

1 Purpose

At Elanco, we are committed to making and implementing decisions that are ethical and free from real or perceived conflicts of interest. Conducting business with objectivity is fundamental to maintaining trust with our Elanco Workers and Customers. All Elanco Workers are responsible for acting professionally, having ethical interactions, and making business decisions without consideration of personal gain. The purpose of this *Conflict of Interest Policy* (the “Policy”) is to ensure that Elanco’s business and operational activities are conducted free from undue influence or the perception of such influence.

2 Scope

This Policy applies to all Elanco Workers.

3 Definitions

Conflict of Interest (COI). A COI exists when an Elanco Worker has financial, professional, or other personal interests directly or indirectly that affect, or have the appearance of influencing, the Elanco Worker’s professional judgment in exercising any duty or responsibility. A COI includes an attempt to influence Elanco’s decisions, or the use or disclosure of Elanco’s confidential information, for the profit or advantage of the Elanco Worker, a Close Relative, or a person with whom they have an actual or potential relationship (professional or personal). A COI may be real or perceived and can occur when Elanco Workers put their personal or other parties’ interests before those of Elanco.

Customer. A Third Party that purchases Elanco products and/or receives services.

Elanco. Elanco Animal Health Incorporated, and all of its subsidiaries and affiliates.

Elanco Worker. Elanco employees and designated contractors engaged by or on behalf Elanco.

Close Relative. A husband, wife, father, mother, father-in-law, mother-in-law, grandfather, grandmother, son, son-in-law, daughter, daughter-in-law, uncle, aunt, nephew, niece, brother, brother-in-law, sister, sister-in-law, step relatives, and cousins.

4 Policy

4.1 Understanding Conflicts of Interest

This Policy cannot describe all types of potential COIs that may arise; however, Elanco Workers have an obligation to disclose and obtain approval of real or perceived COIs. The below includes some common examples of disclosures that should be made:

- *Relationships with Individuals and Organizations*. Elanco respects the personal relationships of Elanco Workers; however, Elanco Workers should not engage in activities that create an appearance of impropriety or may interfere with or be adverse to the interests of Elanco. Any relationships or activities that have the potential of doing so should be evaluated and approved in accordance with the *Conflict of Interest Procedure*. Examples include, but are not limited to, a spouse working for a competitor, or an Elanco Worker or Close Relative engaging in business dealings with an Elanco Customer that result in personal financial benefit for the involved parties. Additionally, Elanco Workers should not allow a personal relationship to interfere or influence their ability to execute their daily responsibilities and should refrain from soliciting, negotiating, or engaging in business transactions where personal relationships exist.

- *Outside Employment and Other Business Interests.* Employment outside of Elanco, where activities may negatively impact an Elanco Worker's job performance, interfere with daily responsibilities, compromise Elanco's interests, or create the perception of a COI is generally prohibited. Examples of this may include obtaining employment that would require an Elanco Worker to sell or promote a competitor's products or making a financial investment in a local animal health clinic or similar facility. All applications to serve as a director on a public company board must be reviewed and approved by the CEO and the General Counsel in all circumstances.

Note: Volunteer activities solely associated with the Global Day of Purpose do not need to be disclosed as part of the Conflict of Interest process.

- *Personnel Decisions/Hiring of Services.* The decision-making process must be transparent, objective, and in the best interest of Elanco. Example: Elanco is looking for photography services to promote the expansion of a new wing that will house research and development. A current Elanco Worker is a small business owner of a photography company, and she approaches her manager to offer her company's services. Elanco should open a request for bid to have an objective process drive the decision that best suits Elanco's interests for the desired services.

4.2 Disclosing Conflicts of Interest

Subject to local laws and regulations, any potential COIs on the part of an Elanco Worker, or a Close Relative, are required to be disclosed by Elanco Workers as they arise and attested to annually in accordance with the Policy. Elanco Workers are expected to use good judgment when identifying potential situations that may interfere with the interests of Elanco and must promptly disclose real or perceived COIs. The disclosure must be made in writing through the Conflict of Interest Inquiry Platform in order to seek guidance and obtain approval prior to pursuing the business, employment, or personal activity in question. It is the responsibility of the Ethics and Compliance ("E&C") team to timely review disclosures and notify you in writing of the decision.

Elanco acknowledges that even when we apply our best efforts, COIs may still arise. While a potential COI is not always a violation of this Policy, the failure to disclose a real or perceived COI timely is, and may result in disciplinary action, up to and including termination.

5 Related Policies and Resources

If you have any questions regarding this Policy or the practices described above, please refer to the following:

- *Conflict of Interest Procedure*
- *Code of Conduct*
- *Conflict of Interest Inquiry Platform*

If further clarification is needed, please contact your Human Resources Business Partner, local lawyer, or a member of the E&C team.

6 Approvals

Approver	Chief Ethics and Compliance Officer	Owner	Head of Ethics and Compliance
Last Approved	5/26/2023	Policy Area	Ethics and Compliance
Effective	5/26/2023	Applicability	Global
Last Revised	4/18/2023	Next Review	