



GLOBAL CODE OF BUSINESS CONDUCT AND ETHICS

(As reviewed and approved on March 20, 2020. As further amended on March 1, 2021 to update the name of the company in connection with the merger with ImmunityBio, Inc.)

TABLE OF CONTENTS

	Page
INTRODUCTION	1
YOUR RESPONSIBILITIES	2
GENERAL STANDARDS OF CONDUCT.....	3
Overview.....	3
Compliance with law	3
No discrimination or harassment	3
Health and safety.....	3
AVOIDING CONFLICTS OF INTERESTS.....	4
Overview.....	4
Outside employment and directorships.....	4
Financial interests in other companies	4
Transactions with ImmunityBio.....	4
Corporate opportunities.....	4
Loans by ImmunityBio.....	5
Improper benefits	5
Election or appointment to public office.....	5
Guidance and approvals	5
PUBLIC COMMUNICATIONS	6
Public communications and filings.....	6
Communication procedures	6
FINANCIAL REPORTING.....	7
Overview.....	7
Compliance with rules, controls and procedures	7
Accuracy of records and reports	7
Intentional misconduct.....	7
Dealing with auditors.....	8
Obligation to investigate and report potential violations.....	8
Keeping the Audit Committee informed.....	8
SAFEGUARDING COMPANY ASSETS	10
Overview	10
Protecting ImmunityBio's information	10
Prohibition on insider trading	11
Maintaining and managing records	11
RESPONSIBILITIES TO OUR CUSTOMERS, SUPPLIERS AND COMPETITORS	13

**TABLE OF CONTENTS
(continued)**

Overview	13
Improper payments	13
Gifts and entertainment	13
Selecting suppliers	14
Handling the nonpublic information of others	14
Improperly obtaining or using assets or information	14
Free and fair competition	15
WORKING WITH GOVERNMENTS	16
Overview	16
Government contracts	16
Requests by regulatory authorities	16
Improper payments to government officials	16
Political contributions	17
Lobbying	17
Trade restrictions	17
Whistleblower	17
PROCEDURAL MATTERS	19
Distribution	19
Acknowledgment	19
Approvals and waivers	19
Reporting violations	19
Investigations	20
Disciplinary action	20
ADDITIONAL INFORMATION	22

INTRODUCTION

This Global Code of Business Conduct and Ethics is designed to deter wrongdoing and to promote:

- honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- full, fair, accurate, timely and understandable disclosure in reports and documents we file with or submit to the U.S. Securities and Exchange Commission and in our other public communications;
- compliance with applicable laws, rules and regulations;
- the prompt internal reporting of violations of this Code; and
- accountability for adherence to this Code.

This Code applies to all directors, officers, employees and associates of ImmunityBio, Inc. (“**ImmunityBio**”) and its subsidiaries, who, unless otherwise specified, will be referred to jointly as associates. Agents and contractors of ImmunityBio are also expected to read, understand and abide by this Code.

This Code should help guide your conduct in the course of our business. However, many of the principles described in this Code are general in nature, and the Code does not cover every situation that may arise. Use common sense and good judgment in applying this Code. **If you have any questions about applying the Code, it is your responsibility to seek guidance.**

This Code is not the exclusive source of guidance and information regarding the conduct of our business. You should consult applicable policies and procedures in specific areas as they apply. The Code is intended to supplement, not replace, the associate handbook and the other policies and procedures of ImmunityBio.

We are committed to continuously reviewing and updating our policies and procedures. ImmunityBio therefore reserves the right to amend, alter or terminate this Code at any time and for any reason, subject to applicable law.

YOUR RESPONSIBILITIES

- You are expected to read and understand this Global Code of Business Conduct and Ethics.
- You must uphold these standards in day-to-day activities and comply with all applicable policies and procedures in the Code.
- Part of your job and ethical responsibility is to help enforce this Code. You should be alert to possible violations and promptly report violations or suspected violations of this Code. Please refer to “Procedural Matters—Reporting Violations” for more information.
- You must cooperate with investigations into possible Code violations and be truthful and forthcoming in the course of these investigations.
- Reprisals, threats, retribution or retaliation against any person who has in good faith reported a violation or a suspected violation of law, this Code or other company policies, or against any person who is assisting in good faith in any investigation or process with respect to such a violation, is prohibited.
- In trying to determine whether any given action is appropriate, keep these steps in mind:
 - Obtain all relevant facts.
 - Assess the responsibilities and roles of those involved.
 - Using your judgment and common sense, evaluate whether the action seems unethical or improper.
 - Seek guidance.
- **If you are unsure about any situation or any provision of the Code or any other related policy, discuss the matter with your manager, the Chief Compliance Officer, or the Human Capital Department.**

GENERAL STANDARDS OF CONDUCT

Overview

Honest and ethical conduct is critical to our business. All associates, agents and contractors have a duty to comply with applicable law and to act in an honest and ethical manner.

Compliance with law

You are responsible for complying with all laws, rules, regulations and regulatory orders applicable to the conduct of our business. If you are located or engaging in business outside of the United States, you must comply with laws, rules, regulations and regulatory orders of the United States, including the Foreign Corrupt Practices Act and U.S. export rules and regulations, in addition to the applicable laws of other jurisdictions, including anti-corruption laws. If compliance with the Code should ever conflict with law, you must comply with the law.

You should undertake to acquire knowledge of the legal requirements relating to your duties sufficient to enable you to recognize potential dangers and to know when to seek advice from managers or other appropriate personnel. In some instances, this may include knowing and understanding legal requirements related to antitrust, privacy and data breach, government contracting, export controls, and/or immigration compliance.

Violations of laws, rules, regulations and orders may subject you to individual criminal or civil liability, in addition to discipline by ImmunityBio. Violations may also subject ImmunityBio to civil or criminal liability or the loss of business.

No discrimination or harassment

ImmunityBio is committed to providing a work environment that is free of discrimination and harassment. ImmunityBio is an equal opportunity employer and makes employment decisions on the basis of merit and business needs. In addition, ImmunityBio strictly prohibits discrimination and harassment of any kind, including discrimination and harassment on the basis of race, color, U.S. (state and federal) military and veteran status, religion (including, but not necessarily limited to, religious creed, dress, and grooming practices), citizenship, gender, sex, sexual orientation, gender identity, gender expression, pregnancy (including childbirth, breastfeeding, or related medical condition), age, mental or physical disability, medical condition (as defined by applicable law, including cancer), national origin, ancestry, genetic information, marital status, or any other characteristics protected under federal or state law or local ordinance.

Health and safety

You are responsible for using good judgment to help ensure a safe and healthy workplace for all associates.

AVOIDING CONFLICTS OF INTERESTS

Overview

Your decisions and actions in the course of your employment with ImmunityBio should be based on the best interests of ImmunityBio, and not based on personal relationships or benefits. You should seek to avoid situations where your personal activities and relationships conflict, or appear to conflict, with the interests of ImmunityBio, except under guidelines approved by the Board of Directors. This includes situations where you may have or appear to have an indirect conflict through, for example, a significant other or a relative or other persons or entities with which you have a business, social, familial, personal or other relationship. A conflict may also arise when you take actions or have interests that make it difficult for you to perform your work for ImmunityBio objectively and effectively. You must disclose to your manager any interest that you have that may, or may appear to, conflict with the interests of ImmunityBio.

There are a variety of situations in which a conflict of interest may arise. While it would be impractical to attempt to list all possible situations, some common types of conflicts are discussed below.

Outside employment and directorships

Unless you are a non-associate director of ImmunityBio, you may not perform services as a director, associate, agent or contractor for a customer, a supplier or any other entity that has a business relationship with ImmunityBio without express written approval from ImmunityBio's Chief Financial Officer or, in the case of an officer, by the Audit Committee of the Board of Directors. Non-associate directors of ImmunityBio should promptly inform ImmunityBio of any such service. You may not perform services as a director, associate, employee, agent or contractor for any competitor of ImmunityBio.

Financial interests in other companies

You should not have a financial interest—including an indirect interest through, for example, a relative or significant other—in any organization if that interest would give you or would appear to give you a conflict of interest with ImmunityBio. You should be particularly sensitive to financial interests in competitors, suppliers, customers, distributors and strategic partners.

Transactions with ImmunityBio

If you have a significant financial interest in a transaction involving ImmunityBio—including an indirect interest through, for example, a relative or significant other or a business entity—you must disclose that interest, and that interest must be approved by ImmunityBio. We encourage you to seek guidance if you have any questions as to whether an interest in a transaction is significant. If it is determined that the transaction is required to be reported under SEC rules, the transaction will be subject to review and approval by the Audit Committee of the Board of Directors. Any dealings with a related party must be conducted in such a way that no preferential treatment is given to that business.

Corporate opportunities

You may not directly or indirectly exploit for personal gain any opportunities that are discovered through the use of corporate property, information or position unless the opportunity is disclosed fully in writing to the Board of Directors or its designated committee and the Board of Directors or its designated committee declines to pursue the opportunity.

Loans by ImmunityBio

Loans (including any extension of credit) from ImmunityBio to directors and executive officers are prohibited by law. Loans from ImmunityBio to non-executive officers and associates must be approved in advance by the Board of Directors or its designated committee.

Improper benefits

You may not receive any improper benefit as a result of your position with ImmunityBio.

Election or appointment to public office

You may serve in an elected or appointed public office provided that the position does not create or appear to create a conflict of interest.

Guidance and approvals

Evaluating whether a conflict of interest exists, or may appear to exist, requires the consideration of many factors. We encourage you to seek guidance and approval in any case where you have any questions or doubts. ImmunityBio may at any time rescind prior approvals to avoid a conflict of interest, or the appearance of a conflict of interest, for any reason deemed to be in the best interest of ImmunityBio.

PUBLIC COMMUNICATIONS

Public communications and filings

ImmunityBio files reports and other documents with regulatory authorities, including the U.S. Securities and Exchange Commission and the Nasdaq Stock Market. In addition, from time to time ImmunityBio makes other public communications, such as issuing press releases.

Depending upon your position with ImmunityBio, you may be called upon to provide information to help assure that ImmunityBio's public reports and communications are complete, fair, accurate and understandable. You are expected to use all reasonable efforts to provide complete, accurate, objective, relevant, timely and understandable answers to inquiries related to ImmunityBio's public disclosures.

Individuals involved in the preparation of public reports and communications must use all reasonable efforts to comply with our disclosure controls and procedures, which are designed to ensure full, fair, accurate, timely and understandable disclosure in our public reports and communications.

If you believe that any disclosure is materially misleading or if you become aware of any material information that you believe should be disclosed to the public, it is your responsibility to bring this information to the attention of the Chief Compliance Officer, the Human Capital Department or the Ethics and Compliance hotline. If you believe that questionable accounting or auditing conduct or practices have occurred or are occurring, you should notify the Audit Committee of the Board of Directors.

Communication procedures

You may not communicate externally on behalf of ImmunityBio unless you are authorized to do so. ImmunityBio has established specific policies regarding who may communicate information to the public, the press, market professionals (such as securities analysts, institutional investors, investment advisors, brokers and dealers) and security holders on behalf of ImmunityBio. Please refer to ImmunityBio's External Communications Policy for further information.

FINANCIAL REPORTING

Overview

As a public company, we are required to follow strict accounting principles and standards, to report financial information accurately and completely in accordance with these principles and standards, and to have appropriate internal controls and procedures to ensure that our accounting and financial reporting complies with law. The integrity of our financial transactions and records is critical to the operation of our business and is a key factor in maintaining the confidence and trust of our associates, security holders and other stakeholders.

Compliance with rules, controls and procedures

It is important that all transactions are properly recorded, classified and summarized in our financial statements, books and records in accordance with our policies, controls and procedures, as well as all generally accepted accounting principles, standards, laws, rules and regulations for accounting and financial reporting. If you have responsibility for or any involvement in financial reporting or accounting, you should have an appropriate understanding of, and you should seek in good faith to adhere to, relevant accounting and financial reporting principles, standards, laws, rules and regulations and ImmunityBio's financial and accounting policies, controls and procedures. This includes ensuring that all bookkeeping and records comply with the Foreign Corrupt Practices Act and other anti-corruption laws where applicable, as explained in greater detail in ImmunityBio's Global Anti-Corruption Policy. If you are a vice president level associate or higher, you should ensure that the internal controls and procedures in your business area are in place, understood and followed.

Accuracy of records and reports

It is important that those who rely on records and reports—managers and other decision makers, creditors, customers and auditors—have complete, accurate and timely information. False, misleading or incomplete information undermines ImmunityBio's ability to make good decisions about resources, associates and programs and may, in some cases, result in violations of law. Anyone involved in preparing financial or accounting records or reports, including financial statements and schedules, must be diligent in assuring that those records and reports are complete, accurate and timely. Anyone representing or certifying as to the accuracy of such records and reports should make an inquiry or review adequate to establish a good faith belief in their accuracy.

Even if you are not directly involved in financial reporting or accounting, you are likely involved with financial records or reports of some kind—a voucher, time sheet, invoice or expense report. In addition, most associates have involvement with product, marketing or administrative activities, or performance evaluations, which can affect our reported financial condition or results. Therefore, ImmunityBio expects you, regardless of whether you are otherwise required to be familiar with finance or accounting matters, to use all reasonable efforts to ensure that every business record or report with which you deal is accurate, complete and reliable.

Intentional misconduct

You may not intentionally misrepresent ImmunityBio's financial performance or otherwise intentionally compromise the integrity of ImmunityBio's reports, records, policies and procedures. For example, you may not:

- report information or enter information in ImmunityBio's books, records or reports that fraudulently or intentionally hides, misrepresents or disguises the true nature of any financial or non-financial transaction or result;
- establish any undisclosed or unrecorded fund, account, asset or liability for any improper purpose;
- enter into any transaction or agreement that accelerates, postpones or otherwise manipulates the accurate and timely recording of revenues or expenses;
- intentionally misclassify transactions as to accounts, business units or accounting periods; or
- knowingly assist others in any of the above.

Dealing with auditors

Our auditors have a duty to review our records in a fair and accurate manner. You are expected to cooperate with independent and internal auditors in good faith and in accordance with all applicable laws. In addition, you must not fraudulently induce or influence, coerce, manipulate or mislead our independent or internal auditors regarding financial records, processes, controls or procedures or other matters relevant to their engagement. You may not engage, directly or indirectly, any outside auditors to perform any audit, audit-related, tax or other services, including consulting, without written approval from the Chief Financial Officer and the Audit Committee of the Board of Directors.

Obligation to investigate and report potential violations

You should make appropriate inquiries in the event you may see, for example:

- financial results that seem inconsistent with underlying business performance;
- inaccurate financial records, including travel and expense reports, time sheets or invoices;
- the circumventing of mandated review and approval procedures;
- transactions that appear inconsistent with good business economics;
- the absence or weakness of processes or controls; or
- persons within ImmunityBio seeking to improperly influence the work of our financial or accounting personnel, or our external or internal auditors.

Dishonest or inaccurate reporting can lead to civil or even criminal liability for you and ImmunityBio and can lead to a loss of public faith in ImmunityBio. You are required to promptly report any case of suspected financial or operational misrepresentation or impropriety.

Keeping the Audit Committee informed

The Audit Committee plays an important role in ensuring the integrity of our public reports. If you believe that questionable accounting or auditing conduct or practices have occurred or are occurring, you

should notify the Audit Committee of the Board of Directors. In particular, the Chief Executive Officer and senior financial officers such as the Chief Financial Officer should promptly bring to the attention of the Audit Committee any information of which he or she may become aware concerning, for example:

- the accuracy of material disclosures made by ImmunityBio in its public filings;
- material weaknesses or significant deficiencies in internal control over financial reporting;
- any evidence of fraud that involves an associate who has a significant role in ImmunityBio's financial reporting, disclosures or internal controls or procedures; or
- any evidence of a material violation of the policies in this Code regarding financial reporting.

SAFEGUARDING COMPANY ASSETS

Overview

All associates, agents and contractors are responsible for the proper use of company assets. This responsibility applies to all of ImmunityBio's assets, including your time, work and work product; cash and accounts; physical assets such as inventory, equipment, vehicles, computers, systems, facilities and supplies; intellectual property, such as patents, copyrights, trademarks, inventions, technology and trade secrets; and other proprietary or nonpublic information.

- You should use all reasonable efforts to safeguard company assets against loss, damage, misuse or theft.
- You should be alert to situations that could lead to loss, damage, misuse or theft of company assets, and should report any loss, damage, misuse or theft as soon as it comes to your attention.
- You should not use, transfer, misappropriate, loan, sell or donate company assets without appropriate authorization.
- You must take reasonable steps to ensure that ImmunityBio receives good value for company funds spent.
- You may not use company assets in a manner that would result in or facilitate the violation of law.
- You should use and safeguard assets entrusted to ImmunityBio's custody by customers, suppliers and others in the same manner as company assets.

Protecting ImmunityBio's information

In the course of your involvement with ImmunityBio, you may come into possession of information that has not been disclosed or made available to the general public. This nonpublic information may include, among other things:

- financial data and projections including but not limited to sales bookings and pipelines;
- proprietary and technical information, such as trade secrets, patents, inventions, product plans and customer lists;
- information regarding corporate developments, such as business strategies, plans for acquisitions or other business combinations, divestitures, major contracts, expansion plans, financing transactions and management changes;
- clinical and regulatory information;
- personal information about associates; and
- nonpublic information of customers, suppliers and others.

If you have any questions as to what constitutes nonpublic information, please consult the Chief Compliance Officer.

All nonpublic information must only be used for company business purposes. You have an obligation to use all reasonable efforts to safeguard ImmunityBio's nonpublic information. You may not disclose nonpublic information to anyone outside of ImmunityBio, except when disclosure is required by law or when disclosure is required for business purposes and appropriate steps have been taken to prevent misuse of that information. This responsibility includes not disclosing nonpublic information in Internet discussion groups, chat rooms, bulletin boards or other electronic media. In cases where disclosing nonpublic information is required or necessary, you should coordinate with the Chief Compliance Officer. The misuse of nonpublic information is contrary to company policy and may also be a violation of law.

Each associate is required to sign an At Will Employment, Confidential Information, Invention Assignment, and Arbitration Agreement, or equivalent agreements that address the use and disclosure of confidential information of ImmunityBio.

Prohibition on insider trading

You may not directly or indirectly—through, for example, significant others, family members or controlled entities—buy or sell stocks or other securities of ImmunityBio or any other company based on nonpublic information obtained from your work at ImmunityBio. In addition, you may not “tip” others by providing them nonpublic information under circumstances that suggest that you were trying to help them make an investment decision. These obligations are in addition to your obligations with respect to nonpublic information generally, as discussed above.

Under U.S. securities laws, it is unlawful for any person who has “material” nonpublic information about a company to trade in the stock or other securities of that company or to disclose such information to others who may trade. Material nonpublic information is information about a company that is not known to the general public and that a typical investor would consider important in making a decision to buy, sell or hold securities. Violations of U.S. securities laws may result in civil and criminal penalties, including disgorgement of profits, civil judgments, fines and jail sentences.

You should be aware that stock market surveillance techniques are becoming increasingly sophisticated, and the probability that U.S. federal or other regulatory authorities will detect and prosecute even small-level trading is significant. Insider trading rules are strictly enforced, even in instances when the financial transactions seem small.

You may not make an unauthorized disclosure of any nonpublic information acquired in the course of your service with ImmunityBio or misuse material nonpublic information in securities trading. Any such actions will be deemed violations of ImmunityBio's Insider Trading Policy. All associates should be familiar with ImmunityBio's policy regarding Insider Trading. If you have any questions at all regarding trading in ImmunityBio's securities, contact the Chief Compliance Officer for guidance.

Maintaining and managing records

ImmunityBio is required by local, state, federal, foreign and other applicable laws, rules and regulations to retain certain records and to follow specific guidelines in managing its records. Records include paper documents, email, compact discs, computer hard drives (including USB drives), floppy disks, microfiche, microfilm and all other recorded information, regardless of medium or characteristics. Civil and criminal

penalties for failure to comply with such guidelines can be severe for associates, agents, contractors and ImmunityBio.

You should consult with the Chief Compliance Officer regarding the retention of records in the case of actual or threatened litigation or government investigation. The Chief Compliance Officer or Human Capital Department will notify you if a legal hold is placed on records for which you are responsible. A legal hold suspends all document destruction procedures in order to preserve appropriate records under special circumstances, such as litigation or government investigations. The Chief Compliance Officer determines and identifies what types of records or documents are required to be placed under a legal hold. If a legal hold is placed on records for which you are responsible, you must preserve and protect the necessary records in accordance with instructions from the Chief Compliance Officer. **Records or supporting documents that are subject to a legal hold must not be destroyed, altered or modified under any circumstance.** A legal hold remains effective until it is officially released in writing by the Chief Compliance Officer. If you are unsure whether a document has been placed under a legal hold, you should preserve and protect that document while you check with the Chief Compliance Officer.

RESPONSIBILITIES TO OUR CUSTOMERS, SUPPLIERS AND COMPETITORS

Overview

You should respect the rights of, and deal fairly with, ImmunityBio's customers, suppliers, business partners and competitors in compliance with law. You should not take unfair advantage of anyone through deception, misrepresentation, manipulation, coercion, abuse of privileged information or any intentional unfair business practice.

Improper payments

You should not authorize, offer, promise or give, or solicit or accept, money, gifts, entertainment, privileges, gratuities, benefits or other items of value intended to improperly influence, directly or indirectly, any business decision or that otherwise violate law or create the appearance of impropriety. The offering or acceptance of improper payments when dealing with foreign officials or commercial entities abroad can also result in violations of the Foreign Corrupt Practices Act, the United Kingdom Anti-Bribery Act, and other foreign laws and regulations prohibiting corruption and commercial bribery. ImmunityBio's Global Anti-Corruption Policy sets forth in greater detail ImmunityBio's policies and practices regarding these payments. You should contact the Chief Compliance Officer if you have any questions as to whether a payment is proper before making such payment.

Gifts and entertainment

You may, from time to time, provide or accept business amenities to aid in building legitimate business relationships. Business amenities may include gifts, meals, services, entertainment, reimbursements, loans, favors, privileges or other items of value.

Any business amenity should be consistent with customary business practice and should be reasonable and appropriate for the circumstance. Business amenities should not be lavish or excessive. Business amenities should not violate law or create an appearance of impropriety. You should avoid providing or accepting any cash payment, or other business amenity that can be construed as a bribe or payoff. All company funds expended for business amenities must be accurately recorded in ImmunityBio's books and records. For additional details on policies and practices relating to gifts and entertainments and the propriety of such gifts when dealing with foreign officials or foreign commercial entities, please see ImmunityBio's Global Anti-Corruption Policy. We encourage you to contact the Chief Compliance Officer if you have any questions as to whether a business amenity is permissible.

In some business situations outside of the United States, it is customary and lawful for business executives to present gifts to representatives of their business partners. These gifts may be of more than a nominal value, and under the circumstances, returning the gifts or paying for them may be an affront to the giver. If you find yourself in such a situation, you must report the gift to the Chief Compliance Officer. In some cases, you may be required to turn the gift over to ImmunityBio.

Special restrictions apply when dealing with government associates. For more information, see the next section on "Working with Governments."

Selecting suppliers

ImmunityBio's policy is to select suppliers based on the merits of their products, services and business practices and to purchase supplies based on need, quality, service, price and other terms and conditions of sale. You may not establish a business relationship with any supplier if you know or have reason to know that its business practices violate applicable laws.

Handling the nonpublic information of others

You must handle the nonpublic information of others responsibly and in accordance with our agreements with them. Nonpublic information of others includes notes, reports, conclusions and other materials prepared by a company associate based on the nonpublic information of others.

You should not knowingly accept information offered by a third party, including a customer, supplier or business partner, that is represented as nonpublic, or that appears from the context or circumstances to be nonpublic, unless an appropriate nondisclosure agreement (“**NDA**”) has been signed with the party offering the information. You must contact the Chief Compliance Officer to coordinate the appropriate execution of NDAs on behalf of ImmunityBio.

Even after a nondisclosure agreement is in place, you should accept only the information that is necessary or appropriate to accomplish the purpose of receiving it, such as a decision on whether to proceed to negotiate an agreement. If more detailed or extensive information is offered and it is not necessary or appropriate for your immediate purposes, it should be refused. If any such information is inadvertently received, it should be transferred to the Chief Compliance Officer for appropriate disposition.

Once ImmunityBio has received nonpublic information, you should use all reasonable efforts to:

- abide by the terms of the relevant nondisclosure agreement, including any obligations with respect to the return or destruction of the nonpublic information;
- limit the use of the nonpublic information to the purpose for which it was disclosed; and
- disseminate the nonpublic information only to those other company associates, agents or contractors with a need to know the information to perform their jobs for ImmunityBio, as may be set forth in the relevant NDA.

Improperly obtaining or using assets or information

You may not unlawfully obtain or use the materials, products, intellectual property, proprietary or nonpublic information or other assets of anyone, including suppliers, customers, business partners and competitors. You must respect the copyrights of others and may not use software, services, or other copyrighted material, if doing so would violate the rights of a copyright holder or exceed the terms of a license. You may not coerce or improperly induce past or present associates of other companies to disclose proprietary or nonpublic information of their former or other employers.

Free and fair competition

It is our policy to lawfully compete in the marketplace. Our commitment to fairness includes respecting the rights of our competitors to compete lawfully in the marketplace and abiding by all applicable laws in the course of competing.

Most countries have well-developed bodies of law designed to encourage and protect free and fair competition. These laws are broad and far-reaching and regulate ImmunityBio's relationships with its distributors, suppliers and customers. Competition laws generally address the following areas: pricing practices (including predatory pricing, price fixing and price discrimination), discounting, terms of sale, credit terms, promotional allowances, secret rebates, exclusive dealerships or distributorships, product bundling, restrictions on carrying competing products, termination and many other practices.

Competition laws also govern, usually quite strictly, relationships between ImmunityBio and its competitors. Collusion among competitors is illegal, and the consequences of a violation are severe. You must not enter into an agreement or understanding, written or oral, express or implied, with any competitor concerning prices, discounts or other terms or conditions of sale; profits or profit margins; costs; allocation of product, customers, markets or territories; limitations on production or supply; boycotts of customers or suppliers; or bids or the intent to bid, or even discuss or exchange information on these subjects.

ImmunityBio is committed to obeying both the letter and spirit of these laws, which are often referred to as antitrust, consumer protection, competition or unfair competition laws. Although the spirit of these laws is straightforward, their application to particular situations can be quite complex. To ensure that ImmunityBio complies fully with these laws, you should have a basic knowledge of them and should promptly involve our Chief Compliance Officer when questionable situations arise.

WORKING WITH GOVERNMENTS

Overview

Special rules govern our business and other dealings with governments. Associates, agents and contractors of ImmunityBio should use all reasonable efforts to comply with all applicable laws and regulations governing contact and dealings with governments, government associates and public officials. If you deal with governments, government associates or public officials, you should undertake to understand the special rules that apply. If you have any questions concerning government relations, you should contact the Chief Compliance Officer.

Government contracts

You should use all reasonable efforts to comply with all relevant laws and regulations that apply to government contracting. You should refer any contract with any governmental entity to the Chief Compliance Officer for review and approval.

Requests by regulatory authorities

You must cooperate with appropriate government inquiries and investigations in accordance with law. It is important, however, to protect the legal rights of ImmunityBio with respect to its nonpublic information. All government requests for company information, documents or investigative interviews should be referred to the Chief Compliance Officer. You should work with the Chief Compliance Officer in responding to requests by regulatory authorities to ensure appropriate responses and to avoid inappropriate disclosure of attorney-client privileged materials, trade secret information or other nonpublic information. This policy should not be construed to prevent an associate from disclosing information to a government or law enforcement agency where the associate has reasonable cause to believe that the information discloses a violation of, or noncompliance with, a state or federal statute or regulation.

Improper payments to government officials

You may not offer any payment or business amenity to a public official or a government associate if doing so could reasonably be construed as having any connection with ImmunityBio's business, even if it has a nominal value or no value at all. You should be aware that what may be permissible in dealings with commercial businesses may be deemed illegal and possibly criminal in dealings with the government. You should contact the Chief Compliance Officer for guidance.

Whether you are located in the United States or abroad, you are also responsible for fully complying with the Foreign Corrupt Practices Act. The Foreign Corrupt Practices Act makes it illegal to offer, pay, promise to pay or authorize to pay any money, gift or other item of value to any foreign official, political party or candidate to assist ImmunityBio or another to obtain or retain business. The Foreign Corrupt Practices Act forbids doing indirectly, such as through an agent, reseller, or consultant, what it would be illegal to do directly. All managers and supervisory personnel are expected to monitor continued compliance with the Foreign Corrupt Practices Act. If you have questions or concerns about the Foreign Corrupt Practices Act, please refer to ImmunityBio's Global Anti-Corruption Policy, or contact the Chief Compliance Officer.

Political contributions

ImmunityBio reserves the right to communicate its position on important issues to elected representatives and other government officials. It is ImmunityBio's policy to comply fully with all local, state, federal, foreign and other applicable laws, rules and regulations regarding political contributions. ImmunityBio's assets—including company funds, associates' work time and company premises and equipment—must not be used for, or be contributed to, political campaigns or political activities under any circumstances without prior written approval.

Lobbying

You must obtain approval from the Chief Compliance Officer for any work activity that requires lobbying communication with any member or associate of a legislative body or with any government official or associate in the formulation of legislation. Work activity covered by this policy includes meetings with legislators or members of their staffs or with senior executive branch officials on behalf of ImmunityBio. Preparation, research and other background activities that are done in support of such lobbying communication are also covered by this policy even if the communication ultimately is not made.

Trade restrictions

A number of countries maintain controls on the destinations to which products or software may be exported. Some of the strictest export controls are maintained by the United States against countries that the U.S. government considers unfriendly or as supporting international terrorism. The U.S. regulations are complex and apply both to deemed exports from the United States and to deemed exports of products from other countries when those products contain U.S.-origin components or technology. For example, software created in the United States is subject to these regulations even if duplicated and packaged abroad. In some circumstances, an oral presentation containing technical data made to foreign nationals in the United States or access by foreign nationals to certain technology may constitute a controlled export. The Chief Compliance Officer can provide you with guidance on which countries are prohibited destinations for company products or whether a proposed technical presentation or the provision of controlled technology to foreign nationals may require a U.S. government license.

Immigration laws

The United States and other countries impose restrictions on non-citizens visiting or working in the country. In many instances visas or work permits must be obtained from the government. You are responsible for complying with all applicable immigration laws. If you have any uncertainty concerning the requirements of the law, you should consult with the Chief Compliance Officer before working in, or travelling to, a country of which that person is not a citizen, or authorizing any person to do so.

Whistleblower Policy

The Whistleblower Policy is intended to encourage and enable associates and others to raise serious concerns internally so that the Company can address and correct inappropriate conduct and actions. It is the responsibility of all Board Members, officers, and associates to report concerns about violations of the Company's Code of Conduct or suspected violations of law or regulations that govern the Company's operations.

A whistleblower is defined by this policy as an associate of the Company who reports an activity that the associate considers to be illegal or dishonest to one or more of the parties specified in this Policy. The whistleblower is not responsible for investigating the activity or for determining fault or corrective measures;

appropriate officials are charged with these responsibilities.

Examples of illegal or dishonest activities are:

- theft and fraud;
- health, safety and environmental issues;
- violations of company policies laws and regulations;
- harassment of discrimination;
- HIPPA violations;
- on-the-job drug or alcohol abuse;
- fraudulent financial reporting.

If an associate has knowledge of or a concern of illegal or dishonest fraudulent activity, the associate is to contact the Chief Compliance Officer, the Human Capital Department or the Ethics and Compliance hotline. Anyone filing a complaint regarding a violation or suspected violation must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation. Any allegations that prove not to be substantiated and which prove to have been maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

Whistleblower protections are provided in two important areas – confidentiality and against retaliation. Insofar as possible, the confidentiality of the whistleblower will be maintained. However, identity may have to be disclosed to conduct a thorough investigation, to comply with the law and to provide accused individuals their legal rights of defense. The Company will not retaliate against a whistleblower. This includes, but is not limited to, protection from retaliation in the form of an adverse employment action such as termination, compensation decreases, or poor work assignments and threats of physical harm. Any whistleblower who believes he/she is being retaliated against should contact the Human Capital Department immediately. The right of a whistleblower for protection against retaliation does not include immunity for any personal wrongdoing that is alleged and investigated.

Associate Information Confidentiality

The Company respects the confidentiality of personal information about its associates. In the employment relationship, it is necessary to collect and maintain a significant amount of personal information. Apart from the disclosure of information required by legal proceedings or government filings, Company personnel with access to such information are prohibited from releasing the information except on a need to know basis or with prior approval of the affected associate.

Immunity Statute

The immunity provisions allow associates to avoid criminal and civil liability for the disclosure of a trade secret to a governmental official or to an attorney “solely for the purpose of reporting or investigating a suspected violation of law” or for use in an anti-retaliation lawsuit. The notice provision applies to contractors and consultants, not merely employees.

PROCEDURAL MATTERS

Distribution

All associates will receive a copy of this Code at the time they join ImmunityBio and will receive periodic updates. Agents and contractors should also be provided with a copy of the Code.

Acknowledgment

All new associates must sign an acknowledgment form confirming that they have read the Code and that they understand and agree to comply with its provisions; an electronic signature will be sufficient in this regard. Signed acknowledgment forms will be kept in your personnel file. Failure to read the Code or to sign an acknowledgement form does not excuse any person from the terms of the Code.

Approvals and waivers

Any action (or inaction) prohibited by this Code may be specifically approved in advance, or specifically waived subsequently, by the Board of Directors or its designated committee.

Except as otherwise provided in the Code, the Board of Directors or its designated committee must review and approve any matters requiring special permission under the Code for a member of the Board of Directors or an executive officer. Except as otherwise provided in the Code, the Chief Financial Officer or Chief Compliance Officer must review and approve any matters requiring special permission under the Code for any other associate, agent or contractor.

Any approval or any waiver of any provision of this Code for a member of the Board of Directors or an executive officer must be approved in writing by the Board of Directors or its designated committee and promptly disclosed, along with the reasons for the waiver, to the extent required by law or regulation (if at all). Any approval or any waiver of any provision of this Code with respect to any other associate, agent or contractor must be approved in writing by the Chief Financial Officer or Chief Compliance Officer.

Copies of approvals and waivers will be retained by ImmunityBio.

Reporting violations

Each associate has a responsibility to promptly report any suspected misconduct, illegal activities or fraud, including any questionable accounting, internal accounting controls and auditing matters, or other violations of federal and state laws or of this Code in accordance with the provisions of the Company's Whistleblower Policy. You should promptly report violations or suspected violations of this Code to the Chief Compliance Officer at Steven.Yang@immunitybio.com and/or the Vice President, Strategic Operations and Human Capital at nantoniou@nantworks.com. Associates can report misconduct or simply get more information by contacting **ImmunityBio's Ethics and Compliance hotline at 1-855-860- 2160 or online at www.nantworks.ethicspoint.com.**

When reporting an actual or possible violation, associates will be asked to provide the time, location, names of the people involved and other details so that the Company can appropriately investigate. Anonymous reports should be factual instead of speculative or conclusory and should contain as much specific information as possible to allow the persons investigating the report to adequately assess the nature, extent and urgency of the situation. Associates should realize that if an anonymous report cannot be properly investigated without additional information, the Company may have to close the matter for lack of sufficient information.

The Company prohibits retaliation or retribution against any person who in good faith reports an ethical concern. However, anyone who uses this Code or any compliance program to spread falsehoods, threaten others, damage another person's reputation (where the intent is to do so, rather than to address an ethical concern) or any other improper purpose will be subject to disciplinary action, up to and including termination.

Upon receipt of any reported violation of this Code by any person other than an executive officer or director of the Company, the Chief Compliance Officer will determine whether the information alleged in the report alleges or contains allegations that might constitute a violation of this Code. To the extent the Chief Compliance Officer deems appropriate, the Compliance Officer will appoint one or more internal and/or external investigators to promptly and fully investigate such report under the supervision of the Chief Compliance Officer. The Chief Compliance Officer shall, to the extent deemed appropriate, consult with the Vice President of Strategic Operations and Human Capital with respect to conduct or results of any such investigation. The Chief Financial Officer, internal audit and others may be called upon to assist in the investigation as the Chief Compliance Officer or the Vice President of Strategic Operations and Human Capital deems necessary.

With respect to any other report, upon receipt of such report, the Chief Compliance Officer will determine whether the information alleged in the report alleges or contains allegations that might constitute misconduct. The Vice President of Strategic Operations and Human Capital (and the Chief Financial Officer if not the subject of the alleged misconduct) shall be notified promptly of reports of alleged misconduct determined to involve accounting, internal accounting controls and auditing concerns or alleged violations of this Code by executive officers or directors of the Company. The Vice President of Strategic Operations and Human Capital will, to the extent it deems appropriate, appoint one or more internal and/or external investigators to promptly and fully investigate claims of alleged misconduct, under the supervision of the Chief Compliance Officer, or, in the case of (i) alleged Misconduct relating to accounting, internal accounting controls and auditing concerns or (ii) alleged violations of this Code by executive officers or directors of the Company, under the supervision and oversight of the Vice President of Strategic Operations and Human Capital or such other persons as the Vice President of Strategic Operations and Human Capital determines to be appropriate under the circumstances. The Chief Financial Officer, internal audit and others may be called upon to assist in the investigation as the Chief Compliance Officer or the Vice President of Strategic Operations and Human Capital deems necessary.

Associates, officers and directors are expected to cooperate fully with any inquiry or investigation by the Company regarding an alleged violation of this Code. Failure to cooperate with any such inquiry or investigation may result in disciplinary action, up to and including termination.

Disciplinary action

ImmunityBio will take appropriate action against any associate, agent or contractor whose actions are found to violate the Code. Disciplinary actions may include, at ImmunityBio's sole discretion, oral or written reprimand, suspension or immediate termination of employment or business relationship, or any other disciplinary action or combination of disciplinary actions as deemed appropriate to the circumstances. A record of the disciplinary action will be retained in the associate's personnel file.

In determining what disciplinary action is appropriate in a particular case, ImmunityBio will take into account all relevant information, including the nature and severity of the violation, any history of warnings and violations, whether the violation appears to have been intentional or inadvertent and whether the violator reported his or her own misconduct. ImmunityBio will strive to enforce the Code in a consistent manner while accounting for all relevant information.

Where ImmunityBio has suffered a loss, it may pursue its remedies against the individuals or entities responsible. Certain violations of this Code may also be subject to civil or criminal prosecution by governmental authorities and others. Where laws have been violated, ImmunityBio's remedial actions may include reporting violators to the appropriate authorities.

PROTECTED ACTIVITY NOT PROHIBITED

Nothing in this Code of Global Business Conduct and Ethics or any other Company policy or document limits or prohibits ImmunityBio employees from engaging for a lawful purpose in any “Protected Activity.” “Protected Activity” means filing a charge, complaint, or report, or otherwise communicating with or participating in any investigation or proceeding that may be conducted by state, federal, local, or other governmental agency, including the Securities and Exchange Commission, the Occupational Safety and Health Administration, the Equal Employment Opportunity Commission, and the National Labor Relations Board (“Government Agencies”). In connection with such Protected Activity, employees are permitted to disclose documents or other information as permitted by law, and without giving notice to, or receiving authorization from, ImmunityBio. In making any such disclosures or communications, employees must take all reasonable precautions to prevent any unauthorized use or disclosure of any information that may constitute ImmunityBio confidential information to any parties other than the relevant Government Agencies. “Protected Activity” does not include the disclosure of any Company attorney-client privileged communications or attorney work product; any such disclosure, without the Company’s written consent, violates Company policy. Any language in other employment agreements regarding an employee’s right to engage in Protected Activity that conflicts with, or is contrary to, this paragraph is superseded by the language in this paragraph. In addition, pursuant to the Defend Trade Secrets Act of 2016, employees are notified that an individual will not be held criminally or civilly liable under any federal or state trade secret law for the disclosure of a trade secret that (i) is made in confidence to a federal, state, or local government official (directly or indirectly) or to an attorney *solely* for the purpose of reporting or investigating a suspected violation of law, or (ii) is made in a complaint or other document filed in a lawsuit or other proceeding, if (and only if) such filing is made under seal. In addition, an individual who files a lawsuit for retaliation by an employer for reporting a suspected violation of law may disclose the trade secret to the individual’s attorney and use the trade secret information in the court proceeding, if the individual files any document containing the trade secret under seal and does not disclose the trade secret, except pursuant to court order. Employees may keep a copy of this Code of Global Business Conduct and Ethics, as well as personnel documents related to themselves, after termination of employment.

ADDITIONAL INFORMATION

Nothing in this Code of Business Conduct and Ethics creates or implies an employment contract or term of employment. Employment at ImmunityBio is employment at-will. Employment at-will may be terminated with or without cause and with or without notice at any time by the associate or ImmunityBio. Nothing in this Code shall limit the right to terminate employment at-will. No associate of ImmunityBio has any authority to enter into any agreement for employment for a specified period of time or to make any agreement or representation contrary to ImmunityBio's policy of employment at-will. Only the Chief Executive Officer of ImmunityBio has the authority to make any such agreement, which must be in writing.

The policies in this Code do not constitute a complete list of company policies or a complete list of the types of conduct that can result in discipline, up to and including discharge.