

Employment Policies and Procedures

Approved By:

Effective Date: 2007-03-26

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18.0 **STANDARDS OF BUSINESS ETHICS**

18.1 **Introduction**

Purpose

Cangene enjoys a reputation with our shareholders, customers, suppliers, employees and other stakeholders for high standards of ethical business conduct. Although the business climate in which we operate is dynamic and changing, Cangene's commitment to lawful and ethical conduct remains constant. This policy documents and defines Cangene's commitment to comply with Standards of Business Ethics (the "Code") This policy applies to all directors, officers and employees regardless of the nature of the employment relationship or organizational title. Where noted specific policies also apply to agents or representatives acting on behalf of Cangene. Administrative accountability for this policy rests with the Director, Human Resources and the Chief Financial Officer.

Policy

Cangene's Standards of Business Ethics cover a wide variety of business subjects and reflect Cangene's fundamental principles of integrity, honesty, loyalty, equity and forthrightness. The standards are designed to deter wrongdoing and promote integrity in the following objectives:

1. Honest and ethical conduct in day-to-day business dealings, including the ethical handling of actual or apparent conflicts of interests between personal and professional relationships;
2. Full, fair, accurate, timely and understandable disclosure in Cangene's annual and quarterly reports and in other public communications;
3. Protection and proper use of corporate assets and opportunities;
4. Confidentiality of corporate information;
5. Fair dealing with all stakeholders, including shareholders, customers, suppliers, competitors and employees;
6. Compliance with applicable laws, regulations and rules;

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7. Prompt internal reporting of violations of this policy and the principles of ethical and legal behaviour; and
8. Board accountability for monitoring compliance with the standards.

18.2 Responsibilities

Purpose

To define and document the responsibilities of management and employees of Cangene with respect to the Code.

Policy

Management Responsibilities

1. Responsibilities of Cangene management include and exceed those of other employees.
2. Management is expected to know the Code in detail and actively promote it in the workplace while exhibiting high standards of ethical conduct, creating a work environment reflecting the spirit and content of this Code.
3. Management is expected to be vigilant in preventing, detecting and responding to any violations of this Code and to protect those who report violations.

Employee Responsibilities

1. Employees are expected to assume personal responsibility for performing their duties with fairness and integrity.
2. Employees must work to achieve Cangene's objectives to the best of their abilities, while making decisions consistent with the Code, and without compromise.
3. Employees must have a basic understanding of the Code and review it from time to time. Employees must have a detailed knowledge of the provisions that apply specifically to their job.
4. Employees must consult their supervisor or the Director, Human Resources or the Chief Financial Officer, if they have any questions about the Code.
5. If employees become aware of a possible violation of the Code they are expected to act promptly and in good faith by raising the possible violation in accordance with the Cangene policy on Business Ethics Reporting.
6. Employees must be prepared to cooperate in Cangene investigations regarding violations of the Code.

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18.3 Lawful Conduct

Principle

First and foremost, Cangene is committed to complying fully with all applicable laws and regulations, including the applicable rules and regulations of the securities regulatory authorities.

Purpose

To define and document Cangene's policy on lawful conduct of employees.

Policy

Obeying the law, both in spirit and in practice, is the foundation upon which Cangene's ethical business conduct is built. Strict Compliance with the law is mandatory. All employees are expected to respect and obey the laws of the jurisdictions in which Cangene facilities operate. While not all employees are expected to know the details of every law or regulation, it is important to have an operating knowledge of pertinent legislation that impacts the various functional areas of Cangene's business and to know when advice is necessary from managers or other appropriate personnel. Where an employee is unsure if the law governs a situation or where the law is unclear or conflicting, employees are to discuss the situation with their immediate supervisor, who will consult with you or refer you to Cangene's legal representatives.

As an international corporation, Cangene does business in a number of countries around the world. As a result, employees are subject to the laws of many jurisdictions, including nations, states, provinces, territories, municipalities and international bodies, such as the European Union. Cangene and its employees must obey the laws in each jurisdiction where the Corporation operates. If a conflict should arise between the applicable laws of different jurisdictions where the Company does business, the matter should be brought to the attention of Cangene legal representatives.

The following areas of regulated business activity require particular attention:

Quality and Compliance with Regulatory Requirements

Cangene is subject to the biopharmaceutical regulatory environments in various jurisdictions in which it operates worldwide. Cangene is committed to quality in the manufacturing, packaging and testing of our products to ensure patient safety and to meet or exceed regulatory authority requirements for current Good Manufacturing, Clinical and Laboratory Practices (cGXP). We work to ensure continuous improvements in quality and compliance by auditing our quality practices, establishing goals and programs and procedures that ensure product safety, quality and cGXP performance. Corporate management regularly reviews progress against these goals. Cangene provides appropriate and ongoing education and training programs on quality and cGXP for our employees to ensure they are prepared to perform their duties effectively and in compliance with our quality requirements.

Managers are accountable for ensuring staff are trained in, and comply with, the cGXP requirements of their position. Employees are expected to complete prescribed training and comply with all cGXP requirements that are required for their position. Employees are expected

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to report any suspected or known violations of quality or cGXP standards to management in a timely manner.

Compliance with Securities Laws and Regulations

1. Disclosure

Employees are all expected to read, understand and comply with the Company's Disclosure Policy, which includes the obligation to immediately bring forward to management any information regarding any development that may be material to investors. Material information is defined as any information relating to a company that, if disclosed, could reasonably be expected to influence investors, or to affect the market price of a company's shares. Examples of this type of information include: a major corporate acquisition, disposition of joint venture; unpublished financial information, including quarterly or annual financial results that have not yet been made public; a financial forecast; a significant product development; a significant change in senior management or to the Board of Directors of Cangene; and obtaining or losing a significant contract.

2. Insider Trading

It is illegal for employees of the Company who are aware of material information about Cangene that has not been generally disclosed to the public, to buy, sell or trade in securities of Cangene ("insider trading"). Employees are prohibited from trading in Cangene securities until such material information has been fully disclosed to the public and a reasonable period of time has passed for the information to be widely distributed.

3. Tipping

It is illegal for employees of the Company to pass on material information that has not been generally disclosed to the public, to anyone else not in the normal course of business ("tipping").

4. Hedging Transactions

In certain circumstances, employees engaging in certain types of hedging or derivative transactions involving Cangene securities may be considered illegal. To avoid this situation, the Company has adopted a policy of prohibiting employees from engaging in hedging activities or any other forms of derivative transactions relating to or involving Cangene securities.

Compliance with Safety and Environmental Laws and Regulations

Cangene is committed to providing a safe and healthy work environment for employees and protecting and preserving the natural environment. Employees will comply with environmental, health and safety laws and regulations applicable to the jurisdiction within which they work and will follow the Company's environmental and safety policies and procedures.

Compliance with Privacy and Human Rights Laws and Regulations

1. Human Rights

Cangene is committed to providing a work environment where all employees are free from discrimination or harassment. Employees will comply with applicable human rights legislation to ensure that we are all treated with dignity and respect, and to ensure such compliance, employees will comply with the Company's human rights policy.

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2. Privacy

Cangene is committed to complying with privacy legislation that protects the privacy rights of our employees and external stakeholders. Employees who have access to personal information of others must ensure that such information is not disclosed in a manner that violates such laws and that all such information is handled in accordance with the Company's privacy policy.

Compliance with Laws Relating to Government Contracts and Dealings

Cangene's business activities include significant participation in bid and proposal solicitations with both domestic and foreign governments, involving complex laws and regulations governing the contracting process. Employees engaged in performing such activities for the Company must comply with the applicable laws and regulations governing the contracting or procurement process for the applicable jurisdiction.

Prohibition Against Obtaining Procurement Information

Law in many jurisdictions, and in particular, the U.S., prohibits contractors from knowingly seeking or obtaining contractor bid or proposal information or source selection information before award of a government procurement contract or subcontract to which that information relates. Contractor bid or proposal information means the type of information the Company would not want its competitors to obtain (*i.e.*, pricing information, proprietary processes and techniques, and any information marked with a legend prohibiting disclosure outside the government). Source selection information means information the government develops or relies upon internally to conduct a procurement (*i.e.*, source selection plans, ranking of offerors, information marked "Source Selection Information"). Employees are prohibited from soliciting or otherwise attempting to obtain such information prior to the award of a government contract or subcontract. Any employee that becomes aware that such procurement information has been obtained, inadvertently or otherwise, should immediately prevent any further dissemination or access to the information and notify the Director, Human Resources and the Director, Government Business Development.

Government Contract Cost and Pricing Data

Laws and regulations in some jurisdictions, for example, the Truth in Negotiations Act in the U.S., require full, accurate and complete disclosure of all current costing and pricing data or information that a reasonable buyer or seller would consider to affect the pricing decision relating to a government contract or subcontract in certain circumstances. Employees participating in development of bid and proposal information will comply with laws and regulations relating to required disclosure of cost or pricing data and to ensure this compliance, will comply with Cangene's policy and procedures to ensure full, accurate and complete disclosure of cost and pricing data when required.

Consultants and Subcontractors

Cangene frequently uses consultants and subcontractors when participating in bids or proposals for government contracts. Cangene's policy will require that consultant and subcontractor agreements contain wording satisfactory to Cangene requiring compliance with government contracting laws and regulations and the agreements should expressly provide for termination in the event that a consultant or subcontractor violates law or regulations relating to a government contract, or violates Cangene's policy.

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Hiring and Employment Discussions with Government Employees

Cangene is required to comply with certain laws and regulations governing the hiring of or holding employment discussions with former government employees, due primarily to Cangene's involvement in significant government contracts. Employees, who are former employees of an applicable government, may be prohibited or restricted from representing the Company in certain matters, for example, certain government contracts, where the employee may have personally participated or had a direct and substantial interest in such matter while employed by the government. There are also laws and regulations restricting former government employees from holding certain positions within the Company. Cangene and its employees will comply with the laws and regulations relating to hiring and holding employment discussions with former government employees. No Cangene employee should hire or enter into employment discussions with a current or former employee of a domestic or foreign government, without first investigating, and obtaining the approval of the Director, Human Resources.

Gifts and Gratuities for Government Officials

Governments, at all levels and nationalities, have specific laws or regulations governing the giving of gifts and gratuities (broadly defined to include all entertainment activities and business meals). Employees shall not offer or give a gift or gratuity to any government employee except where clearly permitted by applicable government regulations. When in doubt, contact the Director, Human Resources or Chief Financial Officer.

Antitrust and Restriction of Trade

1. Cangene will not condition the sale of a unique or highly desirable product or service on the purchase of a second product or service.
2. Cangene will not enter into any agreement or understanding with a competitor concerning prices, terms of sale, production volume, or allocation of product markets, whether formal or informal, oral or written, express or implied. Activities such as price-fixing, agreements not to compete and boycotts are not to be undertaken as they are likely to violate antitrust laws.
3. Employees are cautioned to avoid discussing with competitors such matters as price or other terms of sale, costs, inventories, product plans, market surveys, or any other confidential or proprietary information. If a competitor begins to discuss any prohibited topics, the company representative must refuse to participate; if such discussion is continues, the company representative must leave the meeting.

18.4 Objectivity

Principle

Employees and Board members must avoid financial, business or other relationships that might be opposed to Cangene's business interests or might cause a conflict with the performance of their duties. All employees shall conduct themselves in a manner that avoids even the appearance of conflict between their personal interests and those of Cangene. Cangene's interactions with consultants, suppliers, competitors, collaborators and government officials will be lawful, fair, honest and equitable.

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Purpose

To define and document Cangene's policy on matters of objectivity and conflict of interest.

Policy

Conflicts of Interest

1. "Conflict of interest" in this policy is used in the broad sense. A conflict of interest exists whenever an individual uses one's position to engage in conduct that has the result, actual or potential, of personal and private gain or benefit for others instead of the best interests of Cangene. A conflict of interest arises whenever an employee's personal interests or activities compromise or could potentially compromise that employee's ability to make an impartial business decision.
2. Employees have a duty to protect the interests of Cangene and refrain from doing anything that would damage or deprive Cangene of a profit or advantage to which the Company may be entitled.
3. Employees shall not engage in outside interests that could impair their ability to discharge the performance of their duties to the Company, in accordance with this Code and the terms of employment. Employees are expected to arrange their private affairs in a manner that will prevent conflicts of interest from arising.
4. Employees should not place themselves in a position where they or any other person, party or legal entity could derive any direct or indirect benefit from any business with Cangene over which they can influence decisions. A conflict of interest may not be avoided by using any other person, party or legal entity to do that which employees themselves should not do.
5. This policy addresses specific types of conflicts of interests (e.g., Business Gifts and Gratuities, Kickbacks and Bribes, Political Activity and Lobbying, Outside Employment and Interests, Insider Trading, etc.) but is not intended to be an exhaustive list. Cangene employees should avoid any relationship, influence or activity that might impair, or even appear to impair, the employee's or Cangene's ability to make objective and fair business decisions. If you are in doubt as to whether a conflict of interest exists, please contact your Manager, the Chief Financial Officer, or the Director, Human Resources.

Business Gifts

1. A "business gift" is defined as anything of value, given or received, as the result of a business relationship and for which the recipient does not pay fair market value. A gift can be in any form. For example: food, theatre or sporting event tickets; all expenses paid trips; promotional items; a piece of art; a discount on an item of merchandise; golf green fees.
2. Cangene employees may not solicit any business gift. If a Cangene employee or representative solicits money or any other thing of value the consequences will result in discipline up to and including termination.

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3. Cangene's gift policy generally permits the giving and receiving of business gifts that are customary business courtesies and are reasonable in value and frequency. This is a flexible standard and intended to accommodate the range of circumstances encountered in conducting business worldwide. As a guiding principle business gifts, received or given, should be infrequent tokens of appreciation.
4. Cangene employees are expected to make reasonable inquiries regarding the corporate policies of the intended recipient of a gift.
5. A business gift is not permitted if:
 - a. Prohibited by law or regulation;
 - b. Prohibited by more stringent Cangene policies applicable to business relationships with government employees or Cangene employees in procurement roles, or
 - c. Prohibited by known policies of the employer of the intended recipient; or intended to improperly influence, or would have the appearance of improperly influencing, the recipient.

Cangene Employees Giving Gifts

1. Business gifts that a Cangene employee intends to give must be reported to the immediate reporting Manager whether or not reimbursement is to be sought from Cangene. If the cost is reimbursable by Cangene the full cost must be recorded in accordance with Cangene's expense reporting policy along with the name and business relationship of the recipient.
2. The propriety of a business gift is dependent in part upon its nature. Business gifts ordinarily should not exceed a retail value of \$100.00 (local currency). It is recognized that there will be instances where a more expensive gift may be appropriate. In any event, the cost and nature of business gifts should always be commensurate with the circumstances (accepted custom or practice, and the business relationship and position of the recipient). See, however, the more restrictive regulations that apply to any government employees above.
3. Cangene considers a gift to a spouse or any family member to be a business gift if motivated by, or related to, a business relationship. Such gifts are subject to Cangene policy in the same manner as other business gifts.

Cangene Employees Receiving Business Gifts

1. Under normal circumstances, Cangene employees may accept:
 - a. Beverages, light snacks and reasonable business meals;
 - b. Entertainment (such as theatre or sporting event tickets having a value of less than \$100 local currency), or
 - c. A business gift having a retail value of less than \$100 local currency.
2. The following business gifts received by Cangene employees must be reported to the direct reporting Manager:

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- a. Food and beverage valued in excess of \$100 local currency;
 - b. Entertainment (such as theatre or sporting event tickets valued in excess of \$100 local currency);
 - c. Invitations to business events or activities such as luncheons, dinners, conferences or golf tournaments, or
 - d. A business gift having a retail value in excess of \$100 local currency.
3. The direct reporting manager has discretion in approving or disallowing receipt of a business gift identified in accordance with the previous section. If uncertain regarding the appropriate treatment, the direct reporting manager may choose to consult with the Chief Financial Officer or Director, Human Resources.
 4. For the purpose of measuring value, the \$100 limit is applied to each person separately while the value of a function is aggregated for each person (example drinks, dinner and theatre on the same evening are considered a single function).
 5. Cangene considers a gift to a spouse or any family member to be a business gift if motivated by, or related to, a business relationship. Such gifts are subject to Cangene policy in the same manner as other business gifts.
 6. Cangene purchases supplies and services on the basis of merit, seeking both the best value and a stable business relationship with suppliers. Giving business gifts is commonplace and can be an expression of a desire to build goodwill. However, consistent with the merit principle (competitive price, quality and delivery), Cangene places additional restrictions on the receipt of gifts by employees from suppliers or prospective suppliers.
 7. Cangene broadly defines "suppliers" to include anyone having a contract, purchase order, service contract, or other agreement or arrangement for purchase of goods, equipment or services. A prospective supplier is anyone seeking business from Cangene.
 8. Employees are considered to be involved in Cangene's procurement process if they have the ability to influence the supplier selection at any point in the procurement process.
 9. Purchasing decisions must not be influenced by a conflict of interest or tainted by the appearance of a conflict on interest. If Cangene is in the process of submitting or negotiating a request for proposal with a supplier or suppliers, employees directly involved must refrain from accepting any type of gift, including business meals, during this RFP process as other suppliers may construe this as favouritism during the bidding process. In general, this period extends from the issuance of Cangene's RFP, through to receipt of proposals and the decision to accept or reject the proposal.
 10. These rules are meant to be restrictive. Affected employees should inform suppliers of these restrictions so as to avoid the appearance of impropriety.

Disposition of Business Gifts Received

1. Cangene considers business gifts received to be for the benefit of Cangene. The direct reporting manager will determine the proper disposition of a business gift received, having a value greater than \$100 (other than food or beverage consumed, entertainment, flowers

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and the like). If unable to determine the proper disposition, the direct reporting manager may consult with the Director, Human Resources or Chief Financial Officer regarding the proper course of action.

- Disposition options may include, but are not limited to, allowing the gift to be retained in the recipient employees work area, or returning the gift or donation to a charitable or community service organization. In all cases the guiding principle will be practicality and considerations of a conflict of interest in fact or in appearance.

Kickbacks/Bribes

- Laws and regulations such as the Corruption of Foreign Public Officials Act of Canada (and its amendments), the U.S. Anti-Kickback Act and Foreign Corrupt Practices Act and acts of other foreign governments ensure that government business decisions are free from unfair influence and the public's interests are protected. (See 41 United States Code, "U.S.C.," §§ 51-58, Anti-Kickback Act of 1986).
- Cangene employees or representative shall not demonstrate any favouritism or preference to a subcontractor, vendor or supplier nor accept any favours from a supplier except as allowed above. Objective and transparent evaluations on the merits of a purchase or business decision are the required standard of conduct for Cangene employees.
- Favours includes kickbacks or bribes, and is broadly defined as the offer, or promise to offer or give, directly or indirectly, a payment, gift or any other thing of value to a government official, subcontractor, vendor or supplier for the purpose of improperly obtaining favourable treatment. Any other thing of value includes services, conference fees, vendor promotional training, transportation, lodging and meals as well as discounts not available to the general public and loans extended to anyone other than via Cangene's normal credit terms.
- Cangene funds and assets must never be used for any unlawful purpose. Cangene employees, suppliers, partners or third party parties (such as agents) must never make or approve an illegal payment to anyone, under any circumstance. Cangene employees or representatives found to be participating in a kickback or bribe transaction will be subject to immediate termination for cause and the matter will be referred to authorities for criminal prosecution.
- Should you receive an offer of money or a gift that is intended to influence a business decision it should be immediately reported to your Supervisor or Manager. Such possible violations shall also be reported to the appropriate government agency for investigation and Cangene employees shall fully cooperate with any such investigation.

Political Activity/Lobbying

- Cangene encourages employees to be active in community affairs through charitable organizations and in bona fide, recognized political organizations.
- Cangene policy prohibits campaigning or soliciting the support of employees for candidates or issues while on company time or premises, including work areas and common areas such as lunchrooms, hallways or parking lots.

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3. Representation to government officials on matters directly affecting Cangene's business interests that are not a normal part of operational requirements that call for interaction with government officials, may only be made by officials of Cangene as designated by the President and CEO.
4. Employees may sit on government initiated industry sector advisory committees or boards that are established to better the state of the industry as a whole. Such participation must be disclosed in writing to the direct report manager to ensure a conflict of interest situation does not exist.

Outside Employment/Interests

1. Employees shall not hold employment, regardless of the nature of the employment and whether with or without remuneration, with an outside entity that does business with, or is a competitor, supplier or customer or potential competitor, supplier or customer of Cangene.
2. Apart from the above noted restrictions there is no absolute prohibition against taking a second job. Where outside employment is held, including self-employment, Cangene is the primary employer and in all such circumstances employees must be cognizant of time management and work efficiency issues.
3. Where a second job is held it must be reported to your direct report Supervisor or Manager along with the employer's name, expected work hours and description of the position's responsibilities. The Manager shall consult with the Director, Human Resources or designate to determine if there is a real or apparent conflict of interest.
4. Persons holding a second job may not use company time, equipment, supplies, proprietary or confidential procedures, plans or techniques or computers to perform any of the duties of the second job.
5. Accepting a Directorship is permitted providing it (or services of a similar capacity, in any business enterprise), is approved by the President and CEO. Proposed directorships must be disclosed to the President and CEO prior to acceptance. The requirement for disclosure does not apply to non-profit community service or charitable organizations.
6. Cangene expects that when a second job is held or there are other outside interests, the person's affairs are managed such that the outside employment or interests do not materially encroach on time or attention which should be devoted to Cangene affairs, or affects their energies and ability to exercise independent judgment so as to prevent the application of full abilities to the performance of the duties of their position.
7. Where employees participate in outside interests the participation shall be performed in a manner that does not indicate participation is an official act on behalf of, or a formal representation of Cangene.

Cangene Employees Selling to Cangene

Cangene employees have a primary obligation to Cangene. Providing services as a vendor through an employee owned "side business" would constitute a conflict of interest and Cangene employees are prohibited from doing so. Cangene employees selling to Cangene may be

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permitted where a business is owned by the employee's marriage partner (as legally defined), as long as the partner does not use the Cangene employee's employment to influence the selection process and the Cangene employee does not participate in the performance of the work if the firm is awarded the job.

Reporting Relationships and Family Members/Relations

Spouses and immediate family may work in the same department as long as neither employee directly reported to the other. A sufficient number of reporting levels, (at least three reporting levels), must exist between Manager and family member to preclude conflict of interest issues.

18.5 **Effective Financial Controls and Accurate Records**

Principle

Accurate financial records and effective internal controls over financial reporting are essential to maintaining and safeguarding investor confidence and complying with Cangene's obligations for accurate financial reporting. Cangene is held in high esteem by the financial community and by the readers of the financial statements. This reputation must be maintained by presenting financial information that accurately and fairly presents results and financial position.

Purpose

To define and document Cangene's policy on effective financial controls and accurate records.

Policy

Books and Records

1. Cangene's books and records are to be maintained in accordance with all legal reporting requirements and must be fair, complete and accurate.
2. Employees must play their part in ensuring the accuracy and integrity of Cangene's record keeping and information systems.
3. The books and records are to reflect all of Cangene's assets, liabilities, transactions and events in accordance with generally accepted accounting principles (GAAP).
4. Transactions are to be properly authorized, promptly recorded in the correct accounts, and adequately supported by back-up documentation.
5. Any inaccurate description of labour costs in Cangene's books is strictly prohibited. No employee should submit, direct or coerce any employee to submit time charges that do not accurately reflect actual work time worked on a particular contract or project.

Record Retention

1. Cangene has document retention policies to establish retention periods for records created or received in the normal course of business. A record is any information, regardless of physical format, which has been created or received in the transaction of

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Cangene's business. Physical format of a record includes hard copy, electronic, magnetic tape, disk, audio, video, optical image, etc.

2. The alteration, destruction, or falsification of corporate documents or records may constitute a criminal act. Destroying or altering documents with the intent to obstruct a pending or anticipated official government proceeding is a criminal act and could result in large fines and prison sentences. Document destruction or falsification in other contexts can result in a violation of the federal securities laws or the obstruction of justice laws.
3. Before any destruction of any documents or records, you must consult Cangene's document retention procedures. You are required to review, follow, and abide by the terms of those procedures. If the procedure is not clear, questions arise, or there is a pending or anticipated official proceeding, then the CFO must approve any document destruction.

18.6 Protection and Respect for Cangene's Assets

Principle

Employees, officers and Board members are responsible for the proper use, protection and maintenance of all Cangene assets including confidential information and intellectual property. Using these assets carelessly, inappropriately, or for personal gain is a violation of this Code.

Purpose

To define and document Cangene's policy on protection and respect for Cangene's assets.

Policy

Company Property

1. Cangene company property must only be used for legitimate business purposes.
2. Cangene employees are entrusted with the care, management and cost-effective use of company property and must not expose it to loss, damage, misuse or theft.
3. Employees are responsible for maintaining all company property assigned to them in good condition and must be able to account for the property at all times.
4. Employees may not dispose of Cangene property without appropriate authorization from management.

Email and Internet Usage

1. Cangene employees have Internet and email privileges, as a tool to support business needs. Use of Cangene computers for personal reasons is permitted provided such use is infrequent, brief and outside working hours.
2. All computer equipment as well as the files and data stored on that equipment (including internet access and email messages) remain the property of Cangene.

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3. Cangene reserves the right to monitor and review logs detailing employees' Internet usage, electronic mail and computer files at any time.

Confidentiality of Intellectual Property and Sensitive Information

1. Belonging to Cangene

- a. Cangene's policy is to ensure that all its operations, activities and business affairs are kept confidential to the greatest extent possible. This is also true for information belonging to customers and suppliers.
- b. Confidential information includes but is not limited to any and all methods, inventions, improvements, or discoveries, whether or not patentable or copyrightable, and any other information of a similar nature disclosed to the directors, officers, or employees of Cangene or otherwise made known to Cangene as a consequence of or through employment or association with Cangene. For example, confidential information includes information regarding Cangene's business, products, processes, and services, information relating to research, development, inventions, trade secrets, intellectual property of any type, or description, data, business plans, marketing strategies, engineering, contract negotiations, and business methods or practices. In general, confidential information includes all non-public information that might be of use to competitors or harmful to Cangene, or its customers, if disclosed.
- c. Employees must maintain the confidentiality of proprietary and confidential information entrusted to them by Cangene or its customers, except where disclosure is authorized by or required by laws or regulations and is disclosed consistent with the terms and conditions of a Confidential Disclosure Agreement suitable to Cangene. The unauthorized disclosure of this information could destroy its value to the Company and give others an unfair advantage.
- d. It is a condition of employment that all employees sign a Confidentiality Agreement that details the obligations of employees in dealing with confidential information, including survival after termination of employment.

2. Belonging to Others

- a. Employees given proprietary or confidential information in confidence shall take steps to ensure appropriate agreements are in place prior to receiving such information. Such agreements must reflect a balance between the information received and the logistical and financial costs of maintaining confidentiality and limiting Cangene's business opportunities.
- b. In addition, any confidential information that an employee may possess from an outside source, such as a previous employer, must not, so long as such information remains confidential, be disclosed or used by Cangene.
- c. Unsolicited confidential information submitted to Cangene should be refused, returned to the sender where possible and deleted if received via the Internet.

18.7 Media Contact and Communication

Principle

Designated senior management personnel will have contact with the media. Such contact will be truthful and may not intentionally mislead.

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Purpose

To define and document Cangene's policy on media contact and communication.

Policy

1. The Cangene policy regarding media contact and spokespersons is contained in the Corporate Disclosure Policy.
2. Employees of Cangene must be truthful in communication and may not intentionally mislead co-workers, customers or suppliers. Appropriate professional language is to be used in both written documents and public conversations.

18.8 Reporting Illegal or Unethical Behaviour

Principle

Employees shall report any conduct that they believe in good faith to be a violation of Cangene's standards of business ethics and workplace conduct. Cangene will ensure that there will be no adverse work-related consequences as a result of an employee identifying a violation of the law or this Code.

Purpose

To define and document Cangene's policy on reporting illegal or unethical behaviour.

Policy

All employees are encouraged to follow the Cangene policy for Business Ethics Reporting with respect to any violations of this Code.

18.9 Compliance

Principle

Cangene expects its employees, directors and officers to understand and comply with laws, regulations and company policies applicable to their responsibilities and to adhere to the guiding principles outlined in this Code. Acts inconsistent with the law and this Code must be promptly corrected and are subject to disciplinary action up to and including termination of employment.

Purpose

To define and document Cangene's policy regarding compliance with the Standards of Business Ethics.

Policy

1. Cangene employees shall receive training in the corporate standards for business ethics and workplace conduct and in the topic of conflict of interest specifically.

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2. Cangene employees shall be required to sign the Cangene Code of Business Ethics Acknowledgement to indicate that the employee has received, reviewed, understands and agrees to adhere to Cangene's policies and procedures on this matter.
3. However, regardless of whether the employee signs the Acknowledgement, compliance with the Code by each employee is mandatory.
4. Should an employee refuse to sign the Acknowledgement, an unsigned Acknowledgement will be placed in the individual's personnel file indicating:
 - a. The date the Acknowledgement was given to the employee;
 - b. The employee was informed that adherence to the Standards of Business Ethics is mandatory; and
 - c. The employee refused to sign the Acknowledgement and the reason for refusal.
5. Workplace conduct procedures (such as Discipline Procedure, Termination Procedure, Harassment Procedure, Substance Abuse Procedure, and Employment and Occupational Equity) exist in the Human Resources policies and procedures manual. Contact the Director, Human Resources for a copy of the Human Resources policies and procedures manual.
6. Employee health and safety procedures are included in the Safe Work Policy Procedure Manual available to employees on the Cangene Intranet site.
7. Compliance with this policy and the Workplace conduct procedures is one of the criteria by which performance will be measured.