

# DNAnexus

# Code of Conduct

## 1. Purpose

The purpose of this Code of Conduct (“Code”) Manual is to define the minimum standards of business conduct and business practices with respect to employees’ interactions with their DNAnexus Personnel, investors, customers, partners, contractors, and suppliers of DNAnexus.

By establishing this Code and making it a documented part of how we conduct ourselves, DNAnexus acknowledges defining and protecting our most valuable collective asset – the trust that our customers, investors, colleagues and business partners place in DNAnexus.

It is our belief that a thoughtful and well-crafted Code is the cornerstone of an effective corporate compliance program. This Code takes a values-based approach, where the principles set the guide for conduct in a rapidly evolving market and expanding to an increasingly global customer base whose values may vary from the initial US centric origin of DNAnexus.

This Code of Conduct outlines DNAnexus’ expectations measured against the highest possible standards of ethical business conduct. Committing to the highest standards helps DNAnexus hire great people, build great products, and attract loyal customers. From time-to-time, DNAnexus may update this Code of Conduct. This policy is guided by requirements specific to DNAnexus and includes applicable laws and regulations.

## 2. Scope

### 2.1 The Code of Conduct applies TO ALL OF US.

The Code of Conduct is designed to provide guidance for the kinds of ethical situations DNAnexus’ personnel may encounter and to guide each individual to resources that can be accessed if the proper course of action is not clear. The Code of Conduct applies to:

- All employees of DNAnexus;
- All members of the Board of Directors when acting in their capacities as Directors;
- Agents, representatives, suppliers, vendors, independent contractors and consultants, where applicable, when conducting business with, or on behalf of, DNAnexus.

### 2.2 Vendors and Suppliers

Without trust, a business relationship is only as strong as the last transaction. We value our suppliers and work to always treat them honestly, fairly and with respect. In turn, we expect them to share value and standards that align with our own.

## 2.3 Our Communities and Society

Our communities are our neighbors, and they trust us to be good corporate citizens. We proudly support an array of social, health and environmental sustainability programs in how DNAexus operates and with our communities. We comply with all laws, rules and regulations that apply to our business.

## 3. Roles and Responsibilities

### 3.1 Each of us has a Set of Responsibilities

DNAexus encourages all employees to take responsibility, to take action and to grow with integrity.

#### 3.1.1 Take Responsibility

As an employee, you have a responsibility to yourself, your co-workers and our Company to conduct business legally and ethically. Make sure you read the Code and understand the rules that apply to you. If you are not clear on your responsibilities, just ask. You will be required to certify regularly that you have read and complied with our Code.

#### 3.1.2 Take Action

Sometimes you can prevent misconduct just by taking action early and speaking up if you see someone about to do something questionable. If you see a co-worker about to do something which may violate the Code, try to stop it. It is always easier to avoid making a wrong decision than to respond to it after the fact. If something has already happened which may violate our Code, we need to deal with it, so let someone know. DNAexus has many resources available to you. Ignoring problems only makes them worse and can damage the trust we've built with our investors, customers, partners, suppliers and with each other. When you take action, you help us address problems before they harm others or our company.

#### 3.1.3 Compliance with the Law

Personnel must comply with all applicable laws including environmental, safety and fair dealing laws. DNAexus expects everyone to be ethical and responsible during DNAexus' business dealings.

### 3.2 Managers have a Greater Responsibility

Managers set the tone for an ethical workplace. If you're a manager, we look to you to set a good example and be available to your employees when they have concerns. You have a responsibility to read and be familiar with the Code and the laws and policies that apply to your team. You also have a responsibility to listen to your employees and promote an open dialogue about ethical and compliance issues. When ethical issues are brought to your attention, we rely on you to report concerns through the appropriate channel. As a manager, you also have a duty to make sure your employees know about how to discuss ethical issues and use other resources available to them for speaking up about potential misconduct. You must never respond in a retaliatory manner or allow retaliation by others.

## 4. The Goal of this Code

Simply put:

***What We Do Matters. How We do it Matters.***

The subsequent sections of this code provide details.

## 5. Requirements

### 5.1 Build Trust and Credibility

The success of our business is dependent on the trust and confidence we earn from our employees, customers and shareholders. We gain credibility by adhering to our commitments, displaying honesty and integrity and reaching company goals solely through honorable conduct. It is easy to say what we must do, but the proof is in our *actions*. Ultimately, we will be judged on what we do.

When considering any action, it is wise to ask: will this build trust and credibility for DNAexus? Will it help create a working environment in which DNAexus can succeed over the long term? Is the commitment I am making one I can follow through with? The only way we will maximize trust and credibility is by answering “yes” to those questions and by working every day to build our trust and credibility.

A key area for maintaining trust and credibility is to accurately report our results. The following section samples two areas of accurate reporting.

#### 5.1.1 Accurate Public Disclosures

We will make certain that all disclosures made in financial reports and public documents are full, fair, accurate, timely and understandable. This obligation applies to all employees, including all financial executives, with any responsibility for the preparation for such reports, including drafting, reviewing and signing or certifying the information contained therein. No business goal of any kind is ever an excuse for misrepresenting facts or falsifying records.

Employees should inform Executive Management and the People Operations department if they learn that information in any filing or public communication was untrue or misleading at the time it was made or if subsequent information would affect a similar future filing or public communication.

#### 5.1.2 Corporate Recordkeeping

We create, retain, and dispose of our company records as part of our normal course of business in compliance with all DNAexus policies and guidelines, as well as all regulatory and legal requirements.

All corporate records must be true, accurate and complete, and company data must be promptly and accurately entered in our books in accordance with DNAexus’ and other applicable accounting principles.

We must not improperly influence, manipulate, or mislead any audit, nor interfere with any auditor engaged to perform an internal independent audit of DNAexus books, records, processes or internal controls.

### 5.2 Operating with Integrity

The Oxford English Dictionary defines integrity as “the quality of being honest and having strong moral principles.” In other words, “Doing the right thing out of a sense of one’s own personal conviction – with a feeling of responsibility towards our company, business partners, customers, and as a member of society. Integrity includes the steadfastness to stand by the right principles and tenets – regardless of emotional, economic and social pressures.”

At times, we are all faced with decisions we would rather not have to make and issues we would prefer to avoid. Sometimes, we hope that if we avoid confronting a problem, it will simply go away.

At DNAexus, we must have the courage to tackle the tough decisions and make difficult choices, secure in the knowledge that DNAexus is committed to doing the right thing. At times this will mean doing more than simply what the law requires. Merely because we can pursue a course of action does not mean we *should* do so.

All personnel shall show integrity and professionalism in the workplace. All personnel should fulfil their job duties with integrity and respect towards customers, stakeholders, and the community. Supervisors

and managers shall not abuse their authority.

Although DNAexus' guiding principles cannot address every issue or provide answers to every dilemma, they can define the spirit in which we intend to do business and should guide us in our daily conduct.

## 5.2.1 Accountability

Each of us is responsible for knowing and adhering to the values and standards set forth in this Code and for raising questions if we are uncertain about company policy. If we are concerned whether the standards are being met or are aware of violations of the Code, we must contact the People Operations department.

DNAexus takes seriously the standards set forth in the Code, and violations are cause for disciplinary action up to and including termination of employment.

## 5.2.2 Professionalism

DNAexus expects our employees, contingent workers and vendors to adhere to the highest degree of professionalism. Professionalism at DNAexus is a measure of an individual's adherence to a set of standards, code of conduct or collection of qualities that characterize accepted practice within a particular area of activity. By acting with professionalism, we display a positive image of one's self and our organization; conducting yourself in a confident, respectful, and responsible manner while interacting with others; adhering to relevant technical, organizational and industry standards.

A sampling of the metrics for measuring professionalism include:

- Consistently models a positive image, demonstrating respect, honesty, commitment and capability in all interactions with others, even during the most challenging situations.
- Maintains poise, composure, and fortitude during uncertain situations and resolves complex issues in a calm, focused manner.
- Represents DNAexus in meetings with high-level stakeholders<sup>1</sup> in a manner that positively reflects on DNAexus and our industry.

## 5.3 Respect for the Individual

We all deserve to work in an environment where we are treated with dignity and respect. DNAexus is committed to creating such an environment because it brings out the full potential in each of us, which, in turn, contributes directly to our business success. We cannot afford to let anyone's talents go unfulfilled.

To this end, we work to create an environment of mutual respect, inclusion and accountability. We reward commitment and performance, and we are responsive to the needs of our employees and their families.

DNAexus is an equal employment/affirmative action employer and is committed to providing a workplace that is free of discrimination of all types from abusive, offensive or harassing behavior. Any employee who feels harassed or discriminated against should report the incident to their manager and/or to human resources.

## 5.4 Create a Culture of Open and Honest Communication

At DNAexus, everyone should feel comfortable to speak their mind, particularly with respect to ethics concerns. Managers have a responsibility to create an open and supportive environment where employees feel comfortable collaborating and raising questions. We all benefit tremendously when employees exercise their power to prevent mistakes or wrongdoing by asking the right questions at the right times.

All personnel must respect their colleagues. DNAexus will not allow any kind of discriminatory behavior,

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<sup>1</sup> Stakeholders may include customers, investors, regulators, auditors, vendors and contingent workers, competitors, and the public.

harassment, or victimization.

DNAnexus will investigate all reported instances of questionable or unethical behavior. In every instance where improper behavior is found to have occurred, the company will take appropriate action. We will not tolerate retaliation against employees who raise ethics concerns in good faith, regardless of the outcome.

Employees are encouraged, in the first instance, to address such issues with their managers or the Head of People Operations, as most problems can be resolved swiftly. If for any reason that is not possible or if an employee is not comfortable raising the issue with his/her manager or a member of the People Operations Department, the VP of Risk, Quality and Compliance, DNAnexus' CEO does operate with an open-door policy.

DNAnexus prohibits retaliation against any personnel who report or participate in an investigation of a possible violation of DNAnexus' Code of Conduct, policies, or the law. If you believe you are being retaliated against, please contact the Chief People Officer or the VP of Risk, Quality & Compliance.

## 5.5 Set the Tone at the Top

The Executive Management has the added responsibility for demonstrating, through their actions, the importance of this Code. In any business, ethical behavior does not simply happen; it is the product of clear and direct communication of behavioral expectations, modeled from the top and demonstrated by example. Ultimately, our actions are what matters.

To make our Code work, managers at all levels in the organization must be responsible for promptly addressing ethical questions or concerns raised by employees and for taking the appropriate steps to deal with such issues. Managers should not consider employees' ethics concerns as threats or challenges to their authority, but rather as another encouraged form of business communication. At DNAnexus, we want the ethics dialogue to become a natural part of daily work.

## 5.6 Uphold the Law

DNAnexus' commitment to integrity begins with complying with the laws, rules and regulations where we do business. DNAnexus provides an interpretation of many of these laws and regulations in our company Manuals, Policies, Procedures and Work Instructions that apply to our specific roles. If we are unsure of whether a contemplated action is permitted by law or DNAnexus policy, we should seek the advice from the resource expert. We are responsible for preventing violations of law and for speaking up if we see possible violations.

## 5.7 Making Ethical Decisions

DNAnexus is committed to the highest standards of ethics and integrity. We are responsible to our customers, to our competitors, to our partners, our colleagues and to the communities we serve worldwide. In discharging our responsibilities, we do not take professional or ethical shortcuts. Our interactions with all segments of society must be transparent and reflect these high standards.

Several key questions can help identify situations that may be unethical, inappropriate or illegal. Ask yourself:

- Does what I am doing comply with the DNAnexus guiding principles, Code of Conduct and company policies?
- Have I been asked to misrepresent information or deviate from normal procedure?
- Would I feel comfortable describing my decision at a staff meeting?
- How would it look if it made the headlines?
- Am I being loyal to my family, my company and myself?
- What would I tell my child to do?
- Is this the right thing to do?

### 5.7.1 Conflicts of Interest

Conflicts of interest occur when an employee, contractor, or job applicant's personal interests may not



align with company needs or interests. We expect you to avoid any personal, financial or other interests that might hinder your capacity or willingness to perform your job duties. If you believe a conflict may occur, please contact your manager immediately.

We must avoid any relationship or activity that might impair, or even appear to impair, our ability to make objective and fair decisions when performing our jobs. At times, we may be faced with situations where the business actions we take on behalf of DNAexus may conflict with our own personal or family interests. We owe a duty to DNAexus to advance its legitimate interests when the opportunity to do so arises. We must never use DNAexus property or information for personal gain or personally take for ourselves any opportunity that is discovered through our position with DNAexus.

## 5.7.2 Gifts, Gratuities and Business Courtesies

DNAexus is committed to competing solely on a merit of our products and services. We should avoid any actions that create a perception that favorable treatment of outside entities by DNAexus was sought, received or given in exchange for personal business courtesies. Business courtesies include gifts, gratuities, meals, refreshments, entertainment or other benefits from persons or companies with whom DNAexus does or may do business. We will neither give nor accept business courtesies that constitute, or could reasonably be perceived as constituting, unfair business inducements that would violate law, regulation or policies of DNAexus or customers, or would cause embarrassment or reflect negatively on DNAexus' reputation.

Please note, there are existing DNAexus Policies and Procedures pertaining to giving gifts or courtesies to US government officials, foreign government officials and non-US customers. Please consult those Policies and Procedures for specifics.

## 5.8 Safe Workplace

DNAexus is committed to a violence-free work environment, and we will not tolerate any level of violence or the threat of violence in the workplace. Under no circumstances should anyone bring any type of weapon to work including guns, explosives, or knives. If you become aware of a violation of this policy, you should report it to a member of management immediately. In the case of potential physical violence, contact the authorities immediately.

## 5.9 Innovation and Scientific Excellence

We are dedicated to the highest level of innovation and scientific excellence. Our research and development is guided to improving health and the quality of life. We strive to identify and meet the most critical needs of citizens of the world and our customers through continuous innovation.

## 5.10 Training

A written Code of Conduct can only be effective if the values described in the Code are understood, interpreted to the local context, and become a part of who we are. Training shall be delivered as part of the onboarding of employees and contractors. Training shall be repeated at least annually and when there are change to the Code, whichever is sooner.

## 5.11 Metrics of Success

The intent of the Code is to provide the key values for our employees to easily answer the question, "What should I do?" especially when confronted with a new or challenging scenario. Effectiveness in Code Training is expressed in familiarity with the values and arriving at a path forward in a reasonable period of time. Effectiveness of the Code can be measured by consistency and appropriateness in the behavior as we face new challenges.

The effectiveness of our Code will be measured along the following three dimensions:

- **Ethical decision making:** Are employees' choices driven by values? For example, acting with

integrity to strengthen brand appeal means acting ethically, even if it costs DNAexus money or loss of business.

- **Organizational justice:** Are senior executives and high performers held to the same high standards of conduct as other employees? For example, do the executives “walk-the-walk?”
- **Freedom of expression:** Do employees speak up and willingly contribute to and exchange ideas?

At an individual level, the following questions are intended for employees to answer if they are ever uncertain if their behavior complies with the principles described in this Code:

- Did I take all relevant matters into consideration and weigh them properly?
- Am I confident that my decision is within the constraints of legal and company requirements?
- Do I stand by my decision when it is revealed?
- Am I in favor of all such cases being decided the same way company-wide?
- Do I still think my decision is right when my company has to justify it in public?
- Would I accept my own decision if I were affected?
- What would my family say about my decision?

## 5.12 Administrative Notes

- Our Code is not a contract of employment.
- DNAexus may amend or discontinue parts of this Code at any time. The employee is responsible for checking for updates to our Code periodically.
- If the terms of our Code conflict with applicable laws, the laws will prevail.

## 5.13 Corporate Sustainability

Corporate Sustainability holds an organization accountable for complying with social, ethical and environmental standards. It encompasses practices and strategies in these areas that meet the needs of business while strengthening global human and natural resources for the future success of our organization.

DNAexus is committed to enriching the lives of our employees, partners and vendors as well as the communities in which we operate through our corporate sustainability. Our commitment to being an outstanding corporate citizen includes:

- Protecting our environment.
- Promoting diversity in the workplace and partnering with diverse suppliers.
- Developing and engaging associates to increase their levels of satisfaction and commitment to our organization.
- Advocating and supporting a safe and healthy work environment.
- Acting with integrity and adhering to the highest ethical standards as outlined in the DNAexus Code of Conduct.
- Leading philanthropic and volunteer activities to give back to the communities in which we operate.
- Respecting and providing leadership in the area of human rights, in alignment with the UN Guiding Principles Reporting Framework and similar frameworks.

By adhering to our corporate sustainability policies and procedures, DNAexus is investing in the long-term environmental, economic and social health of our organization as well as our employees, partners and vendors. Developing and following these practices will ensure we become an industry leader, not only in Products and Services, but Corporate Sustainability as well.

## 5.14 Compliance with GDPR

DNAnexus will comply with the Code of Conduct Articles of EU 2016/679, also known as the Global Data Protection Regulation that went into effect in May of 2018. Specifically, Articles 40 and 41 with regard to DNAnexus' position as a

- Data Processor as described in Section 5.3 of the *DNAnexus Privacy Policy* as well as
- DNAnexus' role as a Data Controller for managing the information pertaining to employees who are citizens of countries from the European Union (EC).

For adherence to the Code of Conduct requirements of Article 40, DNAnexus shall address the following concepts:

- The principles of fair and transparent processing.
- The legitimate interests pursued by the concerned controllers in specific contexts.
- The collection of the personal data of concerned data subjects.
- The (use of) pseudonymization.
- The information that is provided to the public and to data subjects.
- The exercise of data subject rights.
- The information regarding the special rules that apply for children under the GDPR.
- The measures and procedures with regards to the responsibility of the controller (*Article 24*) and the principles of data protection by design and by default (*Article 25*), as well as the security of processing (*GDPR Article 32*).
- The notification of personal data breaches, both to supervisory authorities and to data subjects.
- The transfer of personal data to third countries or international organizations.
- The various mechanisms for dispute resolution procedures.

Specifics of the adherence to these concepts are contained in other Manuals, Policies and Procedures of DNAnexus.

### 5.14.1 Principles Relating to the Processing of Personal Data

In alignment with Article 5 of GDPR, DNAnexus shall following the following principles:

Lawfulness	Personal data processing requires a lawful basis and needs to happen in a lawful way, including GDPR and other applicable privacy regulations relevant to DNAnexus and customers of DNAnexus.
Fairness	Personal data shall be collected and processed in a fair way in relation to the data subject with an information and enablement duty for DNAnexus.
Transparency	The purpose and scope of personal data processing shall be transparent, clear, informed, easy to understand and concise. The same principles shall be used in communications regarding and exercise of data subject rights.
Purpose limitation	The purposes of personal data processing shall be determined, specific, legitimate, explicit and limited.
Data minimization	Collected and processed personal data shall to the minimum in the context of relevance and adequacy for the purpose of processing.
Accuracy	Personal data needs to be accurate and kept up to date with mechanisms that enable timely updating and accuracy.
Storage limitation	Personal data shall not be kept longer than is needed for the purpose of the processing operation (in a form that enables identification).
Integrity and Confidentiality	Measures shall be enacted to ensure secure personal data processing and protect against confidentiality breaches, unlawful processing and accidental loss, damage or destruction.



Accountability	Where DNAexus is a data controller, the DPO is responsible for the compliance with the above mentioned principles and demonstration of compliance.
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## 5.14.2 Fairness in Data Collection

The following principles, in alignment with Article 5 of GDPR, shall apply:

1. Information shall be processed lawfully, fairly and in a transparent manner.
2. Information shall be collected for specific and legitimate purposes. It cannot be used for anything other than these stated purposes.
3. Information shall be relevant and limited to whatever the requirements are for which they are processed.
4. Information shall be accurate and, where necessary, kept up to date. Any inaccuracies shall be fixed or removed without undue delay.
5. Information shall be stored for only as long as is required, as specified in the *DNAexus Data Retention Policy*.
6. Information shall be secured with the appropriate security in alignment with the *DNAexus Confidentiality and Data Protection Policy*.

## 5.14.3 Monitoring the Code of Conduct

In compliance with Article 41 of GDPR, the Data Protection Officer (DPO) will be responsible for monitoring compliance with the Code of Conduct no less than annually or when there is a significant change in the organization.

## 5.15 Equal Opportunity Employment

DNAexus is an equal opportunity employer. DNAexus thrives on diversity and are committed to creating an inclusive environment for all personnel.

## 5.16 Enforcement

Any violation of this policy or any other DNAexus Manual, Policy or Procedure may result in disciplinary action, up to and including termination of employment.