

GAMIDA CELL LTD.

COMPREHENSIVE ETHICS & COMPLIANCE PROGRAM

Gamida Cell Ltd. (“Gamida Cell” or “Company”) has established and continues to evolve a comprehensive ethics and compliance program overseen by the Chief Compliance Officer to provide advice to Gamida Cell employees, officers, and directors (collectively “Personnel”) on conducting business ethically and in accordance with all applicable U.S. and global laws, regulations, and industry standards.

Gamida Cell’s ethics and compliance program is based on the standards set forth by the Compliance Program Guidance for Pharmaceutical Manufacturers published by the Department of Health and Human Services, Office of Inspector General (“OIG Guidance”), and the PhRMA Code on Interactions with Healthcare Professionals (“PhRMA Code”).

**I. Written Standards**

Gamida Cell’s Corporate Code of Ethics and Conduct (“the Code”) reflects Gamida Cell’s Core Values, as well as the standards and principles that guide our Personnel’s daily business conduct. In addition, Gamida Cell has corporate policies, procedures, and other guidance documents that address risk areas identified by OIG Guidance, including, but not limited to:

- Interactions with Healthcare Professionals (HCPs);
- Speaker programs;
- Fee-for-service engagements with HCPs;
- Financial support of independent continuing medical education and investigator-initiated trials;
- Interactions with patient advocacy groups and other relevant professional organizations; and
- Interactions with patients and caregivers.

**II. Chief Compliance Officer**

The Chief Compliance Officer provides oversight and guidance for Gamida Cell’s ethics and compliance program, including:

- Policy and procedure development that facilitates compliance with applicable laws, guidances, and other requirements;
- Learning and education development that supports compliance with applicable laws, guidances, and other requirements;
- Monitoring and auditing to assess the health of the ethics and compliance program and to identify opportunities for further support and education; and
- Conducting investigations into potential violations of laws or policies with appropriate remediation measures implemented.

The Chief Compliance Officer provides periodic reports on the state of the ethics and compliance program to Gamida Cell's Compliance Committee, President and Chief Executive Officer, and the Compliance Committee of the Board of Directors.

**III. Compliance Committee**

Gamida Cell has established a Compliance Committee comprised of cross-functional executive management and is chaired by the Chief Compliance Officer. The goal of the Compliance Committee is to support the evolution of the ethics and compliance program including strategically identifying, evaluating, and mitigating risks; and assessing the effectiveness of internal controls. The Compliance Committee convenes no less than three (3) times annually.

**IV. Learning and Education**

Educating our Personnel on their ethical and legal obligations pursuant to applicable healthcare laws, directives and regulations is a key element of the ethics and compliance program. Gamida Cell implements role-based learning curricula to address key compliance topics including the OIG Guidance, the PhRMA Code, the federal Anti-Kickback Statute (AKS), the federal False Claims Act (FCA), the Food, Drug and Cosmetic Act (FDCA), privacy and conflicts of interest. In addition, all Personnel acknowledge agreement with the principles outlined in the Code.

**V. Internal Lines of Communication**

All Personnel are encouraged to speak up when they have questions or concerns or are seeking to report potential violations of the law, our Code, or Company policy. Gamida Cell provides tools to allow for anonymous reporting (unless restricted by local law). The Company will make every effort to protect a reporter's confidentiality unless it is not possible due to the nature of the investigation or certain legal requirements.

Personnel may report potential violations directly to their supervisor, Human Resources, or the Chief Compliance Officer. Alternatively, Personnel may anonymously report violations by either (i) leaving an anonymous message via a toll-free telephone call to our Compliance Hotline at +1 (800) 856-3919, (ii) sending a message from an anonymous email address to [compliance@gamida-cell.com](mailto:compliance@gamida-cell.com), or (iii) delivering the complaint anonymously via regular mail to Gamida Cell Ltd., 5 Nahum Heftsadie Street, Givaat Shaul, Jerusalem 91340 Israel, Attention: Chief Compliance Officer. Gamida Cell strictly prohibits any retaliation or harassment in response to a report made in good faith.

**VI. Compliance Reviews (Monitoring and Auditing)**

Monitoring and auditing plans are developed and implemented to assess and evaluate business activities and compliance with applicable laws and Company policy. All plans are risk-based and may vary in their nature, extent, and/or

frequency due to changes in business practices or in reaction to new legal or regulatory requirements.

The Chief Compliance Officer (or designee) evaluates the results of any monitoring or auditing activity and potential corrective action in collaboration with appropriate senior management. The results of the monitoring and auditing program are communicated to the Compliance Committee at least three (3) times annually and to the Compliance Committee of the Board on an annual basis.

**VII. Responding to Reports of Potential Violations of Law or Policy**

Gamida Cell expects all Personnel to abide by the requirements of the Code and all Company policies and procedures. The consequences for violating the Code or Company policies and procedures are determined on a case-by-case basis and may vary depending on the severity and nature of the violation. The Company continually assesses and evolves (where appropriate) all policies, procedures, and internal controls and makes appropriate revisions as necessary.

**VIII. California Annual Cap on the Provision of Items of Value to Covered HCPs**

In compliance with the requirements of California Health and Safety Code Sections §§ 119400 - 119402, Gamida Cell has established an annual, aggregate limit of two thousand dollars (\$2,000) on the educational items, promotional materials, and meals associated with an informational presentation that may be provided to an individual “medical or health care professional” defined as a:

- Person licensed by California law to prescribe drugs for human patients;
- Medical student in California; or
- Member of a drug formulary committee in California.

The annual limit of \$2,000 is not a goal and does not represent a typical amount provided to a covered medical or health care professional. The annual limit does not apply to:

- Fair market value payments provided pursuant to fee-for-service written agreements with covered medical or health care professionals for legitimate bona fide professional services;
- Financial support for continuing medical education; or
- Financial support for investigator-initiated research grants.

In addition, Gamida Cell policy prohibits the provision of gifts or entertainment to all HCPs including covered medical or health care professionals.

The Company reviews the established limit on an annual basis and may adopt revisions resulting from its review. In accordance with Section 119402(e) of the

Statute, Gamida Cell posts an Annual Declaration of Compliance on its corporate website each calendar year.

**IX. Request a Copy**

A copy of this ethics and compliance program summary and the California Annual Declaration of Compliance is publicly available on the Gamida Cell corporate website at [www.gamida-cell.com](http://www.gamida-cell.com) or by calling +1 (800) 856-3919.