Element Biosciences Code of Conduct

Message from Our CEO



Molly He, PhD

Element Biosciences is a life science company democratizing access to advanced biological tools. Founded in 2017, our headquarters is located in San Diego, California, with a significant global presence. At Element Biosciences, our mission is to empower the scientific community with more freedom and flexibility to accelerate our collective impact on humanity. We are passionate about building new and differentiated technologies to disrupt the life science industry. We pursue rigorous science that supports data-driven decisions in ever-evolving markets, and we do it while living our values.

Our core values are the pillars of our culture. Because how we do things is as important as the mission itself. Element conducts business ethically, honestly, and in full compliance with applicable laws and regulations. This applies to every business decision in every area of the company worldwide.

Our Core Values

We Lead with Respect
We respect each other's diverse backgrounds and embrace diversity of ideas and opinions. Our differences make us stronger.

We Own Our Success and Failures
We have a culture of accountability. Each of us owns our role in pursuing the company's mission, and we have a shared responsibility to deliver excellence. We learn from successes and failures alike.

We Overcome Challenges with Grit
We have an ambitious vision and take pride in exceeding expectations. We overcome challenges with persistence and resilience to accomplish our goals.

We Embrace Authenticity
We are open, candid, and transparent with one another. We are courageous and honest as we are true to ourselves.

We Lift and Empower
We have confidence in ourselves and our team. We learn and advance through collaboration; by doing so, we elevate our team, our partners, and our industry.

We Disrupt the Norm
We are strategic risk-takers who see opportunities everywhere. We question assumptions, think big, and have the courage to push boundaries.

Element has adopted this Code to reinforce our commitment to our values above and to:

- 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 all reports and documents filed with governmental bodies and in other public communications made by us;
- Compliance with applicable laws and governmental rules and regulations;
- The prompt internal reporting of violations of this Code per guidance herein; and
- Accountability for adherence to this Code.

Contents

I. About this Code of Conduct 3
- a. Application 3
- b. Training 3
- c. Waivers 3
- d. Oversight and Reporting 3
- e. Compliance with Applicable Law 4

II. Working at Element 4
- a. No Retaliation 4
- b. Harassment-Free Workplace 4
- c. Human Rights and Human Trafficking 6
- d. Drugs and Alcohol 6
- e. Environment, Health, and Safety 6

III. Business Integrity 6
- a. Compliance with Law 6
- b. Conflicts of Interest 7
- c. Conflict of Interest Review & Approval 7
- d. Waivers of Actual Conflicts of Interest 7
- e. Examples of Conflicts of Interest 8
- f. Bribery and Corruption 10
- g. Ethical Interactions and Transparency 11
- h. Competition and Fair-Trade Practices 11
- i. Insider Information 11
- j. Privacy 12
- k. About Private Employee Information 13
- l. Government Interactions 13
- m. Participating in the Political Process 13
- n. Governments as Customers 13
- o. Hiring Government Employees 13
- p. Product Quality 14
- q. Working with Suppliers 14
- r. Money Laundering 14
- s. Marketing and Sales Claims 14
- t. Using Business Intelligence 14
- u. Import and Export Controls 15

IV. Protecting Element 15
- a. Protecting Element Assets 15
- b. Non-Disclosure Agreements 16
- c. Written Agreements 16
- d. The Element Identity and Trademarks 16
- e. Third-Party Intellectual Property 16
- f. Copyright-Protected Content 16
- g. Inventions, Patents, and Copyrights 16
- h. Technical or Regulatory Standards 17
- i. Open Source Software 17

V. Reports and Records 17
- a. Accuracy of Records and Reports 17
- b. Records and Information Management 17

VI. Communications 18
- a. Speaking Engagements 18
- b. Press Inquiries 18
- c. Publishing Articles 18
- d. Endorsements 18
- e. Social Media 18

VII. Related Policies 19

I. About this Code of Conduct

a. Application

This Code of Conduct ("**Code**") applies to Element Biosciences, Inc., and its subsidiaries and affiliates globally ("**Element**" or "**Company**"). This includes all full time, part time, and temporary employees, as well as contractors, consultants, and officers of the Company ("**Personnel**"). It provides a standard guide for what is required of everyone at Element. Certain sections also apply to members of Element's Board of Directors. Element expects its suppliers and other business partners to follow these principles when providing products and services to Element or acting on our behalf. Element also requires its suppliers to comply with Element's *Supplier Business Conduct Policy*.

In addition to applying to Personnel, the following sections of the Code particularly apply to senior officers and the Board of Directors: Conflicts of Interest, Accuracy of Records and Reports, Protecting Element Assets, Insider Information, Oversight and Reporting, and our commitment throughout the Code to compliance with applicable laws. Where multiple Element policies apply, Personnel must follow the most restrictive applicable requirement.

b. Training

All Personnel, as well as the Board of Directors, are required to complete annual Code of Conduct training, and review and certify their understanding of this Code of Conduct. Personnel are also required to complete further training on topics relevant to their job function such as privacy, anti-bribery, and anti-corruption.

c. Waivers

Any waiver of this Code for our directors, executive officers, or principal accounting officer may be made only by our Board of Directors. Waivers of this Code for other Personnel may be made by our Chief Compliance Officer.

d. Oversight and Reporting

This Code is administered by Element's Corporate Compliance team, under the oversight of Element's Chief Compliance Officer, who provides regular updates to Element's senior leadership and Board of Directors. The Corporate Compliance team and Chief Compliance Officer have implemented a structure of accountability for adherence to this Code and are available to support all Personnel and answer questions on corporate compliance issues, policies, regulations, and compliance with legal requirements.

The Code also provides information on additional resources available to Personnel, including our internal Corporate Compliance intranet resources. These resources contain guidance and answers to frequently asked questions to assist Personnel in understanding this Code.

This Code does not summarize every possible applicable law or regulation, nor does it address every issue or situation in which ethical decisions must be made. Instead, this Code serves as key guiding principles of our business conduct that everyone who works at, or with, Element is expected to follow.

All Personnel are responsible for adhering to this Code, and for reporting any perceived, potential, or actual violations of this Code. Not reporting a violation when you know about it or reasonably suspect a violation may result in discipline, up to and including termination of employment. If you see something that you feel potentially constitutes a violation of this Code, report it promptly to CorporateCompliance@elembio.com.

e. Compliance with Applicable Law

Element conducts business ethically, honestly, and in full compliance with the letter and spirit of all applicable laws and regulations. This applies to every business decision in every area of the company worldwide. In particular, you must observe these standards when addressing the special requirements often associated with government transactions or when dealing with government officials, representatives, or agencies that regulate the markets in which we do business. Whenever a law or regulation is unclear or seems to conflict with either another law or any provision of this Code or other Element policy or procedure, you should seek clarification from your supervisor and Corporate Compliance.

Certain terms used in this Code, including Healthcare Professional, Healthcare Organization, and Government Official, have the meanings set forth in *CP212 Ethical Interactions and Engagement Policy for Healthcare and Government Relations* ("**CP212**").

II. Working at Element

a. No Retaliation

Element will not retaliate — and will not tolerate retaliation — against any individual for reporting a good-faith concern or complaint or for participating in the investigation of a concern or complaint.

b. Harassment-Free Workplace

Element is dedicated to maintaining a creative, diverse, inclusive, and supportive work environment, and does not tolerate discrimination or harassment of Personnel or non-Personnel with whom we have a business, service, or professional relationship. This Code applies to all individuals with whom Personnel come in contact, including co-workers, managers, clients, vendors, applicants for employment, etc., or any other third party interacting with the company and prohibits proscribed harassing conduct by any Personnel or third party acting on behalf of or doing business with the company, including non-supervisors, supervisors, and managers.

Discrimination or harassment based on Protected Characteristics (as defined below) and/or that is personally offensive, intimidating, or hostile, or interferes with work performance, regardless of whether it rises to the level of violating the law. "**Protected Characteristics**" are characteristics protected under applicable law, such as an individual's race, religion (including all aspects of religious beliefs, observance or practices, religious dress, or grooming practices), color, national origin (including language use restrictions and documentation or immigration status), ancestry, natural hair style, physical appearance, physical disability, mental disability, medical condition, marital status, sex (including pregnancy, childbirth, breastfeeding or related medical conditions), gender (including gender identity, gender expression and transgender status), genetic characteristics, sexual orientation, registered domestic partner status, age, military or veteran status, Civil Air Patrol Status, or any other protected class under federal or state law.

You are permitted to speak freely about your wages, hours, and working conditions, including information about harassment, discrimination, or any other conduct you have reason to believe is unlawful, and nothing in this Code, or any Element policy, should be interpreted as being restrictive of your right to do so.

If such harassment occurs on the company's premises or is directed toward Personnel or a third-party interacting with the company, the procedures in this Code should be followed. Any Personnel found to be responsible for sexual harassment, inappropriate, unethical, or abusive behavior, or any other form of harassment or discrimination in violation of this Code will be subject to disciplinary action up to and including termination, as well as possible legal consequences.

Make a point of paying attention to others' reactions and stated preferences, respecting their wishes, and treating them in a professional manner. "**Harassment**" includes behavior that is related to any Protected Characteristics and/or that is personally offensive, intimidating, or hostile, or interferes with work performance, regardless of whether it rises to the level of violating the law. In other words, this Code is stricter than the law, in that this Code defines prohibited harassment more broadly. Harassment may take many forms, including the following conduct when based on the Protected Characteristics:

- Verbal: Epithets; derogatory comments, slurs, or name-calling; inappropriate jokes, emails or any other form of written communication, comments, noises, or remarks; repeated requests for dates, threats, propositions, unwelcome or unwanted correspondence, phone calls, and/or gifts; or other unwelcome attention.
- Physical: Assault; impeding or blocking movement; physical interference with normal work or movement; or unwanted or unwarranted physical contact, such as touching, pinching, patting, grabbing, brushing against, or poking of an individual's body.
- Visual: Abusive or patently offensive images; displaying abusive or patently offensive images, writings, or objects; ogling, staring at or directing attention to an individual's anatomy; leering; or sexually oriented or suggestive gestures.
- Cyberstalking: Proscribed harassment using electronic communication, such as e-mail or instant messaging, or messages posted to a website, blog, or discussion group.

Sexual harassment can likewise take many forms, including making sexual advances and/or requests for sexual favors where:

- Submission to such conduct or communication is explicitly or implicitly made a term or condition of an individual's employment.
- Submission to or rejection of such conduct or communication by an individual is used as a basis for employment decisions affecting such individual.
- Such conduct or communication has the purpose or effect of unreasonably interfering with an individual's work performance or creates and/or perpetuates an intimidating, hostile, or offensive work environment.

Sexual harassment also includes various forms of offensive behavior based on sex and includes gender-based harassment of a person of the same sex as the harasser. The following is a partial list:

- Unwanted sexual advances.
- Offering employment benefits in exchange for sexual favors.
- Making or threatening reprisals after a negative response to sexual advances.
- Visual conduct: leering; making sexual gestures; or displaying sexually suggestive objects or pictures, cartoons, posters, websites, emails or text messages.
- Verbal conduct: making or using derogatory comments, epithets, slurs, sexually explicit jokes, or comments about an individual's body or dress.
- Verbal sexual advances or propositions.
- Verbal abuse of a sexual nature; graphic verbal commentary about an individual's body; sexually degrading words to describe an individual; or suggestive or obscene letters, notes or invitations.
- Physical conduct: touching, assault, impeding or blocking movements.
- Retaliation for reporting harassment or threatening to report sexual harassment.

Harassment can occur in one-on-one interactions or in group settings and can involve a co-worker, manager, vendor, customer, visitor, or agent of the company. Sexual harassment can also occur in the context of a relationship that was once consensual, but has changed so that the behavior is no longer welcome. It is impossible to specify every action or all words that could be interpreted as harassment. The examples listed above are not meant to be a complete list of objectionable behavior.

c. Human Rights and Human Trafficking

Element is committed to respecting internationally recognized human rights. Element's approach to respecting human rights is based on the United Nations Guiding Principles on Business and Human Rights, the global standard on business and human rights.

Element is committed to treating everyone in our business and supply chain with dignity and respect, and to upholding human rights across our global network of suppliers. Human trafficking and the use of involuntary labor are strictly prohibited in Element's supply chain and our own business operations. Element condemns all forms of child exploitation and all forms of forced, bonded, indentured, or involuntary prison labor. If you become aware of any such human trafficking or behavior supporting human trafficking, you must report this activity to Corporate Compliance as soon as possible. Some US government contracts require Personnel to abide by additional related requirements.

d. Drugs and Alcohol

Personnel are expected to comply with Element's guidelines regarding alcohol, drugs, and smoking, whether it is in the workplace, at Element-sponsored events, or while conducting Element business. You are not permitted to be under the influence of any legal or illegal drug that impairs or could impair your ability to perform your job. The unlawful manufacture, distribution, dispensation, possession, or use of a controlled substance is prohibited while working. Use good judgment and keep in mind that you are expected to perform to your full ability at work. For more information, see Element's Employee Handbook.

e. Environment, Health, and Safety

Element cares about the health and safety of our Personnel and maintains a strong commitment to provide a safe, efficient, and productive work environment. We are also committed to providing a violence-free workplace. Element's *CP600 Environment, Health & Safety Policy* ("**CP600**") provides guidance on how to conduct your job while meeting or exceeding all applicable environment, health, and safety requirements. Element is committed to complying with all applicable health, safety, and environment laws and regulations. Always remember these key points:

- Use good judgment and always put the environment, health, and safety first. Work proactively with the EH&S team to anticipate and manage EH&S risks in a timely manner.
- Do not bring weapons, dangerous or unauthorized materials, liquor (unless authorized), or illicit drugs to work.
- Visitors to Element are subject to these same health, safety, environmental laws, and regulations.
- Immediately report any injuries and illnesses at work, and any other issues (e.g., unsafe working conditions, potential noncompliance, unsafe behavior, etc.) that could impact the health, safety, or the environment of the workplace.
- Always wear your Element identification badge in an easily visible manner while on Element premises and always badge-in when entering our facilities.

III. Business Integrity

a. Compliance with Law

Element is committed to conducting business in a fair and open manner within the spirit and letter of all applicable laws and regulations, with the highest regard for customers, the community, and Personnel. In particular, you must observe these standards when addressing the special requirements often associated

with government transactions or when dealing with government officials, representatives, or agencies that regulate the markets in which we do business. Whenever a law or regulation is unclear or seems to conflict with either another law or any provision of this Code or other Element policy or procedure, please contact Element's Corporate Compliance team at CorporateCompliance@elembio.com for clarification.

Element's success depends not only on the knowledge, skills, and abilities of our Personnel, but also on their performance of work with sound judgment, self-discipline, common sense, and integrity. As such, all Personnel are required to maintain and uphold the following common ethical standards, in all aspects of their work:

- To pursue company objectives in all of your work in a manner that does not conflict with the integrity of the company or the public interest;
- To be truthful and accurate in performing job functions;
- To observe all laws, regulations, ordinances, and rules applicable to the operation of the business;
- To maintain honest and fair relationships with all company vendors;
- To ensure quality and value in the company's products/services and relationships with customers and vendors; and
- To avoid, during employment, any situations that may engender any conflict between the personal interests of Personnel and the exercise of discretionary decisions on behalf of the company.

b. Conflicts of Interest

A conflict of interest is any activity that may damage Element's reputation or financial interests or gives the appearance of impropriety or divided loyalty. Conflicts arise in work situations when the personal activity or personal interest of Personnel and/or their immediate families is contrary to the interests of the company. Any reference to "Personnel" or "you" in this Conflicts of Interest section includes Personnel, immediate family members of Personnel, and anyone with whom Personnel has a personal relationship.

These activities or interests may influence your judgment, causing you to make decisions on behalf of the company based upon the potential for personal gain, rather than the best interests of the company. Personnel must avoid such situations that would create an actual or potential conflict of interest, or that could create the appearance of such a conflict.

Ultimately, it is the responsibility of all Personnel to avoid any situation that could affect their ability to judge situations independently and objectively on behalf of the company, and any situation that could even appear to be a conflict of interest. It is important to note that under certain circumstances, conflicts of interest can amount to violations of criminal law.

c. Conflict of Interest Review & Approval

You should use good judgment in deciding whether you are facing a potential conflict of interest or whether others may believe there is the appearance of a conflict of interest. If you are in such a situation, disclose it immediately to your supervisor and submit a formal request to Corporate Compliance for a conflict-of-interest review using the Conflict-of-Interest Review Request Form on the Corporate Compliance intranet site. Personnel and their immediate families may not take any action or enter into any relationship that may create a conflict of interest without the prior review and approval by Element Corporate Compliance in accordance with the Element's conflict of interest review process. This review process is documented by the Corporate Compliance team. If an actual conflict of interest exists, a waiver is required.

d. Waivers of Actual Conflicts of Interest

All actual conflicts of interest require a waiver from Element's Chief Compliance Officer. Waivers of the conflict-of-interest provision of this Code for Element's named executive officers and members of the Board of Directors may only be made by Element's Board of Directors.

e. Examples of Conflicts of Interest

Outside Activities or Business Interests

You may participate in outside activities, including secondary employment, businesses, inventions, and serving on boards, only if they do not present a conflict of interest and you adhere to the rules set out below.

Element generally considers an outside activity to be a conflict of interest if it:

- Is for a company or organization that makes or sells competing products or services to Element or that Element is reasonably anticipated to develop and sell.
- Generates or exposes you to intellectual property that competes with or relates to Element's present or reasonably anticipated business, products, or services.
- Would require you to disclose or use confidential Element information.
- Is the same work you do for Element.
- Arises from your role in Element's business relationship with the organization.

Examples of outside activities and business interests Personnel should avoid include:

- Entering into an employment relationship with a company that competes or does business with Element (or could potentially do so in the future). For example, wanting to supplement income by working the night shift as a manufacturing technician at a theoretical genomics company, this is likely a conflict of interest.
- Maintaining outside directorship, employment, or political office that might appear to - or actually - conflict or compete with responsibilities to Element.
- Maintaining personal, business, or financial relationships with a customer or vendor where the Personnel has control or influence over the company's relationship with that customer or vendor. For example, Personnel should not borrow from or lend personal funds to a customer or vendor of Element.

As to outside activities or business interests that do not pose a conflict of interest, any Personnel who are participating in an outside activity must nevertheless comply with the following rules.

Do not:

- Use any time at work or any Element assets for your outside activity. This includes Element's workspace, phones, computers, Internet access, photocopiers, and any other Element assets or services.
- Use your position at Element to solicit resources or any other benefit for your outside activity, obtain favored treatment, or pressure others to assist you.
- Participate in an activity that could have an adverse effect on your ability to perform your duties at Element.
- Use confidential Element information.

Outside Employment and Inventions

You must submit a request for a conflict-of-interest review to Corporate Compliance before (1) participating in creating inventions or businesses that are in the same area as your work for Element, or that compete with or relate to Element's present or reasonably anticipated business, products, or services, or (2) taking any paid employment outside of Element.

Improper Personal Benefits

Conflicts of interest can arise when you or a member of your family, or someone with whom you have a personal relationship, receives improper personal benefits as a result of your position with Element. To prevent such conflicts, do not solicit or accept any gifts, payments, compensation, loans, guarantees of

personal obligations, or other significant benefits from any person or entity that does business or seeks to do business with Element. This includes, for example, suppliers, consultants, business partners, distributors, and customers. Do not use Element property, information, or the influence of your position at Element for improper personal gain.

Personal Relationships & Promotion of Interests of Family or Friends

Personal relationships in the workplace can present a real or perceived conflict of interest when one individual in the relationship makes or influences employment decisions regarding the other, including performance or compensation. Certain personal relationships (such as a close family or intimate relationship) between you and an employee of a competitor or an entity that does business with Element, may create an actual or perceived conflict of interest.

Significant personal relationships include, but are not limited to, spouses, domestic partners, family members, dating or physical relationships, close friends, and business relationships outside of Element. Element business relationships include, but are not limited to, vendors, customers, suppliers, contractors, temporary agency workers, or similar relationships.

Do not conduct Element business with family members or others with whom you have a significant personal relationship. Do not use your position at Element to obtain favored treatment for yourself, family members, or others with whom you have a personal relationship. This applies to product purchases or sales, investment opportunities, hiring, promoting, selecting contractors or suppliers, and any other business matter.

Examples:

- Conducting company business with, or using position or authority, to influence the company to conduct business with family members.
- Using information developed or learned on the job for personal or familial benefit. This includes the use of company databases, financial information, and/or intellectual property.
- Hiring a spouse or sibling of an existing Personnel for a position in which they supervise, or are supervised by, another relative.

Sharing of Confidential Information

Unauthorized sharing of confidential information or proprietary company-related information with business associates or representatives of other companies.

Board Positions

You may not serve as a director, trustee, officer, or advisory board member without prior approval from Corporate Compliance. Positions in certain organizations like residential boards (i.e., HOAs) and local sports and arts organizations, provided their activities do not conflict with Element's interests, are likely to be quickly approved. A board position that presents a potential or actual conflict of interest is unlikely to be approved. If you would like to serve on a board of directors, please first submit a conflict-of-interest review request to Corporate Compliance.

The rule above relates to serving on a board in your individual capacity. If you have been asked to serve on a board as a representative of Element, you should work with your manager, Corporate Compliance, and any impacted business teams to determine if Element should participate, and whether you are the best person to represent Element on that board. If the position is on a public sector advisory board, work with Corporate Compliance to assess whether your participation would impact Element's ability to interact with that government agency and how to handle public communications about the position.

Business Gifts

A gift (“**Gift**”) is any item or in-kind benefit that is provided as an expression of appreciation or goodwill, without the obligation or expectation of anything in return. This refers to Gifts exchanged in a business context involving current or potential vendors, suppliers, customers, and other business associates of Element. It does not apply to personal gifts exchanged outside of a business context (e.g., with friends or family) or to gifts exchanged solely between Personnel, provided such interactions do not create a conflict of interest or otherwise implicate *Element’s CP208 Code of Conduct* (“**CP208**”) *or CP209 Anti-Corruption Policy* (“**CP209**”). Items that constitute funding or in-kind support provided for business, scientific, or charitable purposes are governed by *CP210 Providing Funding & In-kind Support Policy* (“**CP210**”).

Giving or accepting business gifts can create a real or perceived conflict of interest and can lead to a perception of favoritism and an expectation of reciprocity that could compromise a Personnel’s objectivity, even inadvertently. Any Gifts provided or accepted must comply with all relevant Element policies, as well as all applicable laws and regulations.

Any Gifts provided or accepted must comply with all relevant Element policies, as well as all applicable laws and regulations. Interactions involving healthcare professionals, healthcare organizations, or government officials (each as defined in CP212) are subject to additional restrictions under CP212, and certain transfers of value may be governed by CP210.

Other Conflicts of Interest

The list above serves only to illustrate sources of possible conflicts of interest. If you become aware of any situation that does not feel quite right to you, reach out to the Corporate Compliance team at CorporateCompliance@elembio.com to ask for guidance. Remember, even situations that could be *perceived* to be a conflict of interest are ones that should be reviewed by Corporate Compliance.

f. Bribery and Corruption

At Element, we do not tolerate corruption in connection with any of our business dealings. Anti-bribery and corruption compliance and the mitigation of associated risk are key to our business. Element is committed to conducting business with integrity, following ethical business practices, and adhering to applicable anti-corruption laws throughout the world, including the U.S. Foreign Corrupt Practices Act ("**FCPA**"), the U.K. Bribery Act ("**UKBA**"), China's Anti-Unfair Competition Law ("**AUCL**"), and other anti-corruption laws applicable to the locations where we do business. We continually strive to comply with these laws because how we do things is as important as the mission itself.

These laws prohibit Element, and third-party business partners acting on Element's behalf, from giving anything of value directly or indirectly for the purpose of securing business or to gain improper advantage.

Corruption can take many forms, but most often it occurs through bribery. A bribe is anything of value offered or provided – directly or indirectly - to secure an improper advantage or otherwise inappropriately influence the recipient. This includes any form of funding, sponsorship, research support, discount, or other transfer of value, regardless of how it is structured.

Element prohibits all offers of, or the provision of, bribes, corrupt payments, kickbacks, and other forms of commercial bribery, regardless of whether the intended recipient is a private individual or a Government Official. This prohibition includes "facilitation or expediting of payments" made to a Government Official to expedite the performance of a government action regardless of whether such payments are commonly made in that location.

All payments, benefits, and items of value must be supported by a legitimate business purpose and must not be intended to influence, or appear to influence, a business decision or official action.

Kickbacks are a type of bribery and occur when a person is offered money or something of value in exchange for providing something, such as information, a discount or a favor, to a third party. Kickbacks are not permissible and are strictly prohibited by Element.

Element can be found responsible for bribes, kickbacks, and/or facilitating payments made by third parties in connection with Element's business. Before engaging a third party that will be interacting with the government or public officials on Element's behalf, contact Corporate Compliance to evaluate whether we need to conduct additional due diligence.

g. Ethical Interactions and Transparency

Element's global operations are subject to a range of anti-corruption and anti-bribery laws and regulations. As Element's product line continues to grow and expand beyond research use only purposes, we will operate in even more highly regulated environments.

Interactions with healthcare professionals, healthcare organizations, and government officials (each as those defined in CP212) are subject to complex legal requirements and industry standards, including transparency, anti-gift, and anti-inducement rules. Non-compliance with these requirements could create significant legal, financial, and reputational risk for Element.

Element's Ethical Interactions and Transparency Program is designed to provide clear, practical policies, tools, and resources to support compliant, transparent, and ethical interactions. This program includes policies such as *CP209*, *CP210*, and *CP212*, and helps ensure that all engagements with these parties are aligned with legitimate business purposes and applicable legal and regulatory requirements.

If you have any questions, please contact CorporateCompliance@elembio.com.

h. Competition and Fair-Trade Practices

Element will always deal fairly with customers, suppliers, competitors, and Personnel. Element will never engage in unethical, unfair, or illegal communications with competitors or seek to eliminate or reduce competition through illegal agreements with competitors. Agreements with competitors, our resellers, and suppliers are reviewed carefully to ensure we never take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation, or any other unfair-dealing practice.

You should never:

- Agree with or exchange information with competitors regarding price, policies, contract terms, costs, inventories, marketing plans, capacity plans, or other competitively significant data.
- Agree with competitors to divide or assign sales territories, products, or dedicate customers.
- Agree with resellers on the resale pricing of Element products or services without Legal Department approval. Resellers are free to determine their own resale pricing.
- Violate fair bidding practices, including bidding quiet periods, or provide information to benefit one vendor over other vendors.

i. Insider Information

Non-public information may not be used for personal benefit, including in trading Element stock or the stock of other companies. You are prohibited from trading securities of any company when you possess material, non-public information about that company. It is illegal and against Element policy to give anyone, including friends and family, tips on when to buy or sell securities when aware of material nonpublic information concerning that security. This applies to decisions to buy or sell Element stock or the stock of an Element supplier, manufacturer, vendor, or customer, such as cellular network carriers or other channel partners.

Information is material if it would likely be considered important by an investor who is deciding whether to buy or sell a security, or if the information is likely to have a significant effect on the market price of the security. Both positive and negative information may be considered material. Examples of potential material information include financial results, information about new products or significant features, timing of significant product announcements or new product introductions, news of a pending or proposed acquisition or other corporate transaction, significant changes in sources or availability of supplies, changes in dividend policy, significant product defects or modifications, and significant cybersecurity or other data protection or privacy incidents.

Insider trading laws apply to private companies as well as to public companies, and to transactions with Personnel and Personnel stock plans as well as with third-party shareholders. Element believes that valuations used as a basis for buying shares from Personnel should be current as of the date of purchase. Advisors Element hires to provide third-party valuations as to a company's fair market value are well-qualified and receive all material information, particularly information about offers received from third parties for the purchase of the company or its shares. Element pays the same amount to all shareholders from whom shares are purchased at about the same time, unless specific factors require otherwise. All documentation related to Personnel stock plans are truthful in all material respects.

Element does not comment publicly on acquisition rumors.

If you have any questions, please review Element's *CP 203 Insider Trading Policy ("CP203")* and contact the policy owners listed there.

j. Privacy

We are responsible for protecting and maintaining the confidentiality of any Personal Data entrusted to us. "**Personal Data**" means any information that identifies or relates to a particular individual Personal Data is also sometimes referred to as "personally identifiable information" or "personal information" under applicable data privacy laws, rules or regulations. Examples include name, home or work email address, physical address, IP address, phone number, etc.

Element complies with all applicable privacy and data protection laws, as well as any agreements between Element and our customers and business partners regarding the handling of specific information. Employees are required to follow all Element policies related to the collection, use, transfer, storage, or disposal of personal information. Remember also to comply with Element's *CP206 Personnel Privacy Policy ("**CP206**")*, *CP205 Privacy Notice* ("**CP205**"), *CP201 Data Retention Policy* ("**CP201**") and to only share personal information with others at Element or third parties in accordance with Element policies.

Element handles all said data keeping in mind three foundational principles:

Privacy & Security by Design
We believe in privacy and security by design such that privacy and security are not bolted on as an add-on, after the fact. Privacy and security are embedded in our systems, processes, policies, procedures, and our culture. We aim to anticipate and prevent privacy invasive events before they happen.

Responsive & Transparent
We believe in being clear and open about our privacy practices, policies, developments, and the details of any processing that takes place. We publicly specify why we collect Personal Data and how it is processed. Our Privacy team is ready to respond to all individual privacy requests and rights afforded by law.

Accountable
We actively implement measures, records, and processes to demonstrate our compliance with data processing principles and all applicable date protections laws.

k. About Private Employee Information

While limited personal use of Element assets is allowed, Element may monitor equipment and systems. You should not have any expectation about the privacy of content or personal information on Element systems or networks, including VPN.

Remember, you should never share a coworker or prospective employee's personal information. This includes information regarding their employment history, personal contact information, compensation, health information, or performance and disciplinary matters.

Understand that subject to local laws and regulations and in accordance with Element's review process, we may do any of the following when Personnel access Element's network or systems, or use any device, regardless of ownership, to conduct Element business:

- Access, search, monitor, and archive all data and messages sent, accessed, viewed, or stored.
- Conduct physical, video, or electronic surveillance, search your workspace (e.g., file cabinets, desk drawers, and offices, even if locked), review phone records, or search any non-Element property (e.g,. backpacks, handbags) while on company premises.
- Disclose to law enforcement, without prior notice, any information discovered during a search that may indicate unlawful behavior.

Please see CP206 to learn more about how Element protects the personal data of all personnel.

l. Government Interactions

We are committed to dealing with governments, governmental agencies, and public officials according to the highest ethical standards and in compliance with all applicable laws. Any lobbying activity, political, or government contacts on behalf of the Company must be coordinated with Corporate Compliance. Remember to obtain prior approval of the Corporate Compliance department before committing Element to any corporate political spending, including donating products, services, transportation or facilities to politicians or political organizations. Never make a political or charitable contribution with the intent to improperly influence someone or gain inappropriate advantages for Element.

m. Participating in the Political Process

Element respects the rights of individuals to voluntarily participate in the political process; however, you must always make it clear that your views and actions are your own and not those of Element. Holding or campaigning for political office must not create, or appear to create, a conflict of interest with your duties at Element or any endorsement by Element. Remember not to use Element resources to support your personal choice of political parties, causes, or candidates. Also, never pressure a co-worker to contribute to, support, or oppose any political candidate, party, or political effort.

n. Governments as Customers

Governments are unique customers. They often have unique bidding, pricing, disclosure, and certification requirements. When dealing with government customers, make sure to partner closely with Element's Legal Department so they can ensure Element follows all applicable rules and regulations.

o. Hiring Government Employees

Laws often limit the duties and types of services that former government, military, or other public sector employees may perform as employees or consultants of Element, especially in regard to matters they were involved in while with the government. Employment negotiations with government employees may be subject to legal restrictions and disclosure requirements, particularly if the government employee is involved in a matter involving Element's interests. Contact the Legal Department before entering such negotiations. You may never hire any individual in exchange for securing or retaining business or securing

an improper advantage. We also prohibit hiring preference being given to anyone in return for special treatment of any kind.

p. Product Quality

Element has legal and ethical obligations to ensure that our products meet all applicable quality standards from design, through the supply chain process, to production. We will do everything we can to ensure that our products meet all applicable internal and external requirements. We do this by maintaining the effectiveness of our quality management system and immediately responding to any questions about Element product quality. Questions or concerns about Element product quality should be immediately reported to support@elembio.com.

q. Working with Suppliers

Element proactively seeks out vendors and suppliers who share our commitment to satisfying all legal and ethical obligations. We expect our suppliers to operate in a manner consistent with our *Supplier Business Conduct Policy* and conduct their business ethically, honestly, and in full compliance with applicable laws and regulations.

r. Money Laundering

Money laundering occurs when individuals or organizations try to conceal illicit funds or make those funds look legitimate. Money laundering is illegal and strictly prohibited by Element. In certain countries, we are required to report suspicious activity. If you notice activity commonly associated with money laundering while you are working with a customer or vendor, immediately report it via our Compliance & Ethics webform or to CorporateCompliance@elembio.com. The following are examples of activity that indicate possible money laundering:

- Attempts to make large payments in cash.
- Payments by someone who is not a party to the contract.
- Requests to pay more than provided for in the contract.
- Payments made in currencies other than those specified in the contract.
- Payments from an unusual, nonbusiness account.
- Transactions forming an unusual pattern such as bulk purchases of products or gift cards or repetitive cash payments.

s. Marketing and Sales Claims

Element is committed to ensuring our marketing and sales claims are truthful and accurate. All advertising and promotional materials must comply with Element's advertising and promotional policies, processes, and required reviews. We promote our products and services only for their intended and approved uses. We will not make any misleading statements or omissions about our products or services, nor will we make false or illegal claims about or comparisons to the products or services of a competitor. All information we provide to our customers about our products must be consistent with our terms and conditions and with all applicable legal and regulatory requirements.

t. Using Business Intelligence

Gathering information about customers, competitors, and markets in which we operate is a common business practice, but Element will always do so with integrity. We may generally obtain information from public sources, surveys, and competitive research. We do not seek business intelligence by illegal or unethical means. It is never appropriate to engage in theft, espionage, or breach of a non-disclosure agreement. If you obtain confidential, nonpublic information that relates to a competitor accidentally or provided by unknown sources, it may be unethical to use the information. If this happens to you, immediately contact your manager and Corporate Compliance.

u. Import and Export Controls

Many countries periodically impose restrictions on imports, exports, and other dealings with certain countries, persons, or groups. These can include the trading of commodities or technologies, travel to or from a sanctioned country, and investments. Certain laws also prohibit support of boycott activities. If your work involves the sale or shipment of products, technologies, or services across international borders, you must follow established company trade compliance policies and procedures. For new, non-routine, or one-off transactions not covered by established processes, consult with the Legal Department before proceeding.

IV. Protecting Element

a. Protecting Element Assets

We each play a key role in protecting Element assets. This includes Element's proprietary information (such as intellectual property, confidential business plans, unannounced product plans, sales and marketing strategies, and other trade secrets) as well as physical assets such as cash, equipment, supplies, applications, and product inventory. Element assets and information should only be used for Element's legitimate business purposes. Remember, information created, accessed, transmitted, or stored using Element provided technology resources, such as email messages, computer files, or telephone messages, are Element resources and assets.

One of our greatest assets is information about our products and services, including future product offerings. Each of us has a duty to protect Element's confidential information. Never disclose confidential, or proprietary information without verifying with your manager whether such disclosure is appropriate. Regardless of whether information is specifically marked as confidential, it is everyone's responsibility to keep confidential information in confidence. You must not use, reveal, or divulge any such information unless it is necessary for you to do so in the performance of your duties (or except as otherwise allowed, if at all, by applicable law) and is in accordance with this Code of Conduct and other Element policies.

Confidential or proprietary information includes, but is not limited to, business plans, strategies, trade secrets, budgets, projections, forecasts, financial and operating information, business contracts, databases, financial and account numbers, HIPAA protected medical information, customer and vendor information, advertising and marketing plans, proposals, training materials and methods, and other information not available to the public. It also includes confidential information we receive from our customers, vendors, and/or partners during the course of business.

We are very selective when disclosing this type of information to vendors, suppliers, or other third parties, and only do so once a non-disclosure agreement is in place. Even within Element, confidential information should only be shared on a need-to-know basis. Avoid discussion of confidential information in public areas and do not share company information with market research firms. The obligation to preserve Element's confidential information is ongoing and extends even after employment ends. The Proprietary Information and Inventions Agreement (PIIA) and Non-Disclosure Agreement that you signed when you joined Element outlines your duty to protect our information.

- Watch what you say. Being aware of where you are, who is around you, and what they might see or overhear is an important way we all protect Element's secrets.
- Protect our assets. Keep track of the assets and information Element has entrusted to you, and prevent loss, misuse, waste, or theft.
- Be especially careful with removeable and portable devices such as USB devices, laptop computers, and phones.
- Set an example. Model behavior that protects our assets and information at all times.
- Report any suspicions you have regarding theft, embezzlement, misuse, or misappropriation of any Element property immediately.

b. Non-Disclosure Agreements

When there is a business need to share confidential information with a supplier, vendor, or other third party, never volunteer more than what is necessary to address the business at hand. Any confidential information shared outside Element must be covered by a non-disclosure agreement (NDA) prior to disclosure. You can request an NDA using the webform on the Legal Department intranet site.

c. Written Agreements

Element formally documents all terms and conditions of the agreements into which it enters. Contractual terms and conditions define Element's rights, obligations, liabilities, and accounting treatments. We do not accept business commitments outside of the formal contracting process managed by Legal. Side deals, side letters, or other informal documentation created by Personnel without Legal Department oversight are impermissible. You should not make any oral or written commitments that create a new agreement or modify an existing agreement without securing approval through the formal contracting process.

d. The Element Identity and Trademarks

The Element name, names of products, names of services, and logos collectively create the Element identity. Review the Patent and Trademark list located on the Legal Department intranet site and the *CP202 Trade Secrets Policy* ("**CP202**") located in the Corporate Policy Library before publicly using any of these assets to learn how to properly do so. You should also check with the Legal Department before using the product names, service names, taglines, or logos of any third parties.

e. Third-Party Intellectual Property

Element respects third-party intellectual property. Never use the intellectual property of any third party without permission or legal right. If you are told or suspect that Element may be infringing on third-party intellectual property, including patents, copyrights, trademarks, or trade secrets, contact the Legal Department immediately.

f. Copyright-Protected Content

Never use or copy software, music, videos, publications, or other copyright-protected content at work or for business purposes unless you or Element are legally permitted to use or make copies of the protected content. If you need to use, for example, an image or audio for business purposes, ensure Element has acquired the license rights to do so in advance. Contact the Legal department with any questions. You should likewise never use Element facilities or equipment to make or store unauthorized copies. For more information about personal content on Element owned devices, see the *CP400 Information Systems Security Policy* ("**CP400**")

g. Inventions, Patents, and Copyrights

Element has a robust patent program that protects innovations related to our current or future products and services. You should submit your invention disclosure to the Element Patent team well before you share an invention outside of Element, even if under an NDA, because doing so may compromise Element's patent rights.

You may pursue, for your own personal ownership, inventions that (a) are not developed using Element equipment, supplies, facilities, or proprietary information; (b) did not result from and were not suggested by work performed by you or Element or through use of Element proprietary information; and (c) are not related to Element's current or anticipated business, products, research or development.

Be alert to possible infringement of Element's patents and notify the Legal Department of any possible infringements. If you create original material for Element that requires copyright protection, such as

software, place Element's copyright notice on the work and reach out to the Legal Department. For more information, see the *CP202*.

h. Technical or Regulatory Standards

You must obtain management and Legal Department approval before participating in any activities related to technical or regulatory standards. This includes joining a standards organization or working group or participating in development of technical or regulatory standards. Examples of technical or regulatory standards groups include, but are not limited to, the ISO Council, the Cal/Occupational Safety & Health Standards Board, MedTech, and AdvaMed.

i. Open Source Software

Open source software is usually collectively developed software with its source code made available under an open source license. Before using, modifying, or distributing any open-source software for Element infrastructure, or as part of an Element product or service development effort, you must receive management and Legal approval.

V. Reports and Records

a. Accuracy of Records and Reports

Accurate and honest records are critical to meeting our legal, financial, and management obligations. You should ensure that all records and reports, including timecards, customer information, technical and product information, correspondence, and public communications are comprehensive, fair, accurate, timely, and understandable. All financial records must conform both to generally accepted accounting principles and to the Company's systems of internal controls. Do not misstate facts, omit critical information, or modify records or reports in any way to mislead others, and never assist others in doing so. Intentional manipulation of Element records is a form of fraud.

You are also responsible for observing all policies and procedures regarding business expenses, including meal and travel expenses, and for submitting accurate expense reimbursement reports. Guidelines on daily meal expenses vary worldwide. For more information, see the CP300 *Travel and Expense Reimbursement Policy ("**CP300**")*.

Report known or suspected fraudulent, illegal, or unethical activities to Corporate Compliance. This includes for example, misapplication or theft of funds, impropriety with respect to reporting financial transactions, forgery or alteration of documents, misuse of Element confidential information.

b. Records and Information Management

Element owns all records and information in any form, such as electronic or paper, that is created or received in the course of doing Element's business. Records are a type of information that must be kept because the information meets certain criteria, and are identified in the *CP201*. Examples include corporate tax documents, financial statements, design documents, and personnel records.

Personnel are responsible for managing and protecting information and records in accordance with CP201. Privacy laws may dictate how long these records can be retained. At times, Element will need to retain records and information beyond the normal retention period for legal reasons or audits. If you have records and information that are categorized as under a "legal hold," you should not alter, destroy, or delete them in any way. The Legal Department will notify you of any legal holds you may be subjected to and what is required.

VI. Communications

a. Speaking Engagements

All public or outside speaking engagements that (i) relate to Element's business or products, (ii) that could or would identify you as an Element employee, or (iii) that could be viewed as attributed to or endorsed by Element, must be pre-approved by your manager and Corporate Communications. If your request is approved, you may not request or accept any form of personal compensation from the organization that requested your participation, but you may accept reasonable reimbursement for incurred expenses consistent with this Code and CP209.

b. Press Inquiries

All inquiries from the media, industry, or financial analyst community must be referred to Corporate Communications. Do not give media interviews or attend meetings with the investment community, unless specifically authorized to do so by Element executive leadership. In the event you are at a conference, your interactions with investors must be limited to answering product or technology-related questions. Immediately notify Corporate Communications at media@elembio.com if you know about any information in the press that misrepresents Element or contains inaccurate information.

c. Publishing Articles

If you want to contribute an article or other type of submission to a publication or blog on a topic that relates to Element's business or products or could be seen as a conflict of interest, you must first request approval from Corporate Communications by submitting a Conflict-of-Interest Review Request Form (located on the Corporate Compliance intranet site).

d. Endorsements

You should never endorse a product or service of another business or individual in your role as Personnel, unless the endorsement has been approved by your manager and Corporate Communications.

e. Social Media

For purposes of this Code, "**Social Media Activity**" includes all types of posts and other communications on the Internet, including but not limited to, posts on social networking sites (such as Facebook, LinkedIn, and Tumblr); blogs and other online journals and diaries; bulletin boards and chat rooms; microblogs such as Twitter; and posts of video or audio on media-sharing sites, such as YouTube or Instagram.

Element values its established brand reputation and goodwill relationships. These are important corporate assets. When you engage in social media activity that identifies you as an Element employee, or in any way relates to Element, you should bear that in mind and follow the guidelines listed below:

- To ensure that Element communicates with the media in a consistent, timely and professional manner about matters related to Element, you should speak to Corporate Communications before responding to any inquiry from a journalist or the news media.
- Unless you have received prior authorization from Human Resources, you should not represent or suggest in any social media content that you are authorized to speak on Element's behalf, or that Element has reviewed or approved your content. If that will not be obvious from the content or context, you should specifically state, "The views expressed in this post are my own. They have not been reviewed or approved by Element." (Even with such a disclaimer, the remainder of these policies remain applicable.)
- The Federal Trade Commission requires that endorsements be truthful and not deceptive. If your social media activity endorses Element's products or services, you must disclose your name and position with Element when doing so.

- You should not post content about Element, management, co-workers, vendors, customers, or competitors that is vulgar, obscene, threatening, intimidating, defamatory, harassing, or in violation of Element's policies.
- Your social media activity is subject to all pertinent Element policies, including, but not limited to the Ethics Code, Standards of Conduct, Non-Disclosure Agreement, Policy Against Harassment, Equal Employment Opportunity, and other personal conduct policies.
- You should not make knowingly false statements about Element's products or services, or the products or services of its vendors or competitors.
- You should not use Element's logo, trademark, or proprietary graphics in a way which suggests that you are representing Element or while engaging in conduct that violates Element policy.
- You should consider using available privacy filters or settings to block any overly personal information about you from co-workers, customers, vendors, or competitors who may have access to your social media activity.
- Managers should avoid situations that may compromise their ability to lead or make objective management decisions or that might undermine the culture within the location(s); keep this in mind when making or responding to friend requests. Any Personnel may reject a friend request from any other Personnel without fear of retaliation.
- Personnel may not use Element-sponsored sites to solicit for or promote personal businesses or any organization, including but not limited to outside business ventures, charities, political campaigns, religious groups, or other membership organizations.
- Personnel may not use their Element email address to register for any social media account or site, or as an identifier needed to participate in any social media activity, except to engage in social media activity authorized by Element and for Element's business purposes. Employees may reference Element as their employer and include business contact information on social and professional networking sites only, such as LinkedIn and Facebook.
- You should not disclose any of Element's confidential business information.

Element has the right to request, in its sole and absolute discretion, that Personnel confine their social media activity to matters unrelated to Element if it determines this is necessary to ensure compliance with securities regulations or other laws. Provisions of this Code are not intended to interfere with the rights of employees under the National Labor Relations Act and applicable law. Please also see Element's *Public Communications & Social Media Policy* to learn more.

VII. Related Policies

Please see Element's internal Corporate Policy Library located on the Legal Department's intranet site.