



Political Contributions and Lobbying Policy

1.0 PURPOSE

- 1.1. This policy establishes the responsibilities of PTC Therapeutics, Inc., ("PTC" or the "Company") its subsidiaries, and its affiliates when considering political contributions. This policy ("Policy") also establishes the responsibilities of employees when employees are considering making political contributions in their own names or lobbying contacts with public officials or public employees on behalf of PTC.

2.0 SCOPE

- 2.1. This Policy applies to all officers, directors, and employees of PTC and all of its subsidiaries and affiliates ("Employees"); and any contractors, consultants, vendors, and any other third-parties acting under their control on behalf of the Company ("Agents"). This Policy specifically addresses U.S. issues related to political contributions and lobbying. In addition, this Policy addresses ex-U.S. political contributions and lobbying issues which may implicate consideration of, *inter alia*, the Foreign Corrupt Practices Act of 1977 ("FCPA") (15 U.S.C. §§ 78dd-1, *et seq.*). The Company's policies with respect to prohibition of corruption and bribes are described more fully in the Company's Anti-Corruption Policy, which is available from the Compliance Department or on the Company's Intranet.

3.0 POLICY

3.1. Personal Political Contributions by Employees.

- 3.1.1. PTC respects the right of Employees and Agents to participate in political activities. Personal political contributions are permitted subject to the following conditions:
 - Contributions are not made from Company funds;
 - Expenses for personal political activities are not submitted to the Company for reimbursement;
 - Company resources are not used for personal political activities;
 - The Employee or Agent in no way suggests that he/she is representing the Company in the individual political activity; and
 - Contributions conform with the "pay-to-play" limitations addressed in Section 3.3.1 below.

3.2. Company Contributions

- 3.2.1. No political contribution will be provided to a candidate, political party organization, political committee or political organization in return for an implied or promised official act. PTC will comply with all applicable laws and disclosure requirements, as well as U.S. generally accepted accounting principles (GAAP). Corporate contributions shall reflect PTC's corporate interests, not those of any individual Employee or Agent or officer within the corporation.
- 3.2.2. In determining which candidates, political party organization, political committees or political organizations, if any, should receive support through a PTC corporate contribution, PTC believes it is important to consider candidates, regardless of political affiliation, who support public policy consistent with PTC's interests, including:

- Expanding patient access to medicines through a competitive marketplace and a regulatory environment where research and innovation can flourish;
- Protecting the patient-physician relationship and supporting health insurance coverage that ensures access to innovative treatments;
- Recognizing the important role that biopharmaceutical companies and their employees play in the ecosystem of innovation in health care; and
- Strengthening and improving the environment for research and innovation in health care.

3.3. Specific U.S. Considerations

3.3.1. "Pay-to-Play" Limitations

3.3.1.1. Certain states ("States") in the United States have enacted so-called "pay-to-play" laws that prohibit entities such as PTC from being eligible for government contracts if a covered Employee (and, in some cases, a spouse or child of such an individual) or Agent makes or solicits political contributions for certain candidates, campaign committees, or certain other political entities in that jurisdiction. The Legal Department will maintain a current list of States on the PTC intranet for which Employees and Agents need to consult with the Legal Department prior to making or soliciting personal political contributions in those States or to a State official running for Federal office.

3.3.2. Company Contributions

3.3.2.1. U.S. Federal law prohibits PTC from making corporate contributions to candidates, political party organizations, political committees, or Political Action Committees at the Federal level. However, PTC may make contributions to support State and local candidates, political party organizations, political committees or political organizations in those jurisdictions where such corporate contributions are permitted under applicable law and when it serves the interests of the Company. Corporate contributions must be reviewed in advance by the Legal Department.

3.4. Specific Ex-U.S. Considerations

3.4.1. The same general principles shall apply to ex-U.S. political contributions as to U.S. contributions. Specifically, for example, no political contribution will be provided to a candidate, political party organization, political committee or political organization in return for an implied or promised official act. In addition, political contributions must be in accordance with local law. In addition, consideration will be given to potential implications under, *inter alia*, the Foreign Corrupt Practices Act of 1977 (FCPA) (15 U.S.C. §§ 78dd-1, *et seq.*). Contributions by an ex-U.S. PTC entity, if permitted by local law, shall be made only after consultation with the Legal Department, and approved by the country manager and his or her supervisor.

3.5. Lobbying

3.5.1. The Federal government, each State, and certain localities have laws requiring registration and reporting by lobbyists and in some cases, also by the lobbyist's employer. In addition, certain expenses for lobbying activity are not deductible as business expenses under U.S. tax law. Lobbying activity generally includes attempts to influence the passage or defeat of legislation. The U.S.

Government and many States, however, have extended the definition of lobbying activity to cover efforts to influence formal rulemaking by executive branch agencies or other official actions of agencies, including the decision to enter into a contract or other financial arrangement. Moreover, "grassroots" lobbying activity (where one communicates with the public or segment of the public encouraging others to contact public officials for the purpose of influencing the passage of legislation or a rulemaking) is in many cases also considered lobbying activity. The activities described in this paragraph are collectively referred to as "Lobbying Activities."

- 3.5.2. To ensure that PTC and its employees are in compliance with these laws, including certain registration, reporting and recordkeeping requirements, Employees and Agents must comply with the following:
- An Employee or Agent may not engage in any Lobbying Activities, as described above, on behalf of PTC without prior approval and coordination with the Legal Department and must be in full compliance with applicable U.S. Federal, State, and local laws.
 - An employee, contractor, or agent may not retain an outside consultant to provide Lobbying Activities, services in support of Lobbying Activities, or services otherwise related to government affairs or public policy without prior approval and coordination with the Legal Department.
- 3.5.3. If you are not sure whether your activities would be considered Lobbying Activities, please contact the Legal Department.

4.0 COMPLIANCE AND RECORD KEEPING

4.1. Compliance

- 4.1.1. Every Employee of the Company is responsible for conducting him or herself in a manner consistent with this Policy. Any Employee who engages an Agent shall ensure the Agent fully complies with this Policy. Supervisors and managers are also responsible for enforcing this Policy.
- 4.1.2. Failure to follow this Policy may subject an Employee to disciplinary action, up to and including termination. The assignment of any Agent who fails to follow this Policy may be ended. Any Employee or Agent who becomes aware of an actual or potential violation of this or any PTC policy must promptly report it to his or her manager, and/or one of the following PTC departments: Compliance, Legal, Human Resources, or the PTC Confidential and Anonymous Hotline (phone: 1-866-352-1957 or 1-402-682-7640 email: PTCT@OPENBOARD.INFO; or Internet: [HTTP://WWW.OPENBOARD.INFO/PTCT/](http://WWW.OPENBOARD.INFO/PTCT/)).
- 4.1.3. PTC follows a policy of non-retaliation and no Employee or Agent will be subject to retaliatory action for reporting in good faith a suspected violation of this Policy.
- 4.1.4. Any exception to this Policy must be approved in advance, in writing, by the Executive Vice President and Chief Legal Officer. If you have any questions or concerns regarding this Policy or its application, please seek guidance from your manager, the Compliance Department or Legal Department.



4.1.5. If you have any questions or concerns regarding this Policy or its application, please seek guidance from your manager, the Compliance Department or Legal Department.

4.2. Record Keeping

4.2.1. The Legal Department is responsible for all aspects of this Policy.