically inform the Compliance Committee of significant developments concerning the Compliance Program and solicit its feedback and advice.

Compliance Department

The Compliance Department, operating with the support and guidance of the Compliance Committee, is responsible for implementing and monitoring the Compliance Program. The Compliance Department develops compliance policies and procedures and communicates them to the organization.

The Compliance Department also develops and conducts compliance training programs, investigates and responds to Compliance Hotline inquiries and other reports of non-compliant activities, designs systems and procedures to help monitor compliance, designs and conducts audits to detect violations of laws or compliance policies and to identify compliance issues, and recommends and ensures corrective action. The Compliance Department is authorized to take such actions as may be needed to

encourage, enforce and verify adherence to Compliance Program standards and requirements.

The Compliance Department shall be part of the Corporate Legal Department, and shall consist initially of the Chief Compliance Officer and the Compliance Manager. In the event of changes in corporate titles or organizational structure, the Compliance Department shall consist of those persons who are the nearest functional equivalent to those designated above.

Responsibilities: Specific responsibilities of the Compliance Department include the following:

1. Help ensure legal compliance standards, policies and procedures are reasonably designed to create an effective Compliance Program;
2. Review and resolve compliance issues and provide guidance to the organization with respect to such issues and the operation of the Compliance Program;
3. Help ensure the company communicates the Standards of Conduct to all employees, particularly by establishing training programs on the company's compliance policies and procedures;
4. Help ensure the company has audit mechanisms and systems of monitoring and self-evaluation reasonably capable of detecting violations of applicable laws, regulations and company policies;
5. Support and publicize the Compliance Hotline and other mechanisms whereby employees may report suspected wrongdoing or other illegal or non-compliant conduct without fear of retribution;
6. Help ensure that all reasonable steps are taken by the company to respond appropriately when illegal or other non-compliant conduct has been detected and to develop and promote systems and mechanisms to help prevent the recurrence of such conduct; and
7. Evaluate the effectiveness of the Compliance Program (through development of metrics or otherwise) and recommend or require such measures as the Compliance Department considers to be necessary or useful in improving the effectiveness of the Compliance Program.
8. Advise the Compliance Committee on the adequacy and status of policies and programs adopted by the company to help ensure compliance with all laws and regulations applicable to its business;

9. Provide the Compliance Committee with regular reports of activities of the Compliance Department, including training, education, monitoring, and the results of investigations into potential legal violations by the company or its officers, employees or agents;
10. Advise the Compliance Committee on significant legislative, regulatory and legal developments that affect the business of the company, and propose any actions to be implemented to address those developments.

The Compliance Department may delegate compliance responsibilities to other persons within the company as necessary and appropriate to implement the Compliance Plan. The Compliance Department shall report periodically on compliance matters to the Compliance Committee.

Roles and Responsibilities of Individual Employees

While the Compliance Department provides direction and support to employees in the area of compliance, the responsibility to understand and follow our Standards of Conduct and the compliance requirements that they embody is the individual responsibility of each employee. Each employee must internalize these standards and learn how to apply them to his or her daily activities and interactions with others in the work place.

Individuals have the duty to inquire if they do not understand how compliance standards apply to them, using various resources available at the local/departmental levels. These resources may include local or assigned Compliance Officers who oversee, coordinate and monitor local compliance activities, as well as the individual's manager. Employees should also refer to their Compliance Policy Manual and related training materials. The Compliance Department is a resource that should be used by management, including department or function managers, to further compliance in the areas over which they have responsibility. However, the availability of these resources does not discharge or limit their obligation to address compliance issues or to devote the resources needed to ensure compliance. Just as each individual is responsible for embracing our values, each manager is responsible for assuring compliance in the department or function under his or her direction.

IV. COMMUNICATION OF STANDARDS

CSL Behring requires open, honest, interactive and timely communication of its compliance policies to all employees. Employees are made aware of their responsibility to comply with the laws and the compliance policies of the company through many formal and informal means. These include distribution of the Compliance Policy Manual, the Code of Conduct, training programs, and related materials, and the availability and publicizing of the Compliance Hotline, and may also include bulletin board notices, newsletters, special written bulletins and advisories on compliance issues, communications from senior corporate officials, on-site audits and audit reports, self-

evaluation procedures, disciplinary actions and a company culture geared toward compliance.

V. TRAINING AND EDUCATION

Each employee shall receive training and education designed to help ensure that each employee is aware of and understands this Program, the Standards of Conduct that the employee is expected to follow, and the consequences both to the employee, and to the company, that may ensue from any violation of such requirements. Such training shall be applicable to the employee's functions and responsibilities.

New employees shall receive initial compliance training designed to make them aware of the Program and Standards of Conduct, as well as the company's expectations of employees, and to help them recognize potential compliance issues and circumstances requiring advice from the Compliance Department. In addition to initial compliance training, each employee shall receive compliance training periodically based on his or her function. The Compliance Department shall coordinate all compliance training and shall ensure that records of each employee's attendance at Compliance training sessions are appropriately maintained.

VI. MONITORING AND AUDITING

All employees with supervisory responsibility have a duty to monitor the activities of their reports to help ensure that those activities are conducted in compliance with the Standards of Conduct and this Compliance Program.

Business unit/area heads are responsible for implementing quality and/or internal control measures they deem necessary to help ensure their business units/areas fully comply with the Standards of Conduct and this Program. The business unit/area head is responsible for identifying and timely addressing compliance issues affecting his or her business unit. The Compliance Department should be consulted with respect to such issues and shall provide appropriate assistance to the business unit/area.

The Compliance Department shall be primarily responsible for designing, conducting and overseeing internal audits or reviews to promote compliance with the Standards of Conduct and this Program. Audits shall emphasize areas of heightened legal concern.

Written reports and/or oral feedback shall be provided to all appropriate managers as to matters requiring attention or correction. Where warranted, audit reports shall recommend corrective or remedial action. The responsible business unit/area may be required to prepare a written response to the audit report, including, if required, a timetable for completion of any corrective action or additional compliance training. Where needed, follow-up audits are conducted to help ensure that identified problems have been corrected and appropriate safeguards have been implemented to avoid future recurrence.

The Compliance Department shall deliver periodic reports to the Compliance Committee on audits, reviews and special investigations. This helps to ensure that appropriate policies and procedures are developed and applied throughout the company and allows serious and systemic issues to be identified and addressed.

The Compliance Department may rely upon other internal resources or outside auditors, consultants or attorneys to conduct or assist in internal audits or other special audits, reviews or investigations.

The Compliance Department may develop procedures for self-evaluation by local business units to verify compliance with specific requirements. In such cases, the Compliance Department shall monitor the self-audit results and recommend corrective action where needed.

VII. REPORTING

Obligations to Report

The Compliance Program is designed to prevent, detect and correct violations of any applicable law, regulation, company policy or ethical guideline. Therefore, it is the duty and responsibility of every employee who has knowledge or a good faith belief that an applicable law, regulation, company policy or ethical guideline has been, is being, or may be violated, to report such information promptly to an appropriate person within the company. This obligation to report applies even if, as is often the case, the employee with the information is not in a position to solve the potential problem.

Protection of Employees

No employee will suffer any penalty or retribution for reporting in good faith any suspected misconduct or non-compliance. In addition, managers and supervisors must ensure that employees are not subjected to adverse consequences because the employee has questioned a company practice.

Consequences for Failure to Report, Discouraging Reporting or Retaliation

Any employee who (a) intentionally fails to report; (b) discourages another employee from fulfilling his or her reporting obligation; or (c) otherwise harasses, penalizes or retaliates against another employee for fulfilling his or her reporting obligation, shall be subject to disciplinary action, up to and including dismissal from employment.

How to Report

The preferred method of reporting or communicating potential compliance issues or anything that may otherwise compromise the integrity of CSL Behring is for an employee to first try to speak to his or her supervisor directly. CSL Behring recognizes, however, that in certain situations an employee may feel uncomfortable discussing a particular situation with his or her supervisor. Therefore, an employee is free to discuss any suspected misconduct or non-compliance with, or report the same to, the local compliance officer (if applicable), the Compliance Department, the Human Resources Department, any member of the Compliance Committee or any other supervisory or managerial employee. In addition, the Compliance Department shall communicate to all employees the existence and availability of the Compliance Hot Line, which allows employees to report any suspected misconduct or non-compliance and bypass normal channels of communication and chains of command if the employee believes it necessary. Employees are encouraged to identify themselves when making such reports so that the information can be investigated promptly and thoroughly. However, any report may be made on an anonymous basis.

Response to Reports

If a violation of any Standard of Conduct or this Program is detected, CSL Behring will take reasonable steps to respond to the violation and to help prevent future violations, including, as necessary, taking appropriate corrective action, disciplining any employees involved and making modifications to this Program.

The Compliance Department shall be responsible for coordinating the prompt and appropriate investigation of all good faith reports of suspected misconduct and non-compliance to determine if any violation has occurred. The Compliance Department may request the assistance of Internal Audit, Human Resources, and other employee and any outside auditors, consultants and attorneys as may be deemed necessary to investigate promptly and appropriately any such reports of suspected misconduct or non-compliance.

The Compliance Department shall generally maintain a record of such reports of suspected misconduct and non-compliance, including, as necessary, the nature of the suspected violation, the nature and extent of any investigation, the results of the investigation and any recommendations for appropriate corrective action, including any necessary modifications to this Program to help prevent future violations.

The Compliance Department shall report periodically to the Compliance Committee on the reports of suspected violations that the Department receives, the results of any investigation and any corrective action taken. Where appropriate, recommendations for corrective action (including any necessary modifications to this Program to prevent future violations) will be presented to the Compliance Committee for its approval.

VIII. RESPONSE, ENFORCEMENT, AND PREVENTION

Violations of any applicable laws or regulations or of any CSL Behring policies or procedures are serious matters. The Standards of Conduct and this Compliance Program shall be consistently enforced through appropriate disciplinary action. Disciplinary action may be up to and including dismissal, and may extend, as appropriate, to individuals who fail to detect, prevent or report any violation of the Standards of Conduct or this Program.

Human Resources, in consultation with the Compliance Department, as appropriate, shall help ensure that appropriate and consistent disciplinary action is taken against any employee responsible for any misconduct or non-compliance, as well as any employee responsible for the failure to prevent, detect or report any violation of the Standards of Conduct or this Program. Disciplinary action will take into consideration, among other things, the nature of any violation, the impact or potential impact on the company, whether the violation was knowing or willful, whether the employee voluntarily reported his or her own violation, whether the employee attempted to hide or cover-up the violation, and the extent to which the employee cooperated fully in the investigation and correction of the violation.

While an employee will not suffer any penalty or retribution for reporting in good faith any suspected misconduct or non-compliance, the employee may be subject to appropriate discipline for his or her part in any misconduct or non-compliance. Any bad faith, false or deceptive reporting of suspected violations of the Standards of Conduct or this Program may also subject the reporting employee to disciplinary action.

IX. REGULAR REPORTS OF PROGRAM STATUS

On a regular basis, the Compliance Department will submit to the Compliance Committee a report detailing the compliance activities of the company and reviewing the current status and operation of the Compliance Program. Among other things, the report may include summaries of:

1. Policies developed and implemented;
2. Training programs conducted;
3. Compliance reports received;
4. Audits and investigations conducted;
5. The character, frequency and seriousness of violations detected;
6. Disciplinary actions taken; and
7. Corrective actions taken.