AUTOLUS THERAPEUTICS PLC

CODE OF BUSINESS CONDUCT AND ETHICS

(UPDATED OCTOBER 2026)

Policy Overview

This Code of Business Conduct and Ethics (this "Code") flows directly from our commitment to our mission and core values. We are committed to maintaining the highest standards of business conduct and ethics. Our combined efforts will enable us to make the right decisions that provide value and benefit our employees as well as our patients, shareholders, healthcare professionals, patient advocacy groups and external stakeholders. It is unacceptable to cut legal or ethical corners for the benefit of AUTOLUS THERAPEUTICS PLC or any of its subsidiaries ("Autolus" or "Company") or for personal benefit.

This Code is intended to deter wrongdoing as well as the appearance of wrongdoing. Doing the right thing is more important than winning while risking our reputation or the trust of our patients, healthcare professionals, partners and shareholders.

This Code is designed to ensure we:

- operate our business ethically and with integrity;
- avoid situations where our personal interests are, or appear to be, in conflict with the Company's interests;
- protect and properly use Autolus' information, assets, and resources;
- protect information that is owned by our customers and vendors;
- safeguard non-public information and refrain from using that information for personal gain;
- comply with the letter and spirit of all laws, rules and regulations, and Autolus policies, including full, fair, accurate, timely and understandable disclosure in reports and documents we file with the U.S. Securities and Exchange Commission (the "SEC") and in our other public communications;
- communicate in an honest and open manner;
- adhere to Autolus' standards for protecting the environment and the safety and health of our employees, our customers, our community, and our contractors; and
- promptly internally report suspected violations of this Code.

This Code sets forth some general principles that you must apply to your own conduct, using common sense and good judgment. If you have any questions about any of these principles, consult with the Legal or Compliance team.

If you violate the law, this Code, the Company compliance program, or another Company policy or procedure, you will be subject to discipline up to and including immediate termination of employment. A good faith effort to comply with this Code will be taken into consideration when determining disciplinary action. Supervisors who ignore or fail to correct misconduct may also be subject to discipline. This Code is not a contract of employment.

To whom does this Code apply?

This Code applies to all of us: the directors, executives, employees and contractors of Autolus and its subsidiaries. In addition to our own compliance, all of us must ensure that those we manage, and those that we hire to work on our behalf, comply with this policy.

HONEST AND ETHICAL CONDUCT

Fair Dealing

You must not improperly use business courtesies to gain a competitive advantage. Offering, giving, soliciting or receiving any form of bribe or kickback is strictly prohibited. You must treat customers, suppliers, competitors, fellow employees, and other stakeholders honestly and fairly. Never take unfair advantage of anyone through manipulation, concealment, disclosure of confidential information, or false or misleading statements.

Company Records

All Company books, records and accounts must be accurate and complete, and transactions must be recorded in a timely manner. You are personally responsible for the integrity of the information, reports, and records under your control. You must never make any false or artificial entries for any purpose.

Financial statements must be prepared in accordance with generally accepted accounting principles and must represent, in all material respects, the financial condition and results of the Company.

You must not destroy records that are potentially relevant to a violation of the law, any litigation, or any pending, threatened, or foreseeable government investigation or proceeding. It is a crime to alter, destroy, modify or conceal documentation or other objects that are relevant to a government investigation, or to otherwise obstruct, influence or impede an official proceeding. The law applies equally to all Company records, including formal reports as well as informal data such as e-mail, expense reports and internal memos.

Gifts, Meals and Entertainment

In general, you and your immediate family members may not seek, accept, offer, promise, or give (directly or indirectly) anything of value—including gifts, discounts, favors, entertainment, or services—from or to any person or company with whom the Company does business. This prohibition is intended to prevent the improper use of anything of value (even nominal value) to induce or reward doing business with Autolus. Subject to this general prohibition:

- You may offer meals and items of value to Healthcare Professionals (**HCPs**) in accordance with Autolus' written policy on meals and items of value.

- You may offer or accept meals or items of value to or from non-HCPs with whom Autolus does

business, as long as these activities are reasonable in cost and frequency.

Conflicts of Interest

You must avoid actual or potential conflicts of interest. A conflict may exist if your activities or interests, or the activities or interests of your family members, make it difficult for you to perform your job objectively and effectively. Your decisions and actions related to Autolus should be based on the best interests of Autolus and not based on personal relationships or benefits, either for yourself or for others. Autolus personnel must never use or attempt to use their position with Autolus to obtain improper personal benefits.

You must disclose to Autolus any interest that could influence or be perceived to influence your job activities or decisions. A conflict of interest may arise in many situations. We cannot list them all in this Code of course, but includes any of the following interests, either of your own or of a family member:

- A substantial financial interest in a Company supplier, competitor, or customer (this does not include ownership of nominal amounts of stock in publicly-traded companies);
- An employment or consulting relationship with a Company supplier, competitor, or customer;
- An interest in a transaction that Autolus is known to be, or may be, interested in;
- An outside business activity that is competitive with Autolus' business;
- A potential to personally profit from Autolus's corporate opportunities; or
- Receipt of fees, commissions, services, or other compensation from a Company supplier, competitor, or customer.

The above list is not exhaustive. You must report other actual or potential conflict of interest to your supervisor. If the Company determines that a conflict exists, it may take any action that it deems appropriate to resolve the conflict.

Evaluating whether a conflict of interest exists can be difficult and may involve a number of considerations. We encourage you to seek guidance from your manager and the human resources or legal departments when you have any questions or doubts.

In the interest of clarifying the definition of "conflict of interest," if any member of the Board who is also a partner or employee of an entity that is a holder of Autolus equity, or an employee of an entity that manages such an entity (each, a "Fund"), acquires knowledge of a potential transaction (investment transaction or otherwise) or other matter other than in connection with such individual's service as a member of the Board (including, if applicable, in such individual's capacity as a partner or employee of the Fund or the manager or general partner of a Fund) that may be an opportunity of interest for both Autolus and such Fund (a "Corporate Opportunity"), then, provided that such director has acted reasonably and in good faith with respect to the best interests of Autolus, such an event shall be deemed not to be a "conflict of interest" under this policy.

If you are aware of an actual or potential conflict of interest, or are concerned that a conflict might develop, please discuss with your manager and then obtain approval from our Compliance Officer before engaging in that activity or accepting something of value. The Compliance Officer is a person to whom you can address any questions or concerns related to this Code or any other matters relating to legal or regulatory

compliance. The Compliance Officer is our General Counsel, or to the extent no individual is serving as our General Counsel, our Chief Financial Officer.

We will abide by the securities laws that govern conflicts of interest by our executive officers and directors. As a result, the actions or relationships that will be considered conflicts with respect to our executive officers and directors are only those that meet the requirement for disclosure in our periodic filings with the SEC pursuant to Item 404 of Regulation S-K or Item 7.B of Form 20-F, as applicable, which are referred to as related party transactions. Such related party transactions must be approved by the Audit Committee as required by applicable laws and regulations, and provided such approval is obtained in advance and such transactions are publicly disclosed, such approval shall not be deemed a waiver of this Code.

COMPLIANCE WITH THE LAW

Autolus is committed to conducting its business activities in accordance with all applicable federal and state laws and regulations. You must have a general understanding of the laws and regulations that apply to Autolus' business activities. It is your personal responsibility to adhere to the standards and restrictions imposed by those laws and regulations, including those relating to financial and accounting matters. The same applies to policies we adopt, such as this one. Even if conduct complies with the letter of the law or our policies, we must avoid conduct that will have an adverse impact on the trust and confidence of our customers, partners or investors.

Pharmaceutical Laws

The U.S. Food and Drug Administration (**FDA**) is the federal agency responsible for overseeing the safety of pharmaceuticals, biologics, medical devices, and other products under the Federal Food, Drug, and Cosmetic Act (**FDCA**) and its implementing regulations. FDA regulates almost every aspect of Autolus' business, including the research, development, manufacturing, distribution, marketing, and promotion of our products.

Labeling, Advertising, and Promotion

FDA regulations require drug labeling and promotional material to be accurate, balanced, and truthful. Among other things, FDA regulations require all materials and messaging used to promote our products to be fair and balanced and consistent with FDA-approved labeling. To ensure compliance with FDA regulations, you must comply with all Company policies and procedures related to promotional activities.

Product Samples

Autolus does not provide drug or biologic samples.

Product Safety and Reporting Adverse Events

As required by law, Autolus closely monitors all reports of adverse events associated with the use of the Company's products to ensure that we consistently adhere to the highest levels of safety and accountability. You are required to identify, record, and report any safety, quality, or performance issues, or any circumstance that suggests the occurrence of any of these issues, within 24 hours of becoming aware of the event.

Independent Medical Education Programs

The FDA does not regulate industry-supported scientific and educational activities that are independent of

the supporting company's influence. If a company influences a scientific or educational activity, however, then the activity may be considered "promotional" and subject to all FDA regulations on product promotion. When we want to support scientific or educational activities without being subject to FDA regulation, we must ensure that the activities are designed and carried out without any influence from Autolus. We have policies and procedures in place to ensure that our support of scientific and educational activities is appropriate.

The Pharmaceutical Research and Manufacturers of America (PhRMA) Code on Interactions with Health Care Professionals (PhRMA Code)

The purpose of the PhRMA Code is to ensure that healthcare decisions are made for the benefit of patients and are not based on undue influence from pharmaceutical companies. It provides examples of proper and improper practices regarding pharmaceutical companies' interactions with HCPs. Compliance with the PhRMA Code substantially reduces the risk of violating the Anti-Kickback Statute. The majority of the pharmaceutical industry, including Autolus, has adopted and embraced the PhRMA Code, and your activities must comply with it.

Physician Payment Sunshine Act

The Physician Payments Sunshine Act (**Sunshine Act**) requires disclosure to the federal government of defined transfers of value to any physicians, healthcare entities and other applicable healthcare providers in the U.S. during the preceding calendar year. It is Autolus' policy to maintain all records necessary in order to comply with the requirements of the Sunshine Act.

Laws Relating to Government Health Care Programs

Federal Anti-Kickback Statute

The federal Anti-Kickback Statute and certain state laws make it a crime to pay or receive anything of value with the intent to induce the purchase of or prescription of drugs or devices reimbursable under federal or state healthcare programs (*e.g.*, TRICARE, Medicare or Medicaid). The purpose of these laws is to ensure that money, or anything else of value, does not interfere with our customers' independent clinical and formulary decisions. The Anti-Kickback Statute is interpreted broadly and prohibits a wide range of activities, such as:

- Providing an educational or research grant to an HCP (including a pharmacist) with the goal of encouraging the HCP to prescribe, dispense, or recommend a pharmaceutical product;
- Providing certain services to HCPs or other customers on the condition that they purchase or prescribe a certain amount of pharmaceutical products;
- Providing a grant to a managed care organization with the goal of influencing the formulary position of a product; and
- Paying an HCP a fee above the reasonable fair market value for services, such as participating in a Company-sponsored advisory board, in order to reward or induce purchases or prescriptions.

Some state laws are broader and apply to all items and services, beyond those reimbursed under a government healthcare program. Autolus treats all HCPs and other customers as if they are subject to the anti-kickback laws, even if they do not participate in government healthcare programs. Autolus and its

customers are subject to penalties for violating the anti-kickback laws. The penalties for violations include imprisonment and fines.

The federal Anti-Kickback Statute is so broad that it could be read to prohibit otherwise legitimate marketing activities and even some non-promotional activities. As a result, the U.S. Department of Health and Human Services, Office of Inspector General has defined certain "safe harbors." Activities that fall entirely within a safe harbor do not violate the Anti-Kickback Statute. A number of safe harbors exist, including the Discount Safe Harbor, the Managed Care Safe Harbor, and the Personal Services Safe Harbor. You must ensure that your activities do not violate the Anti-Kickback Statute and wherever possible are structured to fall within a safe harbor. If you have any questions regarding your activities and the federal Anti-Kickback Statute and safe harbors, you should contact the Compliance Department.

False Claims Act

The False Claims Act prohibits entities and individuals from submitting, or inducing someone else to submit, a false claim for reimbursement by the federal government. Violating the False Claims Act can result in criminal prosecution and steep fines for each false claim. To avoid violating the False Claims Act, you must ensure that all promotional activities and materials comply with Autolus' policies and procedures.

Medicaid Best Price Law

Under federal law, Medicaid is entitled to quarterly rebates based in part on the lowest price a pharmaceutical company offers to any non-government customer for a particular product. This is generally referred to as the "best price" of the product. Autolus must calculate and report the metrics it uses to calculate these rebates to the federal government.

If Autolus does not accurately account for discounts or other price concessions, it might result in the Company reporting an inaccurate best price to the federal government. This could violate the Medicaid Best Price Law, in which case Autolus would have to pay significant penalties and be subjected to operating restrictions and criminal penalties.

Most states also have a version of pricing legislation and impose stiff penalties for violations of those laws.

State Reporting and Marketing Laws

Some state laws limit or restrict the way pharmaceutical companies interact with HCPs, especially with respect to marketing practices and items of value provided to HCPs. State regulations are designed to ensure that interactions with HCPs benefit patients, and that HCPs use their independent judgment to make decisions about which drugs to prescribe to their patients. The recent trend is for state marketing and disclosure laws to place greater restrictions and requirements on companies than the PhRMA Code or federal laws (*e.g.,* Vermont). If you are involved in providing or facilitating a transfer of value to an HCP, you must follow all applicable Company policies and procedures and ensure the related expenditures are accurately and timely reported.

Privacy Laws

In the course of conducting its business, Autolus may collect and process various types of personal information. You may also have incidental or inadvertent contact with a patient's personal information in the course of your activities with Autolus. Regardless of the source, Autolus safeguards the confidentiality, integrity and security of personal information in accordance with applicable privacy and data protection

laws and regulations in the countries where Autolus operates, including U.S. federal and state privacy laws, the European Union General Data Protection Regulation ("EU GDPR"), the UK General Data Protection Regulation ("UK GDPR"), the UK Data Protection Act 2018 and the Swiss Federal Act on Data Protection ("Swiss FADP"). These laws generally require Autolus to process personal information lawfully, fairly, and transparently; use it only for legitimate purposes; limited to what is necessary; maintain its accuracy; retain it only for as long as necessary; and protect it through appropriate technical and organizational safeguards. Personal information may include medical histories or records and personal identifiers such as names, birth dates, and Social Security Numbers. Certain information, including health information and other sensitive information, may be considered sensitive or "special category" personal information and is subject to additional legal protections. Individuals may also have legal rights regarding their personal information, including rights to access, correct, delete, restrict, or object to certain processing, depending on the applicable law and circumstances.

The most important privacy law that affects the healthcare industry in the U.S. is the Health Insurance Portability and Accountability Act of 1996 (**HIPAA**). The HIPAA "Privacy Rule," as it is commonly called, aims to protect the privacy of individually identifiable health information of patients and research subjects. The HIPAA Privacy Rule directly applies to covered healthcare providers, including HCPs, health plans, and healthcare clearinghouses, and also to certain business associates. Although HIPAA does not apply to all healthcare information or all pharmaceutical company activities, it may affect Autolus when Autolus receives, uses or discloses protected health information in connection with covered healthcare activities or contractual arrangements. In the EU, the EU GDPR protects personal information and provides individuals with certain rights concerning how their information is used. In the UK, the UK GDPR and the UK Data Protection Act 2018 protect personal information and provide similar protections. In Switzerland, the Swiss FADP governs the processing of personal information and provides rights and protections to individuals whose personal information is processed. These requirements may apply to information relating to patients, research subjects, HCPs, employees, job applicants, customers, suppliers and other individuals. Autolus must have an appropriate lawful basis under applicable law for processing personal information and must provide additional safeguards when processing health information or other sensitive or special categories of personal information.

To ensure compliance with applicable privacy and data protection laws, the Company has adopted comprehensive policies and procedures with which you are required to comply. You must only access, use, share, retain, or dispose of personal information as authorized and must promptly report any actual or suspected loss, misuse, or unauthorized disclosure of personal information.

Fair Competition Laws and Fair Dealing

Fair competition laws are designed to prohibit activities that reduce market competition and harm consumers. Autolus strives to outperform competition in a fair, honest and legal manner. You must never engage in illegal or unethical business practices. You should never attempt to improperly obtain proprietary information, including trade secret information, from another company. In addition, you should not obtain trade secret information from past or present employees of other companies.

Autolus is committed to conducting all of its business dealings in compliance with applicable antitrust laws. Pursuant to this policy, you may never:

- Collaborate with a competitor or take other actions that have the effect of improperly discouraging competition. If you have any questions about the potential impact of an action or communication, first discuss such questions with the General Counsel;

- Make an agreement or have an informal understanding with competitors, either directly or indirectly, to fix prices, divide customers or territories, or restrict sales;

- Exchange information on pricing, discounting, allowances, royalties, costs, quotas, allocation of customers or territories, contract terms, or other similar proprietary information, with competitors;

- Attempt to monopolize or dominate markets with anything other than the use of superior products, service, or performance;

- Engage in illegal tying (*i.e.*, an agreement to sell one product on the condition that the customer also purchase a different product, or agrees to forego purchasing the product from another supplier), illegal price discrimination, or refusals to deal;

- Enter into agreements with distributors regarding resale prices; or

- Discuss any of these topics with competitors. If a competitor initiates a similar conversation with you, you should politely decline to reciprocate and report the incident to the Compliance Department.

You should always be fair in your dealings with clients, customers, suppliers, competitors, and any other third-parties. You may not engage in the practice of manipulation, concealment, abuse of privileged information, misrepresentation, or any other unfair-dealing practice.

Export and Trade Laws

The U.S. and other countries have laws that restrict or prohibit even ordinary sales, research, manufacturing, and other commercial relationships with certain countries or parties. Even the simple act of carrying laboratory equipment from the U.S. to a European facility may constitute an export and be subject to applicable trade laws and controls. In addition, disclosing (including oral or visual disclosures) or transferring controlled data to a non-U.S. person, even if the disclosure or transfer occurs within the U.S., would be deemed an export to the home country or countries of the non-U.S. person and could require a license or other authorization. You are encouraged to contact your supervisor when interacting with any person or entity with a presence outside the U.S. to ensure that your actions are in compliance with these trade laws.

Anti-Bribery and Corruption Laws

You must comply with the letter and spirit of the U.S. Foreign Corrupt Practices Act and all other applicable anticorruption statutes including the U.K. Bribery Act. This means that you must not, either directly or indirectly, make any bribes or corrupt payments on behalf of the Company. Bribes not only take the form of money, but also favors, entertainment, promises to pay, and anything else that has value. Violations of anti-corruption laws can subject Autolus and its representatives to criminal and civil penalties. For more information about the rules governing gifts to foreign officials, please reference our Anti-Bribery Policy.

COOPERATION WITH INVESTIGATIONS AND INQUIRIES

Government Requests and Investigations

It is Autolus' policy to cooperate with all government agencies with respect to any request for information or facility visits in connection with a government investigation.

If an employee is contacted by any government agency, he or she should immediately notify his or her supervisor. If an employee is approached in the field (*e.g.,* at a customer's office, or at the employee's home) by an investigator, the employee has the right to obtain legal representation before allowing the investigator to proceed.

If an investigator requests to see Company documents, immediately notify the General Counsel and obtain approval before providing any materials. If the investigator presents a search warrant or a subpoena, the warrant or subpoena should be delivered immediately to the General Counsel, but the employee must not obstruct a search pursuant to a search warrant.

During a facility visit, employees should cooperate fully with inspectors throughout the inspection process, answering any appropriate questions the inspectors may have.

If an employee receives an inquiry, a subpoena, or other legal document regarding Autolus' business, whether at home or in the workplace, from a governmental agency, the Company requests that the employee notify his or her supervisor and the General Counsel immediately. At times, we may be involved in litigation and, because we are in a heavily regulated business, we may be subject to government reviews. As a result, Autolus employees may receive summons, subpoenas and requests for production of documents.

Before accepting a summons, subpoena or other service of process or signing a summons, contact the General Counsel. You are not authorized to accept service of process on behalf of the Company. Do not release any documents or discuss the case without first notifying the General Counsel.

Employees should never provide false or misleading statements to any government official, or fail to disclose or take efforts to conceal any information pertinent to an investigation.

Internal Audits and Investigations

As part of the Company's compliance program, from time to time the Company will audit our compliance with internal policies as well as laws and regulations. You must cooperate with all audits and be truthful and accurate when responding to audit requests.

In addition, the Company promptly investigates all reports of misconduct. As with audits, you must cooperate with such investigations and provide truthful and accurate information if you are questioned in the course of an investigation. You must not mislead an investigator, alter or destroy any relevant documents, or otherwise impede or interfere with the investigation in any way.

PROTECT OUR RESOURCES AND OUR EMPLOYEES

Confidential Information

You are responsible for safeguarding confidential information. This includes confidential information that belongs to Autolus, its suppliers, its customers, and even fellow employees. Autolus' information, products, services, ideas, and concepts are important proprietary assets for our Company. Various laws enable us to protect these assets. Examples of confidential or proprietary information include marketing plans and strategies, sales and marketing data, customer and employee records, research and technical data, manufacturing techniques, pricing information, information pertaining to business development opportunities, and new products and services.

Help protect Autolus' confidential information by following these principles:

- Be careful when using the telephone, e-mail, fax, and other electronic means of storing and sending information. USB drives and other removable storage devices can expose the Company to significant information security and operational risks if they are lost, compromised, or not properly maintained. You must not store or transfer Company information or software using these devices unless specifically authorized and handled in accordance with Company information security policies and procedures.
- Do not forward confidential or proprietary information to non-Company email accounts.
- Delete any sensitive data that you no longer need to perform your job.
- Do not discuss confidential information in public places where others may overhear.
- Never provide confidential information to outsiders without first getting a written confidentiality agreement and approval from your supervisor.
- Beware of informal telephone or email requests from outsiders seeking information.

In addition, you must not use, disclose to the Company, or induce the Company to use any confidential, proprietary, or trade secret information that belongs to any of your prior employers or any other third party without that party's written consent.

Intellectual Property

Protecting Autolus' intellectual property is essential to maintaining the Company's competitive advantage. Autolus' intellectual property includes its patents, trade secrets, and copyrights, as well as the trademarks, scientific and technical knowledge, know-how, and the experience developed in the course of the Company's activities. You are expected to support the establishment, protection, maintenance, and defense of Autolus's rights in all commercially significant intellectual property and to use those rights in a responsible way.

In addition to protecting the Company's intellectual property rights, you must respect the valid intellectual property rights of others. Unauthorized use of the intellectual property rights of others may expose the Company to civil lawsuits and damages. Theft and misappropriation of intellectual property may result in significant fines and criminal penalties for the Company and you.

Company Property and Opportunities

In general, you must not use Company property or services for your own personal benefit. You also must not use opportunities that you discover through your employment with Autolus for your own personal benefit.

Discrimination

Autolus bases employment decisions on business needs, skills, experience, and work performance. We do not discriminate based on race, color, gender, marital status, disability, age, sexual orientation, religion, citizenship, ancestry, nationality, military history, or any other legally protected status.

Harassment

You are required to treat your colleagues with dignity and respect. Harassment of any kind is strictly prohibited. Harassment can take many forms, including unsolicited and unwelcome comments about

race, color, gender, marital status, disability, age, sexual orientation, religion, citizenship, ancestry, nationality, military history, or any other legally protected status. You should report any act of harassment to your supervisor or Human Resources.

Employee Health and Safety

Autolus is committed to protecting the health and safety of its employees. To ensure that employees are kept healthy and safe, you must not only follow all health and safety requirements but must also take personal responsibility for your safety and the safety of those you work with. This includes never reporting to work in a state that could impair your ability to work safely and conscientiously (such as under the influence of drugs or alcohol).

If you are involved in, or know of, an accident or dangerous situation in the workplace, you must report it to your supervisor immediately.

ACCURATE FINANCIAL AND ACCOUNTING DISCLOSURES

Our principal executive officer, principal financial officer and people who perform similar functions are our "senior financial officers" and are responsible for ensuring that disclosures in our periodic reports and other public communications are full, fair, accurate, timely and understandable.

COMPLIANCE WITH COMPANY POLICIES AND PROCEDURES

Accountability

This Code is a statement of certain fundamental principles, policies and procedures that govern Autolus personnel in the conduct of our business. Reported violations of this Code will be investigated and appropriate action taken. Any violation of this Code, including fraudulent reports, may result in disciplinary action. That disciplinary action may include termination of employment and legal proceedings if warranted.

Policies and Procedures

In addition to this Code, the Company has adopted policies and procedures that govern all aspects of our business. Policies provide detailed legal and compliance standards. Procedures set forth specific processes to follow.

While some policies and procedures apply to all Company employees, others are tailored to specific job functions. You must know and comply with all internal policies and procedures that apply to you.

Seeking Guidance

If you are unsure whether particular conduct is consistent with a Company policy or procedure, you should consult your supervisor or the Compliance Officer before engaging in the conduct.

Reporting

If you have a concern regarding conduct that you believe to be a violation of a law, regulation or Autolus policy, or you are aware of questionable legal, financial or accounting matters, or simply are unsure whether a situation violates any applicable law, regulation or Autolus policy, please:

- discuss the situation with your manager;

- if your manager is involved in the situation or you are uncomfortable speaking with your manager, contact our Compliance Officer; or

- if you are uncomfortable speaking with the Compliance Officer because he or she works in your department or is one of your supervisors, please contact the Chief Executive Officer.

A toll-free compliance hotline and email address are also available to those who wish to ask questions about Autolus' policy, seek guidance on specific situations, submit concerns regarding questionable accounting or auditing matters or report violations of this Code. The toll-free compliance hotline is +1 866 330 2772 and website for you to submit an anonymous email is http://www.openboard.info/AUTL/. You may call the toll-free number or use the website if you prefer, although the Compliance Officer will be unable to obtain follow-up details from you that may be necessary to investigate the matter. Whether you identify yourself or remain anonymous, your contact with the toll-free compliance hotline or use of the compliance website will be kept strictly confidential to the extent reasonably possible within the objectives of this Code.

We expect our employees to do their best to comply with this policy. It is important that you stay vigilant to ensure there are no violations of this policy by anyone. Do not stay silent in the face of a potential violation. If you have knowledge of a potential violation and fail to report it via the process set forth above, you too may be subject to disciplinary action under this Code.

No Retaliation

Autolus will not retaliate against any individual for filing a good-faith concern regarding non-compliance with this policy. Autolus will not retaliate against any individual participating in the investigation of any such complaint either. Finally, Autolus will not permit any such retaliation by any manager or executive officer, or by any company with which we contract.

Waivers of this Code

Any amendment or waiver of any provision of this Code must be approved in writing by the Board or, if appropriate, its delegate(s) and promptly disclosed when required pursuant to applicable laws and regulations. Any waiver or modification of this Code for a director, executive officer or senior financial officer will be promptly disclosed to shareholders if and as required by applicable law or the rules of any stock exchange on which any of Autolus' equity securities are listed.

Amendments

We are committed to continuously reviewing and updating our policies. We therefore may amend this Code at any time and for any reason. We welcome your comments about this policy as well. Contact your manager or our Compliance Officer with any such comments.