

IMMUNOVANT, INC.

CODE OF BUSINESS CONDUCT AND ETHICS

Immunovant, Inc. and its consolidated subsidiaries (collectively, “*Immunovant*”) are committed to creating an environment where we are able to do our best work while behaving in a legal and ethical manner that enhances Immunovant’s reputation. One of our core principles is integrity. To be the kind of company that we want to be, we must follow both legal and ethical principles that will enable us to earn the trust of all of our stakeholders and create value for them. This Code of Business Conduct and Ethics (the “*Code of Conduct*”) reflects the business practices and principles of behavior that support this commitment. We expect every director, officer and employee of Immunovant (collectively, “*personnel*”) to read and understand the Code of Conduct and its application to the performance of his or her business responsibilities for and on behalf of Immunovant.

This Code of Conduct addresses conduct that is particularly important to proper dealings with the people and entities with which we interact, but reflects only a part of our commitment. From time to time, we may adopt additional policies or procedures with which our personnel are expected to comply, if applicable to them. Where there is no stated guideline in the Code of Conduct or otherwise, it is the responsibility of each member of our personnel to apply common sense, together with his or her own trustworthy, personal ethical standards, in making business decisions.

By working at Immunovant, you agree to comply with this Code of Conduct, and to revisit and review it at least annually and whenever we notify you of any material updates. If you do not agree to comply, please let us know immediately. Violations of the Code of Conduct will not be tolerated. Any member of our personnel who violates the standards in the Code of Conduct may be subject to disciplinary action, up to and including immediate termination. You should not hesitate to ask questions about whether any conduct may violate the Code of Conduct, voice concerns or clarify gray areas. Section 11 below details the compliance resources available to you.

1. **Honest and Ethical Conduct**

It is our policy to conduct our affairs in an honest and ethical manner. The integrity and reputation of Immunovant depends on the honesty, fairness and integrity brought to the job by each person associated with us. Unyielding personal integrity is the foundation of corporate integrity.

2. **Compliance with Laws**

Obedying the law is the foundation of the Code of Conduct. Our success depends upon our personnel operating within legal guidelines and cooperating with local, national and international authorities. We expect our personnel to understand, obey and comply with the legal and regulatory requirements applicable to their business units and areas of responsibility. While we do not expect you to memorize every detail of these laws, rules and regulations, we want you to be able to determine when to seek advice from others. If you have a question about compliance

with law, you must seek an answer from your supervisor or the General Counsel of Immunovant or his or her delegate (the “*General Counsel*”).

Disregarding any law, rule or regulation will not be tolerated. Violation of laws, rules and regulations of any country may subject an individual, as well as Immunovant, to civil and/or criminal penalties. You should be aware that conduct and records, including emails, are subject to internal and external audits and to discovery by third parties in the event of a government investigation or civil litigation. It is in everyone’s best interests to know and comply with our legal obligations.

While not part of this Code of Conduct, Immunovant’s other employee policies and standards of conduct, which may differ by business area and jurisdiction, are developed to support and reinforce the principles set forth in this Code of Conduct. These various separate policies and standards can be accessed electronically through Immunovant’s intranet site, or by request to the General Counsel.

a. Insider Trading

You must exercise the utmost care when handling material non-public information. Please refer to our “Insider Trading Policy” and our “Policy on Trading Securities Across Roivant Group Companies” for more information.

b. International Business Laws

Our personnel are expected to comply with the applicable laws in all countries to which they travel, in which they operate and where we otherwise do business in connection with their activities for Immunovant, including laws prohibiting bribery, corruption or the conduct of business with specified individuals, companies or countries. The fact that, in some countries, certain laws are not enforced or that violation of those laws is not subject to public criticism is not an excuse for noncompliance. We expect our personnel to comply with Bermuda, EU, U.K., Swiss, and U.S. laws, rules and regulations governing the conduct of business by its citizens and corporations both inside and outside Bermuda, the EU, the U.K., Switzerland, and the U.S.

The U.S. laws, rules and regulations, which extend to all our activities outside the U.S., include:

- The Foreign Corrupt Practices Act, which prohibits directly or indirectly giving or offering anything of value to a foreign government official to obtain or retain business or favorable treatment and requires the maintenance of accurate books of account, with all Immunovant transactions being properly recorded;
- U.S. embargoes, which generally prohibit U.S. companies, their subsidiaries and their employees from doing business with, or traveling to, countries subject to sanctions imposed by the U.S. government, as well as engaging in any dealings with designated parties who are identified on economic sanctions lists or, in some cases, parties 50% or greater owned by one or more designated parties;

- U.S. export controls, which restrict exports from the U.S. and re-exports from other countries of goods, software and technology to many countries, and prohibit transfers of U.S.-origin items to denied persons and entities; and
- Anti-boycott regulations, which prohibit U.S. companies from taking any action that has the effect of furthering or supporting a restrictive trade practice or boycott imposed by a foreign country against a country friendly to the U.S. or against any U.S. person.

In addition, the U.K. Bribery Act 2010 (the “**UK Bribery Act**”) prohibits giving anything of value to, or receiving anything of value from, anyone (whether or not a government official) to induce the recipient or any other person to act improperly in the performance of his/her functions, to reward him/her for acting improperly, or where the recipient would act improperly by accepting such value. The UK Bribery Act also separately prohibits providing anything of value to a foreign public official with the intent to influence the foreign public official in that capacity and to obtain business or an advantage in the conduct of business.

Please refer to our “Anti-Corruption Compliance Policy”, “Anti-Fraud Policy”, “Anti-Money Laundering and Counter-Terrorist Financing Policy” and “Economic Sanctions and Export Controls Policy” for more information. If you have a question as to whether an activity is restricted or prohibited, please ask the General Counsel before taking any action, including giving any verbal assurances that might be regulated by international laws.

c. Antitrust Laws

Antitrust laws are designed to protect the competitive process. These laws generally prohibit:

- formal or informal agreements with competitors that harm competition or customers, including price fixing, bid-rigging and allocations of customers, territories or contracts;
- formal or informal agreements that establish or fix the price at which a customer may resell a product or other actions (e.g. fixing margins) that restrict the ability of the customer to set its own prices and terms of business. It is generally acceptable to issue recommended resale prices (“**RRPs**”) but care should be taken to ensure these are not in fact de facto minimum resale prices and customers should be clearly informed that if Immunovant issues RRP’s the customer is free to set the resale price as it sees fit; and
- the acquisition or maintenance of a monopoly or dominant market position or attempted monopoly or dominant market position through anti-competitive conduct.

Certain kinds of information, such as our strategies, pipeline products, pricing/commercial intentions and identification of potential partnerships and collaborations, should not be exchanged with competitors, regardless of how innocent or casual the exchange may be and regardless of the setting, whether business or social. Antitrust laws impose severe penalties for certain types of violations, including criminal penalties and individual liability in certain jurisdictions, significant potential fines and damages of millions of dollars, which may be tripled under certain circumstances. Understanding the requirements of antitrust and unfair competition laws of the

various jurisdictions where we do business can be difficult, and you are urged to seek assistance from your supervisor or the General Counsel whenever you have a question relating to these laws.

Government agencies and antitrust regulators have extensive powers to conduct investigations and documents/e-mails/texts/instant messages etc. are generally all subject to review. It is therefore important that you take care when drafting documents (e.g. strategy plans or e-mails) and avoid language that could be misconstrued, especially in connection with any product where Immunovant may have a high market share (generally 40%+) in any relevant jurisdiction.

d. Environmental Compliance

U.S. federal law imposes criminal liability on any person or company that contaminates the environment with any hazardous substance that could cause injury to the community or environment. Violation of environmental laws can involve monetary fines and imprisonment. We expect our personnel to comply with all applicable environmental laws when conducting the business of Immunovant.

3. Fair Dealing

We strive to outperform our competition fairly and honestly. Advantages over our competitors are to be obtained through superior performance of our products, not through unethical or illegal business practices. Acquiring proprietary information from others through improper means, possessing trade secret information that was improperly obtained, or inducing improper disclosure of confidential information from past or present employees of other companies is prohibited, even if motivated by an intention to advance our interests. If information is obtained by mistake that may constitute a trade secret or other confidential information of another business, or if you have any questions about the legality of proposed information gathering, you must consult your supervisor or the General Counsel, as further described in Section 11.

No personnel should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair-dealing practice. You are expected to deal fairly with our partners, customers, suppliers, contributors, employees, consultants, independent contractors, customers and anyone else with whom you have contact in the course of performing your job. Be aware that the Federal Trade Commission Act provides that “unfair methods of competition in commerce, and unfair or deceptive acts or practices in commerce, are declared unlawful.” It is also a violation of the Federal Trade Commission Act to engage in deceptive, unfair or unethical practices and to make misrepresentations in connection with sales activities.

4. Conflicts of Interest

Our personnel are required to avoid any conflict or potential conflict between their personal interests (including those of their significant others and immediate family) and the best interests of Immunovant. A conflict can arise when a member of our personnel takes actions or has interests that may make it difficult to perform his or her work for Immunovant objectively and effectively. Conflicts of interest may also arise when a member of our personnel, or members of his or her family, receive improper personal benefits as a result of his or her position at Immunovant. It is

almost always a conflict of interest for a member of our personnel to work simultaneously for a competitor, for an entity in which Immunovant has made or proposes to make an investment or for one of Immunovant's sources of financing. Please note that the foregoing examples extend to conflicts involving the personal interests of your family members and significant others. In addition, please note that all loans and guarantees by Immunovant to or for any director or executive officer must be approved in advance by Immunovant's board of directors because of the potential for conflicts of interest.

Conflicts of interest may not always be clear-cut, so if you have any questions about a potential conflict or if you become aware of an actual or potential conflict, you should discuss the matter with the General Counsel (as further described in Section 11).

5. Corporate Opportunities

Personnel are prohibited from engaging in the following corporate opportunities:

- taking for yourself personally opportunities that are discovered through the use of Immunovant property, information or position;
- using Immunovant property, information or position for your personal gain; and
- competing with Immunovant, directly or indirectly.

6. Protection and Proper Use of Company Assets

All personnel should protect Immunovant's assets and ensure their efficient use. Theft, carelessness and waste have a direct impact on Immunovant's profitability. All of Immunovant's assets should be used for legitimate business purposes.

7. Gifts and Entertainment

Business gifts and entertainment given in Immunovant's name are meant to create goodwill and sound working relationships and not to gain improper advantage with partners or customers or facilitate approvals from government officials. The exchange, as a normal business courtesy, of meals or entertainment is a common and acceptable practice as long as it is reasonable and proportionate, and not in violation of any applicable laws. The provision and receipt of gifts and entertainment must also be in accordance with our "Anti-Corruption Compliance Policy", to which you should refer for guidance. Our Anti-Corruption Compliance Policy applies to our transactions everywhere in the world, even where a practice is widely considered "a way of doing business."

Under some statutes, such as the U.S. Foreign Corrupt Practices Act and the UK Bribery Act (further described in Section 2), improper gifts or entertainment could be a criminal act subject to prosecution and conviction. Specific compliance policies and restrictions may also apply regarding gifts to a health care provider. Discuss with the General Counsel any proposed entertainment or gifts if you are uncertain about their appropriateness.

8. Confidentiality

One of our most important assets is our confidential information. We sometimes share confidential information with our personnel and we expect you to keep that information confidential, and not disclose or use it except as needed to perform your work here, as you agreed in your confidentiality agreement with Immunovant. If you do not know whether something is confidential, ask your supervisor. Unless you hear otherwise, you should assume that everything (financials, strategy and plans, scientific and technical data, details and results of our studies and clinical trials, information about our product candidates, legal disputes, etc.) is confidential. This also includes information concerning other Roivant affiliates.

In addition, because we interact with other companies and organizations, there may be times when you learn confidential information about other companies. You must treat this information in the same manner as you are required to treat our confidential information. There may even be times when you must treat as confidential the fact that we have an interest in, or are involved with, another company.

All of our personnel have a duty to refrain from disclosing to any person confidential or proprietary information about us or any other company learned in the course of employment here, until that information is disclosed to the public through approved channels (usually through a press release, an SEC filing in the case of information regarding public companies or a formal communication from a member of senior management). This policy requires you to refrain from discussing confidential or proprietary information with outsiders and even with other Immunovant employees, consultants or independent contractors, unless those persons have a legitimate need to know the information to perform their job duties. Unauthorized use or distribution of this information could also be illegal and result in civil liability and/or criminal penalties.

You should also take care not to inadvertently disclose confidential information. Materials that contain confidential information, such as memos, notebooks, computer disks, memory sticks, laptop computers, tablets and mobile devices, should be stored securely. Be cautious when discussing sensitive information in public places like elevators, airports, restaurants and “quasi-public” areas within Immunovant. Please take special care when talking to your friends, family, or others about Immunovant, other Roivant affiliates, or our industry.

Unauthorized posting or discussion of any information concerning our business, information or prospects on the Internet is prohibited. You may not discuss our business, information or prospects on blog posts or social media sites (including Facebook and Twitter), or in response to news reports or articles, regardless of whether you use your own name or a pseudonym. All Immunovant emails, voicemails and other communications are presumed confidential and should not be forwarded or otherwise disseminated outside of Immunovant, except when required for legitimate business purposes. This is not intended to restrict communications or actions protected or required by state or federal law, such as employees discussing their wages, benefits or terms and conditions of employment.

In addition to the above responsibilities, if you are handling information protected by any privacy policy published by us, then you must handle that information in accordance with the applicable policy.

Upon termination of your employment or engagement, you will be asked to return all confidential or proprietary information in your possession to Immunovant.

Notwithstanding the foregoing, this Section 8 does not prohibit you from reporting possible unlawful conduct to governmental agencies or entities or, if applicable, self-regulatory organizations (i.e., a non-governmental organization with statutory responsibility to develop and enforce regulations for its own members) or otherwise cooperating with any such agencies, entities or organizations that may be investigating possible unlawful conduct, including providing documents or other information to such agencies, entities or organizations, without notice to Immunovant, to the extent required by law.

9. Maintenance of Corporate Books, Records, Documents and Accounts; Financial Integrity

The integrity of our records depends upon the validity, accuracy and completeness of the information supporting the entries in our books of account. Therefore, our corporate and business records should be completed accurately and honestly. The making of false or misleading entries, whether they relate to financial results or otherwise, is strictly prohibited. Our records serve as a basis for managing our business and are important in meeting our obligations to our partners, local business customers, contributors, creditors, employees and others with whom we do business. As a result, it is important that our books, records and accounts accurately and fairly reflect, in reasonable detail, our assets, liabilities, revenues, costs and expenses, as well as all transactions and changes in assets and liabilities. We require that:

- no entry be made in our books and records that intentionally hides or disguises the nature of any transaction or of any of our liabilities or misclassifies any transactions as to accounts or accounting periods;
- transactions be supported by appropriate documentation;
- the terms of commercial transactions be reflected accurately in the documentation for those transactions and all such documentation be reflected accurately in our books and records;
- personnel comply with our system of internal controls; and
- no cash or other assets be maintained for any purpose in any unrecorded or “off-the-books” fund.

Our accounting records are also relied upon to produce reports for our management, shareholders and creditors, as well as for governmental agencies. These reports must provide full, fair, accurate, timely and understandable information and fairly present our financial condition and results of operations. Personnel who collect, provide or analyze information for or otherwise contribute in any way in preparing or verifying these reports should strive to ensure that our financial disclosure is accurate and transparent. In addition:

- no personnel may knowingly take or authorize any action that would cause our financial records or financial disclosure to fail to comply with generally accepted accounting principles or applicable laws, rules and regulations;

- all personnel must cooperate fully with our accounting and audit teams, as well as our independent public accountants and counsel, respond to their questions with candor and provide them with complete and accurate information to help ensure that our books and records are accurate and complete; and
- no personnel should knowingly make (or cause or encourage any other person to make) any false or misleading statement in any of our reports or knowingly omit (or cause or encourage any other person to omit) any information necessary to make the information in any of our reports accurate in all material respects.

Any personnel who becomes aware of any departure from these standards has a responsibility to report his or her knowledge promptly to a supervisor, the General Counsel or one of the other compliance resources described in Section 11.

In addition, Immunovant is committed to providing a workplace conducive to open discussion of our business practices and is committed to complying with the laws and regulations to which we are subject. Accordingly, Immunovant will not tolerate conduct that is in violation of such laws and regulations. Personnel are encouraged to promptly report a good faith complaint regarding accounting, internal accounting controls, or auditing matters (“**Accounting Matters**”) to the General Counsel. This includes, without limitation, complaints relating to the following types of conduct:

- fraud, deliberate error or gross negligence or recklessness in the preparation, evaluation, review or audit of any financial statement of Immunovant;
- fraud, deliberate error or gross negligence or recklessness in the recording and maintaining of financial records of Immunovant;
- deficiencies in, or noncompliance with, Immunovant’s internal accounting controls;
- misrepresentation or false statement to management, regulators, the outside auditors or others or by a senior officer, accountant or other employee regarding a matter contained in the financial records, financial reports or audit reports of Immunovant; or
- deviation from full and fair reporting of Immunovant’s results or financial condition.

10. Waivers

Immunovant is responsible for interpreting and applying the Code of Conduct in specific situations in which questions may arise. The General Counsel may grant exceptions to, or waivers of compliance with, certain provisions of the Code of Conduct in appropriate circumstances. Any employee who believes that a situation may warrant such an exception or waiver should contact the General Counsel.

Any waiver of this Code of Conduct for executive officers (including, where required by applicable laws, our principal executive officer, principal financial officer, principal accounting

officer or controller (or persons performing similar functions) or directors may be authorized only by Immunovant's board of directors or a committee of the board.

11. Compliance Standards and Procedures

a. Compliance Resources

To facilitate compliance with the Code of Conduct, we have implemented a program of awareness, training and review. The General Counsel oversees this program. The General Counsel is the person to whom you can address any questions or concerns regarding compliance with the Code of Conduct. In addition to fielding questions or concerns with respect to potential violations of the Code of Conduct, the General Counsel is responsible for:

- investigating possible violations of the Code of Conduct;
- training new personnel in the Code of Conduct policies;
- conducting annual training sessions to refresh personnel's familiarity with the Code of Conduct;
- fielding complaints regarding Accounting Matters;
- distributing copies of the Code of Conduct annually via email to all personnel with a reminder that each person is responsible for reading, understanding and complying with the Code of Conduct;
- updating the Code of Conduct as needed and alerting personnel to any updates to reflect changes in the law, Immunovant operations and in recognized best practices, and to reflect the Immunovant experience; and
- otherwise promoting an atmosphere of responsible and ethical conduct.

Your most immediate resource for any matter related to the Code of Conduct is your supervisor. He or she may have the information you need or may be able to refer the question to another appropriate source. There may, however, be times when you prefer not to go to your supervisor. In these instances, you should feel free to discuss your concern with the General Counsel. If you are uncomfortable contacting the General Counsel or if the suspected violation involves the General Counsel, please contact the Chief Financial Officer, your direct manager or department head. If your concern involves potential misconduct by another person and relates to questionable Accounting Matters at Immunovant, you should report that violation to the General Counsel.

If you prefer to leave an anonymous message, you may do so by calling the Immunovant whistleblower hotline toll-free at 1-800-916-7037 (Identifier **4666868**), or through our dedicated compliance reporting website at https://irdirect.net/immnvnt/whistleblower_iframe?template=roivant. Whether you identify yourself or remain anonymous, your telephonic contact will be kept strictly confidential to the

extent reasonably possible within the objectives of the Code of Conduct and subject to applicable law, regulation or legal proceedings.

b. Clarifying Questions and Concerns; Reporting Possible Violations

If you encounter a situation or are considering a course of action and its appropriateness is unclear, you should discuss the matter promptly with your supervisor or the General Counsel. Even the appearance of impropriety can be very damaging and should be avoided.

If you are aware of a suspected or actual violation of the Code of Conduct standards by others, you have a responsibility to report it. You are expected to promptly provide a compliance resource with a specific description of the violation that you believe has occurred, including any information you have about the persons involved and the time of the violation. Immunovant will not permit discrimination or retaliation of any kind by or on behalf of Immunovant and its personnel against you if you make a good faith report or complaint regarding violations of this Code of Conduct or other illegal or unethical behavior. We will take prompt disciplinary action against any personnel who discriminates or retaliates against you, which may include termination of services. If you believe you have been subjected to any harassment, threat, demotion, discharge, discrimination or retaliation by Immunovant or its agents for reporting complaints regarding the Code of Conduct, please see the Company's Anti-Harassment Policy for how to file a complaint. If you file a report or provide information without a good faith, reasonable belief in the truth and accuracy of such information, you are not protected by this Code of Conduct and may be subject to disciplinary action.

Supervisors must promptly report any complaints or observations of Code of Conduct violations to the General Counsel. If you believe your supervisor has not taken appropriate action, you should contact the General Counsel directly. The General Counsel will investigate all reported possible Code of Conduct violations promptly and with the highest degree of confidentiality that is possible under the specific circumstances. Neither you nor your supervisor may conduct any preliminary investigation, unless authorized to do so by the General Counsel. Your cooperation in the investigation will be expected. As needed, the General Counsel will consult with the executive management team and/or the appropriate committee of the board of directors. It is our policy to employ a fair process by which to determine violations of the Code of Conduct.

If any investigation indicates that a violation of the Code of Conduct has probably occurred, we will take such action as we believe to be appropriate under the circumstances. If we determine that any personnel is responsible for a Code of Conduct violation, he or she will be subject to disciplinary action up to, and including, termination of employment and, in appropriate cases, civil action or referral for criminal prosecution. Appropriate action may also be taken to deter any future Code of Conduct violations.

With respect to any complaints or observations of violations that may involve Accounting Matters, the General Counsel is responsible for receiving and reviewing and then investigating such complaints. If the suspected violation involves the General Counsel, the employee should instead report the suspected violation to the Chief Financial Officer. It is Immunovant's policy to comply with all applicable laws that protect our employees against unlawful discrimination or retaliation by us or our agents as a result of their lawfully reporting information regarding, or their participation in, investigations involving Accounting Matters. If any employee believes he or she

has been subjected to any harassment, threat, demotion, discharge, discrimination or retaliation by Immunovant or its agents for reporting complaints regarding Accounting Matters in accordance with this policy, he or she may file a complaint with the Immunovant's General Counsel or the Chief Financial Officer. If it is determined that an employee has experienced any improper employment action in violation of this policy, we endeavor to promptly take appropriate corrective action.

Adopted by the Board of Directors: December 18, 2019