

Code of Conduct and Ethics

Last Updated March 7, 2024

Purpose. Arcus Biosciences, Inc. and its subsidiaries (collectively, “*Arcus*”) are committed to maintaining the highest standards of business conduct and ethics. This Code of Conduct and Ethics (the “*Code*”) reflects the key over-arching principles in support of this commitment. This Code is not intended to be an exhaustive description of Arcus’s policies, but supplements our other written policies and procedures, some of which are referenced in this Code.

Scope. We expect every employee and director to abide by the letter and spirit of this Code of Conduct. Furthermore, to the extent they involve Arcus business, actions by members of your immediate family, significant other(s) or persons living in your household may also potentially result in ethical issues for Arcus and may need to be disclosed to Arcus.

Responsibilities. This Code cannot address every ethical issue or circumstance that may arise. Some of the topics covered in this Code are explained in greater detail in other Arcus policies or procedures, and it is important that employees and directors take the time to understand and stay up to date on the policies adopted by Arcus that are applicable to them. If you are unclear about a situation, you should first consult any relevant policies and procedures. Where this Code and Arcus’s other policies lack specific guidance, employees and directors must apply common sense and judgment, including asking questions or seeking additional guidance when needed. By promptly asking questions or raising concerns, we have an opportunity to proactively remedy any potential issues or misconduct, possibly even before it occurs.

Do the right things for the right reasons. We operate with honesty and integrity. We are committed to our mission of creating innovative cancer immunotherapies in the hope of making a meaningful difference in the lives of patients. In our interactions with our fellow employees, collaborators, suppliers, clinical investigators, patients and others, we must act with integrity, be transparent, and treat them with respect. We avoid making any misstatements of fact, making misleading or exaggerated communications, or creating false impressions. We may make mistakes, but we quickly admit and correct them.

We are responsible and law abiding. We are committed to following the law in all countries where we operate, travel or otherwise do business. This includes all applicable international, national, and local laws, rules, and regulations. We communicate many of our expectations through our written policies and procedures, as well as through training around those policies and procedures. We expect employees and directors to understand and follow the policies and procedures applicable to them and to know, understand and follow other legal and regulatory requirements applicable to their areas of responsibility. While we do not expect you to know each and every law, rule or regulation, you are expected to be able to recognize situations where you should seek advice from others. Any wrongdoing, including fraud or illegal acts, committed intentionally or unintentionally either by you or that you become aware of or suspect, should be reported in accordance with our Open Door and Compliance Reporting Policy.

We treat our colleagues and third parties with respect. Arcus is committed to providing a workplace that is safe and inclusive for all employees and treating third parties with whom we interact with respect. Arcus prohibits and will not tolerate harassment of any kind, and expects all employees and directors to treat everyone professionally and with respect and dignity.

We prohibit bribery. Arcus's Anti-Bribery Policy is clear—we never make or accept bribes to advance our business. A bribe is something of value that is offered or given to improperly influence a decision. Bribes often consist of money, but they could also be disguised as gifts, trips, entertainment, charitable donations, favors, or jobs. We do not offer or give anything of value for an improper or corrupt purpose, whether in dealings with a government official or the private sector, and regardless of local norms. For more information, please consult Arcus's Anti-Bribery Policy, which we are all required to review and follow.

We disclose any potential conflicts of interest. Arcus recognizes and respects the right of its employees and directors to engage in outside activities that do not conflict with their duties and obligations to Arcus. A conflict of interest can occur when an individual's personal activities, investments, or associations (or those of their family, household members, significant others or friends) compromise their judgment or ability to act in the best interest of Arcus. We disclose all potential conflicts of interest, including situations that give the appearance of a conflict of interest, to Arcus's Head of Compliance. Further, where necessary, we take steps to avoid the conflict or to mitigate the potential for any harm from the conflict.

It is difficult to anticipate every potential conflict of interest and the impact each may have, which is why communication of perceived, potential, or actual conflicts is critical and is key to managing any conflicts. We always disclose any relationships, associations, or activities that may create actual, potential, or perceived conflicts of interest to Arcus's Head of Compliance as soon as we become aware of any potential for such conflict.

We respect corporate opportunities. We may not take for ourselves opportunities that are discovered through the use of Arcus property, information, or position, and we will not use Arcus property, information, or position for personal gain, or compete with Arcus in any manner. We owe Arcus a duty to advance its legitimate business interests when business opportunities arise.

We prohibit insider trading. Federal and equivalent foreign laws prohibit both trading on the basis of material non-public information and "tipping" by providing such information to others who may use it to make an investment decision. Material non-public information is information that has not been released to the public and which a reasonable investor would find useful in determining whether to buy or sell stock, e.g., financial results, research or clinical trial results, acquisitions or divestitures, or changes in senior management. We do not buy or sell stock on the basis of material non-public information, or pass such information to any others, including friends or family. For more information, please consult Arcus's Insider Trading Policy, which we are all required to review and follow.

We safeguard confidential information. Our information is one of our most vital assets. All data, results, documents, email and other information should be presumed confidential, should be protected from accidental loss or disclosure, and should not be shared or disseminated outside of Arcus, except when authorized and where required for legitimate Arcus business.

Even within Arcus, you should refrain from sharing documents or discussing confidential information unless those fellow employees have a legitimate need to know the information to perform their job duties. Part of how we protect Arcus's confidential information includes being cognizant of our surroundings and avoiding discussions of sensitive information in public places like elevators, airports, restaurants and "quasi-public" areas in and around Arcus's facilities.

In addition to protecting Arcus's confidential information, we protect third-party confidential information. Most agreements under which Arcus is provided access to third parties' confidential information also require us to protect their confidential information with at least the same care that we use to protect our own confidential information. Our obligations with respect to Arcus's and third parties' confidential information continue even if our employment or other relationship with Arcus ends. For more information, please consult Arcus's Employee Handbook, which we are all required to review and follow.

We respect and protect others' privacy. Arcus is committed to respecting the privacy and protecting the security of any personal information we obtain. In pursuing our mission, we are entrusted with significant amounts of personal data from clinical trial subjects, investigators, our personnel, job applicants, collaborators, consultants, vendors, and other parties with whom we interact. Sharing personal data with any external parties or internal parties without a legitimate business need is prohibited. Whenever you access, use and store personal information, you must do so responsibly and in compliance with both Arcus's policies and applicable laws. Any employee or director who becomes aware of a breach of the privacy or security of such information should promptly notify our Data Protection Officer at privacy@arcusbio.com. Arcus has implemented a robust privacy program to address the data protection requirements in the various jurisdictions in which we operate. For more information, please consult Arcus's Privacy Policy, which we are all required to review and follow.

We are committed to scientific integrity. Our reputation and the success of our business are based in large part on the scientific and clinical data that we generate. We follow all laws, regulations, and industry practices, and maintain the highest standards of ethics in all phases of our research. Falsification, fabrication or plagiarism amounts to scientific misconduct when committed intentionally or with reckless disregard of accepted practices and is strictly prohibited by Arcus.

We maintain accurate and complete financial and business records. The integrity of our records and public disclosures depends on the validity, accuracy and completeness of the information supporting those entries. We are all responsible for honestly and timely reporting all business transactions in a manner that accurately reflects the true nature of the transactions they record. We create and maintain financial records in accordance with applicable legal requirements and generally accepted accounting practices. Our SEC reports, disclosures, and other public communications must be full, fair, accurate, timely, and understandable. Although financial reporting and controls are especially applicable to members of Arcus's Finance Department, we are each responsible for complying with all financial controls and policies. We each acknowledge our responsibility to make sure that the CFO is made aware in a timely manner of any fact or issue that might have a material impact on our financial statements or disclosures.

We endeavor to compete and deal fairly. We endeavor to gain competitive advantages over our competitors through superior performance and not through unethical or illegal business practices, such as acquiring proprietary information or trade secrets through improper means or by inducing the improper disclosure of confidential information from past or present employees of other companies. We deal fairly with our collaborators, suppliers, competitors, and employees and should not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation, or any other unfair dealing. Applicable laws specifically prohibit us from colluding with a competitor. When interacting with a competitor, questions about whether our actions are proper and in compliance with the law should be directed to our General Counsel.

We represent Arcus to the public only when authorized. Only those authorized to do so may speak to the press and members of the financial community about Arcus. Authorized individuals are the CEO, President, COO and CFO, as well as Arcus employees who have been explicitly given such authorization. Only those authorized to do so may engage in social media on behalf of Arcus. If you are not authorized to speak on behalf of Arcus and you are contacted by a member of the media or by an investor or analyst, please refer the inquiry to our COO or CFO.

We protect and properly use Arcus assets. We use Arcus assets responsibly and for legitimate business purposes. We vigilantly protect Arcus's assets from theft, carelessness, and waste, all of which can have a direct impact on our success and financial condition. Protecting Arcus's assets takes many forms. For example, we use Arcus's information systems in a responsible manner, following reasonable precautions to avoid the risks of cybersecurity incidents. When communicating through Arcus's email systems, we employ prudent, common sense security practices at all times when contacted by unknown senders, or when we receive unusual requests from known senders.

We engage responsibly with the healthcare community. Whenever we engage with healthcare professionals, patients, payers or other members of the healthcare community, we consider whether our actions meet requirements under applicable laws, regulations, industry guidelines, and our own policies, such as our Anti-Bribery Policy and our Policy on Interactions with Healthcare Professionals and Healthcare Entities. We are careful to ensure that any payments, meals, travel, and other transfers of value are reasonable and appropriate to the situation.

Our Compliance Program. We have put in place a comprehensive program, the intent of which is to facilitate compliance with this Code. All employees play a crucial role in this program, which includes providing proper guidance through policies and training, providing methods for employees to raise questions or concerns, assessing Arcus's compliance with the Code, maintaining clear enforcement mechanisms, and engaging in appropriate response and corrective action.

Seeking Guidance. If you have questions regarding this Code, have concerns regarding compliance with this Code or need additional guidance about a particular situation, please speak with your supervisor or with Arcus's General Counsel or Head of Compliance.

Waivers and Reporting.

Waivers of the Code of Conduct. Waivers of our Code of Conduct are permitted only in very exceptional circumstances. Any waiver must be approved in writing. Waivers for directors, executive officers and Section 16 officers require Board approval and must be disclosed as required, while waivers involving any other employee requires the approval of our Head of Compliance.

Report Violations. A fundamental responsibility of each employee and director is to help us uphold our Code. Part of how we do this is by promptly asking questions and raising concerns, so we have an opportunity to address or proactively remedy any potential issues or misconduct, ideally before it occurs. If we witness, become aware of or suspect a violation or intended violation of our Code, Arcus policies, or the law, we promptly report it in accordance with the guidelines set forth in our Open Door & Compliance Reporting Policy.

No Retaliation. Arcus takes its non-retaliatory culture very seriously and will not allow anyone to take adverse action, threaten, intimidate, or retaliate if one of us reports in good faith a violation or suspected violation of our Code, Arcus policies, or the law, or cooperates in good faith in an investigation. Arcus considers retaliation itself a violation of this Code and the policies of its Employee Handbook and will respond accordingly.

Violations of the Code, Arcus Policies, or the Law. Anyone who violates the law, our Code, or other Arcus policies may be disciplined, up to and including termination of employment and/or his or her business relationship with Arcus, in accordance with applicable legal requirements. Certain violations of this Code may be violations of the law, which may result in civil or criminal penalties, and Arcus will cooperate fully with the appropriate authorities in these situations.

Reporting Outside the United States. In some locations outside of the United States, anonymous reporting to Arcus of certain types of issues may not be allowed by local law. If local law prohibits or restricts anonymous reporting, you should reveal your identity when making a report. In those situations, your identity will be kept confidential (unless this is prohibited by local law). You will have a right to access and modify your report after you have submitted it. If you are in doubt about the requirements imposed by your local law, please contact our General Counsel or Head of Compliance.

Modification. We are committed to continuously reviewing and updating our policies, and therefore reserve the right to amend this Code at any time, for any reason, subject to applicable law.

ACKNOWLEDGMENT OF CODE OF BUSINESS CONDUCT AND ETHICS

I acknowledge that I have received the Code of Business Conduct and Ethics (the “**Code**”) of Arcus Biosciences, Inc. and its subsidiaries (collectively, “**Arcus**”). By signing below, I certify that I have read and understand the obligations in the Code and agree to abide by the Code. Furthermore, I understand that violations of the Code could result in disciplinary action, up to and including termination of employment and, in appropriate cases, civil legal action or referral for criminal prosecution.

I understand that the information contained in the Code represents guidelines for Arcus and that Arcus reserves the right to modify the Code as appropriate at any time.

Signature: _____

Printed Name: _____

Date: _____