

SPECTRUM

EMPLOYEE CODE OF BUSINESS CONDUCT AND ETHICS



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OVERVIEW

OVERVIEW

This Employee Code of Business Conduct and Ethics (the “Code”) applies to all of our directors, officers and employees. We refer to our Chief Executive Officer and Chief Financial Officer as our “principal financial officers”. This Code, as applied to Spectrum’s principal financial officers, shall be our “Code of Ethics” within the meaning of Section 406 of the Sarbanes- Oxley Act of 2002 and the rules promulgated thereunder.

Waivers of this Code may be made only by an executive officer of the Company. Any waiver of this Code for our directors, executive officers or other principal financial officers may be made only by our Board of Directors and will be disclosed to the public as required by law or the rules of the NASDAQ Stock Market.

Any employee who violates this Code will be subject to appropriate discipline, which may include termination of employment, to be determined based upon the facts and circumstances of each particular situation. Employees who violate the law or this Code may expose themselves to substantial civil damages, criminal fines and prison terms. The Company may also face substantial fines and penalties and may incur damage to its reputation and standing in the community.

If any employee has questions about these guidelines, they should contact their supervisor, Compliance, Legal or Human Resources.



LETTER FROM THE CEO

Dear Valued Teammate,

It is with great pride and pleasure that I call you Teammate because we are a Team. One mission, one goal. Together, we make the decisions and do the work it takes to serve our patients, customers, and shareholders who all deserve our best. Each day we have the opportunity to contribute to the noble cause of improving the lives of others. Our company is focused on the development and commercialization of innovative therapies within the realm of cancer, which has so many unmet needs. Cancer touches everyone. We have the chance to affect the lives of many. Embrace that! Innovation comes from our people, which leads to advancements and treatments that will help mankind. Your passion and collaborative efforts will lead to our continued success. Come to work each day with pride and the choice to be excellent at all that you do. Be accountable for and own your work. Never accept mediocrity in what you do. The outcome of your work is so important to others. Most of all, come to work with a smile and be fair and kind to all. Remember, our success is the sum of the work of all employees together. What we do matters!

We must remember that as we strive to meet our goals, we must do so with the highest ethical standards. Honest, ethical and professional conduct remains fundamental to achieving the highest goals set for our company.

This Code is intended only to summarize and highlight corporate values, commitments and standards of professional conduct. It is not an employment contract and it does not create contractual obligations. The company reserves the rights to change, add to, or discontinue this Code as it deems appropriate. It is your responsibility to read and understand this Code. This Code does not create rights for employees beyond those required by applicable law.

I encourage you to speak with your immediate supervisor, Compliance, Legal or Human Resources about any questions, comments or concerns you have regarding this Code. We encourage you to bring your questions, suggestions and complaints to our attention. Careful consideration will be given to each of these in our continuing effort to improve operations at Spectrum.

Welcome to Spectrum!

A handwritten signature in black ink, appearing to read 'T. Riga', written in a cursive style.

Thomas J. Riga
President and Chief Executive Officer



OVERVIEW

Spectrum Pharmaceuticals, Inc. (the “Company”) has adopted this Code to acquaint employees with the Company and to provide a ready reference to answer most questions regarding expectations of conduct within the Company. This Code should not be considered all-inclusive, but rather a summary of corporate values, commitments and standards of professional conduct.

PURPOSE, SERVABILITY AND COMPANY INFORMATION

Company Headquarters:

2 Atlantic Ave, 6th Floor, Boston, MA, 02110

Company Website: www.sppirx.com

Company Intranet Site: <http://mySpectrum/>

Important Phone Numbers:

- Corporate Office - Boston: (617) 586-3900
- Anonymous Compliance Helpline: (844) 587-1660

As of the effective date of this Code, the following persons serve as the Executive Leadership:

President and Chief Executive Officer:

Thomas J. Riga

Chief Financial Officer:

Nora E. Brennan

Chief Legal Officer and Chief Compliance Officer:

Keith M. McGahan

Chief Medical Officer:

Dr. Francois J. Lebel

Chief Business Officer and EVP:

Michael A. Grabow



OVERVIEW

This Code serves as a statement of corporate values, commitments and standards of professional conduct. It articulates the behaviors expected of all employees. It encourages discussion of ethics and compliance to empower employees to handle ethical dilemmas encountered in everyday work. Spectrum's foundation is built on strong ethical principles and values which reflect our commitment to conducting business with honesty, fairness and integrity; whereby we avoid doing anything that could even suggest impropriety in any of our dealings.

FOUNDATION

MISSION:

At Spectrum Pharmaceuticals Inc., we bring the expertise and passion for excellence of our team to acquire, develop and commercialize novel and targeted pharmaceuticals for unmet medical needs while building value for our shareholders.

VALUES:

Small Company Spirit, Patient Focus, People, Integrity and Quality.

COMMITMENT TO EXCELLENCE:

Each of us is committed to excellence in everything we do. We know that each of us has the power to make a difference at our Company every day. Each and every one of us brings a unique skill and voice that is critical to the success of our Company. Understanding this, we strive every day to help our Company achieve this mission.

CORE PRINCIPLES:

Spectrum abides by the following core principles:

1. We will use all lawful and ethical means possible to bring our therapy options to the right patients, in the right way.
2. We will be personally responsible to understand and adhere to the letter and spirit of all laws and company policies that pertain to our daily business.
3. We will partner only with healthcare professionals, suppliers and other business partners who share our commitment to understand and uphold the laws and regulations that apply to our operations.
4. We will respect and protect the dignity and privacy of patients, healthcare professionals and their staff, business partners, competitors and our fellow employees.
5. We will promptly and cooperatively report without fear of retaliation any behavior contrary to these principles to management, the Compliance Department or the Compliance Helpline.

The Code sets the core requirements for business conduct and serves as a foundation for company policies and procedures, of which provide additional guidance on expected behaviors. All Spectrum employees are required to comply with the Code in order to maintain and enhance our culture and reputation.



CORPORATE GOVERNANCE, CONTROL FUNCTIONS, COMPLIANCE & ETHICS PROGRAM

OVERVIEW

This section addresses Spectrum's commitment to abiding by the laws, regulations and industry guidelines that govern the healthcare industry, as well as the principles of ethics and integrity, as the cornerstone of the company's foundation.

Spectrum's infrastructure including policies, procedures and systems are built, and undergo continuous improvement, to ensure we can meet the expectations of the regulatory community and the public at large with respect to:

- Producing safe and effective products.
- Ensuring healthcare professionals (HCPs) have the latest, most accurate information available regarding prescription medicines.
- Professional exchanges with HCPs are designed to benefit patients and to enhance the practice of medicine.

ETHICS

Spectrum's successful business operation and reputation is built upon the principles of fair dealing and ethical conduct of all Employees. The Company's reputation for integrity and excellence requires careful observance of the spirit and letter of all applicable laws and regulations, as well as a scrupulous regard for the highest standards of conduct and personal integrity. Spectrum's continued success is dependent upon customer trust and Spectrum is dedicated to preserving that trust.

The Company insists Employees maintain the highest possible ethical standards in their dealings with customers, third parties, suppliers, competitors, co-workers and the public in general. The integrity, reputation and profitability of the Company ultimately depend upon the individual actions of each Employee. Employees in all jobs and at all levels should strive at all times to conduct the Company's business in a fair, ethical, forthright and lawful manner.

In interacting with the medical community, Spectrum is committed to following the highest ethical standards as well as all legal requirements. Our interactions with Healthcare Professionals ("HCPs") are not to be perceived as inappropriate by patients or the public at large. All interactions with HCPs must be professional exchanges designed to benefit patients and to enhance the practice of medicine. Spectrum abides by the principle that a HCP's care of patients should be based, and should be perceived as being based, solely on each patient's medical needs and the HCP's medical knowledge and experience.

Our relationships with HCPs are regulated by multiple entities and are intended to benefit patients and to enhance the practice of medicine. Interactions should be focused on informing HCPs about products, providing scientific and educational information, and supporting medical education.

Spectrum's foundation is built on strong ethical principles and values which reflect our commitment to conducting business with honesty, fairness and integrity; whereby we avoid doing anything that could even suggest impropriety in any of our dealings.

All Employees — regardless of their level or function — have ownership and accountability for ethics, quality and compliance.

<p>HONESTY</p> <p>We are honest in all of our actions. We are truthful, upfront and candid. We do not deceive others by misrepresenting facts, overstating, exaggerating or only giving partial truths. If we inadvertently give the wrong impression, we provide the relevant information to correct any misunderstanding as soon as possible.</p>	<p>FAIRNESS</p> <p>We strive to be fair and just in all of our actions. We do not seek an unfair advantage or use indecent methods to obtain a competitive edge. We do not take undue advantage of another person's difficulties and mistakes. We are committed to treating all people equally, with tolerance and acceptance of diversity. We are open minded.</p>	<p>INTEGRITY</p> <p>We maintain a high level of personal integrity. We have consistent characters demonstrated by an alignment of our thoughts, words and actions. We have moral courage and do the right thing. We live up to mistakes and admit when a fault has been made. We do business by a moral code that we believe in without sacrificing our honor for the sake of just getting a job done.</p>
<p>LOYALTY</p> <p>We place a high value on advancing the interest of the patient, our colleagues and our company. We do not use loyalty as an excuse for unethical behavior. We steer clear of conflicts of interest.</p>	<p>KEEPING PROMISES</p> <p>We keep our promises and fulfill commitments. We make every reasonable effort to fulfill not only the letter, but the spirit of the promises and commitments we make. We do what we say we are going to do.</p>	<p>CARING</p> <p>We have a genuine concern for others and a sense of compassion. We seek to reach our goals while causing the least amount of harm and the greatest amount of good. We understand there will be an impact on every stakeholder following a decision. We consider the financial, emotional and long-term business consequences of an action. We do not discount the needs of others.</p>
<p>RESPECT</p> <p>We are courteous and treat others equally, regardless of who they are. We believe everyone deserves dignity, privacy and rights. We treat others the way we want to be treated.</p>	<p>OBEYING THE LAW</p> <p>We obey the law and never intentionally break the rules, regulations or laws surrounding our business.</p>	<p>EXCELLENCE</p> <p>We pursue excellence in everything we do. We believe delivering the highest quality product makes business sense and we are committed to constantly improving.</p>
<p>LEADERSHIP</p> <p>Our leadership demonstrates the principles and ethics we live by. They enforce an ethical mentality by leading by example. They create an environment within our business that values decisions made on principles and standards of ethics.</p>	<p>MORALE</p> <p>We maintain and enhance the good reputation of our company. We take the pride and morale of all employees very seriously. We avoid taking actions that undermine respect and take actions to correct any inappropriate behaviors of others.</p>	<p>ACCOUNTABILITY</p> <p>We acknowledge and hold ourselves personally accountable for our decisions and any consequences. We stand up and take accountability in front of our colleagues, our company and our community.</p>



CORPORATE GOVERNANCE, CONTROL FUNCTIONS, COMPLIANCE & ETHICS PROGRAM

CULTURE OF COMPLIANCE

At Spectrum we foster a culture that promotes the prevention, detection, and resolution of problems. The primary manner we do this is by maintaining the company Compliance and Ethics Program, which is a set of internal controls and standards that promote adherence to pharmaceutical industry statutes, regulations, and requirements.

The Spectrum Board of Directors and senior management are in support of and are committed to a corporate culture of compliance facilitated by the Compliance and Ethics Program. Evidence of that commitment includes the allocation of adequate resources, a timetable for the implementation of the compliance measures, and the identification of an individual to serve as a Chief Compliance Officer to ensure that each of the recommended and adopted elements is addressed.

It is an expectation of the Board of Directors and senior management the commitment should filter down through management to every Employee and third-party vendor, as applicable for the individual.

At Spectrum, all employees have a duty to report any known or suspected violation of law, rules or regulations that apply to the company. All reports are handled with sensitivity and discretion. The identity of the individual who reports any information will be protected, to the extent possible, consistent with applicable law and Spectrum's need to investigate an allegation.

There are many resources at Spectrum that can be leveraged to ask questions or report any suspected instances of misconduct including Supervisors, Human Resources, Compliance and Legal. Additionally, there is the Compliance Helpline in the event the individual reporting the information would prefer to remain anonymous:

Report online: www.sppirx.ethicspoint.com or call toll-free: 844-587-1660

Spectrum prohibits retaliation against an employee who, in good faith, seeks help or reports known or suspected violations; including participating in an investigation or opposing any unlawful or discriminatory practices.

<p>CORPORATE GOALS</p> <p>We believe compliance is fundamental to the company's success. Each year we set a corporate goal specific to compliance and tie it to the annual employee performance reviews.</p>	<p>WRITTEN STANDARDS</p> <p>We document our organizational expectations and ensure employees understand the organization's culture and requirements. We read and acknowledge all policies and procedures applicable to our roles and responsibilities.</p>	<p>EDUCATION AND TRAINING</p> <p>We develop and implement regular, effective education and training to recognize our obligations to comply with the organization's policies and procedures. We do not conduct any activities without prior training codified in a documented training record.</p>
<p>REPORTING</p> <p>We report any known or suspected violation of law, rules or regulations that apply to the company. We handle all reports with sensitivity and discretion. We protect the identity of the individual who reported any information to the extent possible. We prominently display and communicate the Compliance Helpline.</p>	<p>PROTECTION FROM RETALIATION</p> <p>We prohibit retaliation against any individual, who in good faith, seeks help or reports known or suspected violations, including participating in an investigation or opposing any unlawful or discriminatory practices.</p>	<p>RISK ASSESSMENT</p> <p>We proactively conduct risk assessments to determine which risks have the greatest potential for legal, financial, operational or reputational damage. We allocate resources to manage and mitigate risks.</p>
<p>AUDITING AND MONITORING</p> <p>We use auditing and monitoring techniques to conduct retrospective assessments and real time observations to monitor compliance, identify problem areas and reduce identified problems.</p>	<p>DUE DILIGENCE</p> <p>We proactively screen candidates for employment or potential service providers for exclusion, debarment or any other ineligibility. We do not employ or contract with a Debarred/Excluded Person.</p>	<p>INVESTIGATIONS AND CAPA</p> <p>We promptly investigate identified instances to noncompliance or misconduct. We initiate appropriate corrective action and preventive measures. When necessary, we report offenses to relevant authorities.</p>
<p>DISCIPLINE</p> <p>We implement appropriate disciplinary action against employees and third-parties who have violated company policies and procedures and or applicable industry requirements.</p>	<p>TRANSPARENCY AND DISCLOSURE</p> <p>We track all transactions and publicly report all transactions that are complete, fair, accurate, timely and understandable manner.</p>	<p>RECOGNITION</p> <p>We publicly recognize and reward employees who demonstrate commitment to compliance and ethics. Including, but not limited to, individuals who lead others to conduct business activities in a compliant manner, those who proactively ask for assistance and those who do the right thing when faced with an ethical dilemma.</p>



CORPORATE GOVERNANCE, CONTROL FUNCTIONS, COMPLIANCE & ETHICS PROGRAM

CULTURE OF QUALITY

We believe in the overarching philosophy articulated in the Quality Management System (QMS)/ GxP regulations and in robust modern quality systems:

Quality should be built into the product. Testing alone cannot be relied on to ensure product quality.

At Spectrum our QMS addresses the public and private sector's mutual goal of providing a high-quality drug product to patients and prescribers that reduces the number of (or prevents) recalls, returned or salvaged product and defective products from entering the marketplace. We believe in quality by design whereby quality is built in starting at the development phase and throughout a product's lifecycle.

Spectrum's QMS is in alignment with the requirements of GxP which are underpinned by a central objective: to create a system of programs, policies, processes, and facilities that prevent errors and defects.

We hold senior management accountable for the effectiveness of this system and ongoing state of control.

We have a vigilant quality culture in which timely action is taken to prevent risks to quality. Process improvement and lifecycle adaptations are made to address weaknesses and continually improve systems.

We proactively monitor effective process performance and product quality to provide early warning of emerging quality issues. We implement systemic solutions rather than ineffective shortcuts.

We habitually attend to the seemingly small problems so that they do not accumulate into costly, complex problems. Our QMS ultimately supports stable processes, and predictable quality and supply.

Delivering the highest quality (safe and effective) products is core to our business. This is an absolute commitment and core competency integrated into all of our manufacturing, clinical and regulatory operations. In addition, to the best of our ability, we strive to deliver the highest quality work output, communications, and on-going service, while maintaining an effective quality system that meets or exceeds all regulations. We take great pride in knowing that we stand behind all of our products and work efforts.

Adverse Events and Product Complaints must be reported within 24 hours via:

Report online: drugsafety@sppirx.com or productcomplaints@sppirx.com

MANAGEMENT RESPONSIBILITIES

At Spectrum, management has the ultimate responsibility to provide the leadership needed for the successful functioning of the QMS. All levels of management provide support of the QMS by:

- Actively participating in system design, implementation and monitoring, including system review.
- Advocating continual improvement of operations of the QMS
- Committing necessary resources

Management conducts system reviews to ensure continuous suitability, adequacy and effectiveness of the QMS. Such reviews include the following:

- Appropriateness of the Quality Manual and objectives
- Results of audits and other assessments
- Customer feedback, including complaints
- Analysis of data trending results
- Status of actions to prevent a potential problem or a recurrence
- Follow-up actions from previous management reviews
- Changes in business practices or environment that may affect the QMS
- Product characteristics meeting the customer's needs

Management also ensures the QMS undergoes a periodic review, to ensure suitability and effectiveness of the system. Such reviews address:

- Improvements to the QMS and related quality processes
- Improvements to manufacturing processes and products
- Realignment of resources

QUALITY MANUAL

We document our commitment to quality and improving the QMS. We read and acknowledge all policies and procedures applicable to our roles and responsibilities.

TRAINING

We ensure Quality System employees remain proficient in their specific operational job functions and in their understanding of applicable regulations.

AUDITING AND MONITORING

We conduct auditing and monitoring at planned intervals to evaluate effective implementation and maintenance of the QMS and to determine if processes and products meet established parameters and specifications.

DOCUMENTATION

We document our processes to trace the history of the product, as appropriate, concerning personnel, materials, equipment, and chronology and that processes for product release are complete and recorded.

VALIDATION

We validate our processes and systems to ensure finished products have the identity, strength, quality and purity they are represented to possess.

PEOPLE

Our employees are selected based on their scientific and technical understanding, product knowledge, process knowledge and/or risk assessment abilities to appropriately execute quality functions.

RISK ASSESSMENT

We evaluate risk relative to the intended use of the product, patient safety and ensuring availability of medically necessary drug products. Priorities are assigned based on a risk assessment relative to probability of occurrence of harm and of the severity of that harm.

INVESTIGATIONS AND CAPA

We are committed to investigating the root cause of problems, evaluating the need for action relevant to the possible consequences, determining actions, implementing such action within a defined timeframe and evaluating the effectiveness of the action.

MATERIALS

We source our materials from qualified vendors and validate reliability by conducting tests/ examinations and comparing the results to the supplier's certificate of analysis (COA). We also periodically audit our suppliers to determine the reliability of the supplier's COA.

CHANGE CONTROL

We evaluate the need for change relative to the product's state of control.



CORPORATE GOVERNANCE, CONTROL FUNCTIONS, COMPLIANCE & ETHICS PROGRAM

PATIENT CENTRICITY

Trust. Trust is what patients instill in Spectrum to bring therapy options to them that are safe and effective. Spectrum does not take this trust lightly. This is not an entity that should be broken. This is the essence of why we conduct our business in an ethical and compliant manner.

Safe. Safe products are an expectation from patients as they want maximum benefits with minimal avoidable harm.

Effective. Patients want products that work.

Quality. Patients want, and quite frankly, deserve, consistent, reliable high-quality products.

Spectrum is committed to putting the patient first. It is an adopted, intentional and arbitrary standard. We have a duty to protect the life, health, safety, dignity, integrity, right to self-determination, privacy and confidentiality of personal information of clinical research subjects and patients.

We assign or attribute value to patients above innovation, budgets, quality, regulation, and efficiency. We place patients' needs and unique expectations before all else.

We see patients as individuals with unique perspectives, genetic make-up and experience of disease and health; as units of social groups, communities and families; as members of society with complex roles to play in other peoples' and patients' lives.



CLINICAL RESEARCH PARTICIPANTS

We consider the rights, safety, and well-being of study subjects the most important and ensure they prevail over interests of science and society. While the primary purpose of clinical studies is to generate new knowledge, we never let this goal take precedence over the rights and interests of individual research subjects.

We have a duty to protect the life, health, dignity, integrity, right to self-determination, privacy and confidentiality of personal information of research subjects.

We ensure all Spectrum-sponsored clinical studies are reviewed and approved by an Institutional Review Board (IRB) or Independent Ethics Committee (IEC) to ensure the protection of the rights and welfare of study participants.

We obtain documented informed consent from each research participant that is freely given without coercion.

We maintain the confidentiality of any identifiable health information about a study participant obtained in connection with a Spectrum-sponsored clinical study in accordance with strict privacy requirements.

FREE OF BIAS

Our Commercial personnel, including Sales Representatives, are not permitted to facilitate, engage, arrange, recommend, or recruit potential clinical trial sites, or discuss potential participation in a clinical trial and must refer all questions to Clinical Development.

PATIENT ADVOCACY ORGANIZATIONS

We interact with Patient Advocacy Organizations to build awareness, educate and advocate on behalf of patients and their families to improve disease awareness and patient outcomes.

PRIVACY

We are committed to respecting and protecting personal information about patients collected, processed or maintained by or on behalf of Spectrum, regardless of the form, format, location or use, in support of our business operations. We are committed to not using personal information for marketing purposes if the individual whom the personal information pertains has not consented to such use of the personal information or who has opted out of such use.

PATIENT ASSISTANCE PROGRAMS

We are committed to appropriate patient access to care. When we have commercial product and when appropriate, we have reimbursement and patient support programs in the U.S. market to help patients and healthcare professionals (HCPs) understand the coverage, coding and payment environment for marketed Spectrum products, and to assist patient with access to prescribed therapy.

PATIENT COMMUNICATIONS

We prohibit promotional communications to patients.

ITEMS OF VALUE

We only offer items primarily for the benefit of patients to HCPs, occasionally, if they are not of substantial value (\$100 or less).

MEDICAL PUBLICATIONS

We are committed to only publishing patient identifiable data if the information is essential for scientific purposes and written informed consent was obtained from the patient. We will show identifiable patients the manuscript to be published and notify them if the identifiable information will be available via the internet or in print after publication.



CORPORATE GOVERNANCE, CONTROL FUNCTIONS, COMPLIANCE & ETHICS PROGRAM

PROFESSIONAL EXCHANGES WITH HCPS

At Spectrum we abide by the PhRMA Code on Interactions with Healthcare Professionals (HCPs). Ethical relationships with HCPs are critical to our mission of helping patients by developing and marketing new medicines. Our relationships with HCPs are regulated by multiple entities and are intended to benefit patients and to enhance the practice of medicine. Interactions should be focused on informing HCPs about products, providing scientific and educational information, and supporting medical education. In interacting with the medical community, Spectrum is committed to following the highest ethical standards as well as all legal requirements. Our interactions with HCPs are not to be perceived as inappropriate by patients or the public at large. All interactions with HCPs must be professional exchanges designed to benefit patients and to enhance the practice of medicine. Spectrum abides by the principle that a HCP's care of patients should be based, and should be perceived as being based, solely on each patient's medical needs and the HCP's medical knowledge and experience.

Spectrum abides by the Federal Anti-Kickback Law. We are committed to protecting federal healthcare programs and their patients by ensuring treatment decisions are based on an HCP's independent, professional medical judgment, and are not tainted by bias or improper influence. Spectrum prohibits transactions that are intended to induce patient referrals or other business, or to compensate a party for making those referrals. Additionally, Spectrum prohibits providing or offering any "remuneration" (including any payment, kickback, bribe, rebate, or other item of value) to induce someone to prescribe or recommend the use of the company's products.

The Company does not condition HCP Bona Fide Service engagements upon any explicit or implicit agreement or understanding to use, purchase, order, refer, recommend, arrange, prescribe, provide formulary status for, or dispense any Spectrum product. HCP Bona Fide Service engagements may never be used to reward past purchases or recommendations or encourage the potential for future purchases or recommendations to use Spectrum products. HCPs must provide necessary and useful services, advice, or information to Spectrum.



SCIENTIFIC EXCHANGE

We are committed to ensuring all scientific exchange is:

- Truthful, accurate and not misleading
- Non-promotional in purpose and tone, (i.e., objective)
- Not for the purpose of promoting or soliciting questions regarding investigational products or uses of approved products in a manner not consistent with the FDA approved label (e.g., off-label uses)
- Not contain confidential information, unless a confidentiality agreement (or other agreement including confidentiality provisions) is in place
- Approved by Spectrum's Materials Review Committee (MRC) in accordance with Spectrum's material review processes

PROMOTION

We are committed to ensuring all promotion is:

- Truthful, accurate and non-misleading
- Consistent with approved product labeling and the scope of relevant FDA approvals. Promotional communications involving non-approved products or non-approved uses of approved products is prohibited
- Reveal material facts about the product or service being promoted, including facts about any negative clinical outcomes that could result from use
- Balanced as to discussions of effectiveness and risks, including important safety information and contraindications
- Adequately substantiated
- Approved by Spectrum's MRC in accordance with Spectrum's material review processes

P&T COMMITTEES

We respect Pharmacy & Pharmaceuticals (P&T) Committee requirements for independence as they must make formulary placement decisions based on impartial assessments of a product's safety, efficacy, tolerability, and increasingly, cost-effectiveness, devoid of both actual and apparent conflicts of interest. We do not treat an individual P&T Committee member any differently during a pending formulary decision than at any other time.

PRACTICE RELATED ITEMS

We do not offer HCPs practice related items as they do not advance disease or treatment education (e.g., reminder items with company or product logos)

BONA FIDE SERVICE ENGAGEMENTS

FAIR MARKET VALUE

TRAVEL AND LODGING EXPENSES

We are adamant that HCP Bona Fide Service engagements are only intended to obtain information or advice from medical experts on topics such as the marketplace, products, therapeutic areas and the needs of patients. They are never inducements nor rewards for prescribing or recommending a particular medicine or course of treatment. We select HCP service providers based on general medical expertise and reputation or knowledge and experience regarding a particular therapeutic area. We also ensure HCPs are not a Debarred/ Excluded person prior to entering into a contract.

We only offer a fair market value (FMV) fee for service rate commensurate with the HCP's credentials. We only pay for services rendered in accordance with the applicable contractual obligations and reasonable travel, lodging and meal expenses incurred as part of providing the services. We are committed to making use of the services rendered.

BUSINESS COURTESIES

We believe, at all times, the provision of a business courtesy (e.g., meal, snack, educational item) must be secondary to a significant and substantive discussion related to "Business Purpose":

- Spectrum Pharmaceuticals, Inc,
- Spectrum's medicines,
- Spectrum's ongoing or future clinical studies, or
- The safety of Spectrum's medicines or investigational products

FUNDING FOR EDUCATION

We provide funding for bona fide and accredited education for HCPs. We respect the responsibility for and control over selection of content, faculty, educational methods, materials and venue belong to the organizers.



CORPORATE GOVERNANCE, CONTROL FUNCTIONS, COMPLIANCE & ETHICS PROGRAM

PROFESSIONAL EXCHANGES WITH VENDORS

Spectrum has the ultimate accountability for all processes involved in bringing new treatments to the market, including those that are outsourced to vendors. Use of vendors enables Spectrum to augment our resource demand without carrying the full burden of large departments of personnel. Even though the workload is outsourced, Spectrum still has the ultimate accountability over the compliance, conduct and budgets associated with the activity and vendor. We believe it is imperative to put mechanisms in place for selection of appropriate vendors and oversight of the deliverables.

Vendors must provide necessary and useful goods and services to Spectrum. The company does not condition vendor goods and service engagements upon any explicit or implicit agreement or understanding to use, purchase, order, refer, recommend, arrange, prescribe, provide formulary status for, or dispense any Spectrum product. Vendor goods and service engagements may never be used to reward past purchases or recommendations or encourage the potential for future purchases or recommendations to use Spectrum products.

Vendors must act with integrity and are expected to demonstrate a commitment to legal, ethical, safe, fair and environmentally responsible business practices. Spectrum seeks vendors that operate in compliance with all applicable environmental laws and focus on working with vendors that make efficient and effective use of natural resources. Spectrum is an inclusive culture and we do not believe discrimination in any form should be tolerated. Vendors are expected to demonstrate a commitment to inclusive business practices, including without limitation, diversity in their workplace.

Vendors are subject to Spectrum's Vendor Code of Business Conduct and Ethics.



VENDORS ARE AN EXTENSION OF SPECTRUM

We believe vendors play an important role in supporting the operations of our business. We see vendors as business partners whose work is done as an extension of Spectrum and therefore a reflection of Spectrum. We take visibility into vendor processes including oversight and frequency of oversight into quality and controls very seriously. Our approach to vendor management involves cross functional coordination across the Business Owner, Finance, Legal, Compliance and IT to continually evaluate performance, costs, risks and compliance.

GIFTS FROM VENDORS

Generally, we do not accept gifts from present or potential customers, vendors, suppliers, contractors or partners. We are permitted to accept an unsolicited gift of modest value where acceptance of the gift would not reasonably be expected to affect the employee's independent judgement in the performance of his/her job. Even gifts of modest value may not be accepted if they become frequent or conditional.

GIFTS OFFERED TO VENDORS

Generally, we do not offer gifts from present or potential customers, vendors, suppliers, contractors or partners. The only permissible items of value that can be offered to vendors are appropriate healthcare professional (HCP) business courtesies.

DUAL EMPLOYMENT

As Spectrum employees we do not engage in, direct, manage or consult for a business or businesses that are vendors, suppliers or customers of Spectrum, without the express written consent of the General Counsel or the Chief Compliance Officer.

BONA FIDE GOODS AND SERVICES ENGAGEMENTS

We select vendors based on credentials, qualifications and expertise directly related to the identified need. We only pay for services rendered or goods delivered in accordance with the applicable contractual obligations. We are committed to making use of the services rendered or goods delivered.

ANTI-BRIBERY AND CORRUPTION

We do not engage in improperly providing anything of value to public officials in order to obtain or retain business or secure an improper advantage.

PURCHASES FROM VENDORS THAT ARE ALSO CUSTOMERS

We take special caution to ensure the price paid by Spectrum does not exceed the fair market value of the Goods or Services we will receive. We recognize any amount paid to a Customer in excess of fair market value could not only be considered a possible kickback, but also might be viewed as an additional, but undisclosed, discount to the Customer, thereby raising questions as to whether certain prices reported by Spectrum to the Government (e.g., Average Sales Price ("ASP"), Average Manufacturer Price ("AMP"), Medicaid "Best Price," etc.) were intentionally inflated. For this reason, we find it imperative any proposed purchase from a Customer undergo a fair market value evaluation by Spectrum prior to executing (signing) the purchase documents (e.g., quotation, proposal, Statement of Work, GPO agreement, etc.).



CORPORATE GOVERNANCE, CONTROL FUNCTIONS, COMPLIANCE & ETHICS PROGRAM

MANAGEMENT ACCOUNTABILITY

Managers have a responsibility to set an example for employees and act in a manner that is consistent with the Code. Managers are expected to demonstrate the principles and ethics defined in the Code, enforce an ethical mentality and create an environment that values decisions made on principles and standards of ethics.

Below are guidelines to follow:

- ✓ Act as a role model, demonstrate your own personal commitment to ethical behavior and perform all duties with integrity. Stress the importance of delivering a quality product and reflect that mantra in your day-to-day job.
- ✓ Make fair and objective business decisions.
- ✓ Ensure employees are aware of and are routinely trained on the Code, Company policies and procedures, laws and regulations that govern Spectrum's business activities.
- ✓ Ensure employees know where to access the Code and Company policies and procedures.
- ✓ Provide guidance to employees based on the Code and Company policies and procedures.
- ✓ Empower employees to initiate change for the sake of quality improvement.
- ✓ Create the right environment for each employee to understand how their daily activity impacts the patient, and to embrace this responsibility.
- ✓ Avoid taking actions that undermine respect.
- ✓ Create an environment where employees are comfortable speaking up without fear of retaliation. Ensure employees know how to access the Compliance Helpline.
- ✓ Promptly address any concern raised by an employee and if necessary, escalate the concern as soon as possible.
- ✓ Ensure corrective and preventive action is implemented in a timely manner.
- ✓ Fully support investigations.
- ✓ Recognize and reward ethical behavior.

<p>BOARD OF DIRECTORS</p> <p>We are committed to overseeing the CEO and monitoring management’s performance to ensure the Company operates in an effective, efficient and ethical manner.</p>	<p>AUDIT COMMITTEE OF THE BOARD OF DIRECTORS</p> <p>We are committed to assisting the Board of Directors in its general oversight of the company’s accounting and financial reporting processes, audits of the financial statements, internal control and audit functions.</p>	<p>CHIEF COMPLIANCE OFFICER</p> <p>I am committed to managing the creation, development, implementation, operation, monitoring and enforcement of the Compliance and Ethics Program.</p>
<p>CHIEF LEGAL OFFICER</p> <p>I am committed to advising the company on the legal and regulatory risks and counseling management, the Audit Committee of the Board of Directors, and the Board of Directors regarding applicable laws and regulations that govern, relate to or impact the company’s day-to-day operations and strategy.</p>	<p>COMPLIANCE COMMITTEE</p> <p>We are a sub-committee of the Audit Committee of the Board of Directors that is committed to evaluating the effectiveness of the company’s Compliance and Ethics Program and related policies, procedures and internal controls. We ensure they are reasonably designed to comply with applicable laws and regulations.</p>	<p>CONTROL FUNCTION LEADERSHIP</p> <p>We ensure controls are in place to address all the different types of compliance the company is accountable for (e.g., Federal Healthcare Program, GxP/Quality Management System, Employment/Benefits, Occupational, Health, Safety, Cybersecurity, Data Privacy and Finance).</p>
<p>FUNDING AND SUPPORT REQUEST REVIEW COMMITTEES</p> <p>We are sub-committees of the Compliance Committee that are committed to reviewing and approving funding and support requests.</p>	<p>MATERIALS REVIEW COMMITTEE</p> <p>We are committed to reviewing and approving all materials and other items intended for distribution or presentation to customers by company employees or those acting on behalf of the company.</p>	<p>PRICING COMMITTEE</p> <p>When we promote commercial product, we are committed to ensuring appropriate coverage and reimbursement of Spectrum products and to negotiate and review pricing, discounting and contracting strategies for Spectrum products.</p>
<p>PUBLICATION STEERING COMMITTEE</p> <p>We are committed to reviewing and approving Spectrum sponsored clinical and scientific data prior to submission to a publisher.</p>		



FINANCIAL TRANSPARENCY

OVERVIEW

This section addresses the requirements to maintain accurate records, confidentiality and financials regarding the management of the company and to maintain and safeguard investor confidence.

Spectrum is committed to provide full, accurate and timely financial and other disclosures to the public and regulatory authorities (including local and foreign governments).

All of Spectrum's books, records and accounts must fully, accurately and truthfully reflect all company transactions.

ACCURATE RECORD KEEPING

All official Company records must be complete and reliable in all material respects. Company records can include sales and booking information, payroll, timecards, travel and expense reports, accounting and financial data, measurement and performance records, and other official records maintained in the ordinary course of our business. Undisclosed or unrecorded Company transactions, payments or receipts are inconsistent with our business practices and are prohibited. In addition, certain Company records must be retained as required by law, rule or regulation. The Company maintains document retention practices that each employee, as applicable, must follow with respect to Company records within such employee's control.

Accuracy of Financial Reports And Other Public Communications

As a public company we are subject to various securities laws, regulations and reporting obligations. Both federal law and our policies require the prompt disclosure of accurate and complete material information regarding the Company's business, financial condition and results of operations. Inaccurate, incomplete or untimely reporting of such information will not be tolerated and can severely damage the Company and cause legal liability. The Company's principal financial officers and other employees working in the accounting function have a special responsibility to ensure that all of our financial disclosures are complete, fair, accurate, timely and understandable. These employees must strive to ensure the Company's financial reporting complies with generally accepted accounting principles and all applicable standards, laws and regulations for accounting and financial reporting of transactions, estimates and forecasts.



FINANCIAL TRANSPARENCY

DOCUMENT PREPARATION

Correspondence and documents should be error-free and neatly prepared. Care shown in preparation of correspondence and documents reflects attention to accuracy and detail. Even simple errors could cause unnecessary inconvenience, irritation and potential loss of business.

INSIDER TRADING

The Company has an established corporate policy on prohibition of insider trading, which among other matters, prohibits employees from trading in the Company's stock, or tipping others, based on insider information and establishes procedures regarding trading during blackout periods.

PERSONNEL RECORDS

Employee personnel files are considered confidential property of the Company. To ensure information in personnel files is current, Employees must notify Human Resources and the Payroll Administrator whenever they have a change in data such as address, phone number or emergency contact. The Company will provide employees with a copy of their personnel files upon request, as required by law.





INFORMATION TECHNOLOGY

OVERVIEW

This section addresses respect for and use of Spectrum's information technology, including but not limited to computer hardware and software, e-mail, voicemail, and internet connections.

All information temporarily or permanently stored or transmitted with the aid of company provided information technology is the sole and exclusive property of Spectrum.

Spectrum reserves the right to access, copy and use any information stored on company equipment or equipment used to conduct company business in any manner it deems appropriate.

INFORMATION TECHNOLOGY USE

Employees are provided computers or access to computers for job-related purposes only. E-mail, voicemail systems, internet connections, computer software and hardware are maintained by the Company in order to facilitate business. All messages composed, sent, received or stored through these systems or connections are the property of the Company.

Employees should not assume any expectation of privacy to any information that is temporarily or permanently stored on any computer or device belonging to the Company or any computer or device used for Company business. The Company may access and review all files and records on computers, including similar electronic equipment used to create, edit or store data provided by the Company at any time and without notice.

Employees should be aware that even when a file on the computer or a voicemail or e-mail message has been erased, it might still be possible to retrieve the file from a backup system. Employees should not assume that an erased or deleted file or message will remain private. Employees must have no expectation of privacy regarding any information or data created on, or transmitted over, the Company's voicemail, e-mail, intranet or internet systems. The Company reserves the right to access and monitor an Employee's voicemail and e-mail messages, both outgoing and incoming, at any time. The existence of a password on either system does not indicate that messages will remain private, and passwords must be made known to the Company by all Employees.

BRING YOUR OWN DEVICE (CELL PHONES AND TABLETS)

Note: Unless specifically authorized, personally owned computers are not acceptable for business use.

The Company grants its employees the privilege of purchasing and using smartphones and tablets of their choosing at work for their convenience. The Company reserves the right to revoke this privilege if users do not abide by the requirements outlined on page 25.



INFORMATION TECHNOLOGY

This requirement is intended to protect the security and integrity of Company data and technology infrastructure. Limited exceptions to the requirement may occur due to variations in devices and platforms.

Spectrum reserves the right to its intellectual property, which includes documents, email, and phone contact information. The Company has the right to and the ability to block and/or erase any device connected to Company systems. Whether or not your device is a personal or company owned mobile phone/smartphone/tablet, accessing Company e-mail, documents, or other information will enable the Company to determine when these devices are connected to our systems. In the event of separation from the organization, either through loss of device, resignation, or termination, the Company will attempt to disconnect its systems from your device and remove data associated with the company. If this attempt is not successful, we reserve the right to perform a remote wipe and lockout of the device.

What does this mean?:

- If you have a Spectrum owned smartphone or tablet, connection of the device to Company systems can be determined and the device will be erased.
- If you have a personal smartphone or tablet connected to a Company email account, connection of the device to Company systems can be determined and the connection to the Company system will be removed along with associated data.
- If your connection to the Company systems cannot be successfully removed, your device will be erased. Your contacts, photos, documents, and other information will be rendered unrecoverable.
- If you plan on using your own device to connect to Company servers or have personal items stored on a Company device, you should back these items up to your own personal computer.
- The Company only has the ability to modify our server connections and erase your device. We do not have access to your personal email accounts, photos, social networking accounts, etc. stored on your mobile device.
- The Company does not use GPS tracking.
- In order to prevent unauthorized access, devices must be password protected using the features of the device and a strong password is required to access the company network.
- The company's strong password requirement is: Passwords must be at least four characters, numbers, or symbols.
- The device must lock itself with a password or PIN if it's idle for five minutes.
- After ten failed login attempts, the device will lock and/or erase depending upon the device model. Contact IT to regain access.



OVERVIEW

This section addresses Spectrum's commitment to environmental stewardship and employee health and safety.

OCCUPATIONAL, HEALTH AND SAFETY

HEALTH AND SAFETY

We provide employees with appropriate workplace health and safety training and prominently display health and safety information throughout the facility.

In order to promote a safe work environment, Employees are to follow all safety procedures, and report any unsafe condition to the Safety Manager, a supervisor, or Human Resources. Safety is everyone's responsibility.

All accidents, including those that do not involve injury, must be reported immediately to the Safety Manager, a supervisor, or Human Resources.

EMERGENCY PREVENTION, PREPAREDNESS AND RESPONSE

We identify and assess potential emergency situations. For each situation, we develop and implement emergency plans and response procedures that minimize harm to life, environment and property.

INCIDENT MANAGEMENT

We have a system for employees to report health and safety incidents and near-misses, as well as a system to investigate, track and manage such reports. We implement corrective action plans to mitigate risks, provide necessary medical treatment and facilitate employees' return to work.

All accidents, including those that do not involve injury, must be reported immediately to the Safety Manager, a supervisor, or Human Resources.

ENVIRONMENTAL STEWARDSHIP

We are committed to responsible use and protection of the natural environment through conservation and sustainable practices. We actively pursue sustainability initiatives such as reducing waste and promoting recycling.

ACKNOWLEDGEMENT

This section addresses Spectrum's Acknowledgement of receipt of the Employee Code of Business Conduct and Ethics. By signing this acknowledgement, the employee confirms it is their responsibility to understand and follow the requirements in this document. The signature is captured in Spectrum's Training Management System.

COMPLIANCE HELPLINE

(844) 587-1660

www.sppirx.ethicspoint.com



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Employee Code of Business Conduct and Ethics. October
2022