

# Code of Ethics and Business Conduct

## [ Statement of Our Core Values ]

- ***Company Vision***

To become the world leader in customer-centered healthcare by supplying world-class products and services.

- ***Mission***

Provides available, accessible, and affordable healthcare products and services with the highest satisfaction for the world.

## **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 Access Bio? Will it help create a working environment in which Access Bio 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.

## **Respect the Individual**

We all deserve to work in an environment where we are treated with dignity and respect. Access Bio 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 to waste.

Access Bio is committed to providing equal employment opportunities and a workplace that is free of discrimination all types of abusive, offensive or harassing behavior, and retaliation. Any employee who feels harassed, or discriminated or retaliated against, should report the incident to his or her manager or to Human Resources.

All Access Bio employees are also expected to support an inclusive workplace by adhering to the following conduct standards:

- Treat others with dignity and respect at all times.
- Address and report inappropriate behavior and comments that are discriminatory, harassing, abusive, offensive or unwelcome.

- Foster teamwork and employee participation by encouraging the representation of different employee perspectives.
- Seek out insights from employees with different experiences, perspectives and backgrounds.
- Avoid slang or jargon in the workplace
- Support flexible work arrangements for co-workers with different needs, abilities and/or obligations, consistent with the needs of the business.
- Confront the decisions or behaviors of others that are based on conscious or unconscious biases.
- Be open-minded and listen when given constructive feedback regarding others' perceptions of your conduct.

Access Bio will not tolerate discrimination or harassment based on membership in any protected category, or any behavior or language that is abusive, offensive or unwelcome.

## **Create a Culture of Open and Honest Communication**

At Access Bio, everyone should feel comfortable reporting ethics concerns. Managers have a responsibility to create an open and supportive environment where employees feel comfortable raising such questions. We all benefit tremendously when employees exercise their power to prevent mistakes or wrongdoing by asking the right questions at the right times.

Access Bio 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 prompt and appropriate action. We will not tolerate retaliation against employees who raise genuine ethics concerns in good faith.

For your information, Access Bio's whistleblower policy is as follows:

### **▪ Reporting Violations of this Policy or other Legal and Ethical Issues**

Employees who believe they have been subject to conduct that violates this policy or have information about or have witnessed any potential violation of this policy, should bring the matter immediately to their immediate supervisor **and** Human Resources Department, or any other member of management. Supervisors and other members of management must notify such violation(s) to Human Resources Department. Additionally, any employee in a supervisory or managerial role is obligated to contact one of the above-named individuals if they are aware of a complaint or potential conduct that violates this policy, even if it is outside the scope of their immediate department.

All employees are encouraged to report potential problems or concerns whenever they arise. In addition, all employees have a responsibility to immediately report any business conduct that potentially raises a legal or ethical issue or if they believe someone is being treated or behaving in a manner inconsistent with Access Bio's policies. All such concerns should be brought to the attention of their immediate supervisor **and** Human Resources Department, or a member of management. Supervisors and other members of management must notify such problem(s) and concern(s) to Human Resources Department.

### **▪ Investigatory Process**

Access Bio takes matters of discrimination and harassment very seriously and will conduct a prompt investigation of all complaints appropriate to the circumstances. All employees must cooperate fully in an investigation if asked. Every effort will be made to ensure confidentiality is maintained to the best extent possible while conducting a complete investigation. Individuals who are determined to have violated this policy, or who refuse to cooperate in an investigation, will be subject to disciplinary action, up to and including termination of employment. Access Bio also reserves the right to require counseling, training and/or monitoring as a condition of continued employment even where a violation is not found. If Access Bio determines that an employee's complaint is based upon intentionally falsified information, appropriate disciplinary action may be taken.

- **Retaliation Prohibited**

Access Bio will not tolerate any retaliation against an employee for making a complaint of harassment or discrimination or for bringing inappropriate conduct to Access Bio's attention or for participating in an investigation of an alleged violation. Individuals found to have engaged in retaliation will be subject to disciplinary action, up to and including termination of employment. Any suspected retaliation or intimidation should be reported immediately to Human Resources Department.

Employees are encouraged, in the first instance, to address such issues with their managers or the Human Resources manager, as most problems can be resolved swiftly.

## **Set Tone at the Top**

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. Again, ultimately, our actions are what matters.

To make our Code work, managers 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 Access Bio, we want the ethics dialogue to become a natural part of daily work.

## **Uphold the Law**

Access Bio's commitment to integrity begins with complying with laws, rules and regulations where we do business. Further, each of us must have an understanding of the company policies, laws, rules and regulations that apply to our specific roles. If we are unsure of whether a contemplated action is permitted by law or Access Bio 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.

## **Competition**

We are dedicated to ethical, fair and vigorous competition. We will sell Access Bio products and services based on their merit, superior quality, functionality and competitive pricing. We will make independent pricing and marketing decisions and will not improperly cooperate or coordinate our activities with our competitors. We will not offer or solicit improper payments or gratuities in connection with the purchase of goods or services for Access Bio or the sales of its products or services, nor will we engage or assist in unlawful boycotts of particular customers.

### **Proprietary Information**

It is important that we respect the property rights of others. We will not seek to acquire a competitor's trade secrets or other proprietary or confidential information. We will not engage in unauthorized use, copying, distribution or alteration of software or other intellectual property.

### **Selective Disclosure**

We will not selectively disclose (whether in one-on-one or small discussions, meetings, presentations, proposals or otherwise) any material nonpublic information with respect to Access Bio, its securities, business operations, plans, financial condition, results of operations or any development plan. We should be particularly vigilant when making presentations or proposals to customers to ensure that our presentations do not contain material nonpublic information.

### **Health and Safety**

The health and safety of employees and others on Access Bio property are of critical concern to Access Bio. Access Bio complies with all health and safety laws applicable to our business. To this end, we expect that our employees keep work areas safe and free of hazardous conditions. Employees must be conscientious about workplace safety, including proper operating methods, and recognize dangerous conditions or hazards. Any unsafe conditions or potential hazards must be reported to management and Human Resources Department immediately, even if the problem appears to be corrected. Any suspicion of a concealed danger present on Access Bio's premises, or in a product, facility, piece of equipment, process or business practice for which Access Bio is responsible should also be brought to the attention of management immediately.

### **Avoid Conflicts of Interest**

- ***Conflicts of Interest***

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 Access Bio may conflict with our own personal or family interests. We owe a duty to Access Bio to advance its legitimate interests when the opportunity to do so arises. We must never use Access Bio property or information for

personal gain or personally take for ourselves any opportunity that is discovered through our position with Access Bio.

It is not possible to give an exhaustive list of situations that might involve violations of this policy. However, the situations that would constitute a conflict in most cases include but are not limited to:

1. Holding an interest in or accepting free or discounted goods from any organization that does, or is seeking to do, business with Company, by any employee who is in a position to directly or indirectly influence either Company's decision to do business, or the terms upon which business would be done with such organization.
2. Holding any interest in an organization that competes with Company.
3. Being employed by (including as a consultant) or serving on the board of any organization which does, or is seeking to do, business with Company or which competes with Company.
4. Profiting personally, e.g., through commissions, loans, expense reimbursements or other payments, from any organization seeking to do business with Company.

A conflict of interest would also exist when a member of an employee's immediate family is involved in situations such as those above.

Determining whether a conflict of interest exists is not always easy to do. Employees with a conflict of interest question should seek advice from management. Before engaging in any activity, transaction or relationship that might give rise to a conflict of interest, employees must seek review from their managers or the Human Resources department.

- **Gifts, Gratuities and Business Courtesies**

Access Bio is committed to competing solely on the merit of our products and services. We should avoid any actions that create a perception that favorable treatment of outside entities by Access Bio 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 Access Bio 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 Access Bio or customers, or would cause embarrassment or reflect negatively on Access Bio's reputation.

- **Accepting Business Courtesies**

Most business courtesies offered to us in the course of our employment are offered because of our positions at Access Bio. We should not feel any entitlement to accept and keep a business courtesy. Although we may not use our position at Access Bio to obtain business courtesies, and we must never ask for them, we may accept unsolicited business courtesies that promote successful working relationships and good will with the organizations with which Access Bio maintains or may establish a business relationship.

Employees who award contracts, influence the allocation of business, create specifications that result in the placement of business, or who participate in negotiation of contracts must be particularly careful to avoid actions that create the appearance of favoritism or that may adversely affect the company's reputation for impartiality and fair dealing. The prudent course is

to refuse a courtesy from a supplier when Access Bio is involved in choosing or reconfirming a supplier or under circumstances that would create an impression that offering courtesies is the way to obtain Access Bio business.

- **Meals, Refreshments and Entertainment**

We may accept occasional meals, refreshments, entertainment and similar business courtesies that are shared with the person who has offered to pay for the meal or entertainment, provided that:

- They are not inappropriately lavish or excessive.
- The courtesies are not frequent and do not reflect a pattern of frequent acceptance of courtesies from the same person or entity.
- The courtesy does not create the appearance of an attempt to influence business decisions, such as accepting courtesies or entertainment from a supplier whose contract is expiring in the near future.
- The employee accepting the business courtesy would not feel uncomfortable discussing the courtesy with his or her manager or co-worker or having the courtesies known by the public.

- **Gifts**

Employees may accept unsolicited gifts, other than money, that conform to the reasonable ethical practices of the marketplace, including:

- Flowers, fruit baskets and other modest presents that commemorate a special occasion.
- Gifts of nominal value, such as calendars, pens, mugs, caps and t-shirts (or other novelty, advertising or promotional items).

Generally, employees may not accept compensation, honoraria or money of any amount from entities with whom Access Bio does or may do business. Tangible gifts (including tickets to a sporting or entertainment event) that have a market value greater than \$100 may not be accepted unless approval is obtained from management.

Employees with questions about accepting gifts should talk to their managers or the Human Resources department before accepting gifts.

- **Offering Business Courtesies**

Any employee who offers a business courtesy must ensure that it cannot reasonably be interpreted as an attempt to gain an unfair business advantage or otherwise reflect negatively upon Access Bio. An employee may never use personal funds or resources to do something that cannot be done with Access Bio resources. Accounting for business courtesies must be done in accordance with approved company procedures.

Other than to our government customers, for whom special rules apply, we may provide nonmonetary gifts (i.e., company logo apparel or similar promotional items) to our customers. Further, management may approve other courtesies, including meals, refreshments or entertainment of reasonable value, provided that:

- The practice does not violate any law or regulation or the standards of conduct of the recipient's organization.
- The business courtesy is consistent with industry practice, is infrequent in nature and is not lavish.
- The business courtesy is properly reflected on the books and records of Access Bio.

## **Set Metrics and Report Results Accurately**

### **▪ 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 Human Resources 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.

### **▪ Corporate Recordkeeping**

We create, retain and dispose of our company records as part of our normal course of business in compliance with all Access Bio 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 Access Bio's and other applicable accounting principles.

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

### **▪ Promote Substance Over Form**

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 Access Bio, we must have the courage to tackle the tough decisions and make difficult choices, secure in the knowledge that Access Bio 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.

Although Access Bio's 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.

- **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 Human Resources department.

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

## **Be Loyal**

- **Confidential and Proprietary Information**

Integral to Access Bio's business success is our protection of confidential Company information, as well as nonpublic information entrusted to us by employees, customers and other business partners. Confidential and proprietary information includes such things as pricing and financial data, customer names/addresses or nonpublic information about other companies, including current or potential suppliers and vendors. We will not disclose confidential nonpublic information without a valid business purpose and proper authorization.

- **Use of Company Resources**

Company resources, including time, material, equipment and information, are provided for Company business use. Nonetheless, occasional personal use is permissible as long as it does not affect job performance or cause a disruption to the workplace.

Employees and those who represent Access Bio are trusted to behave responsibly and use good judgment to conserve company resources. Managers are responsible for the resources assigned to their departments and are empowered to resolve issues concerning their proper use.

Generally, we will not use company equipment such as computers, copiers and fax machines in the conduct of an outside business or in support of any religious, political or other outside daily activity, except for Company-requested support to nonprofit organizations. We will not solicit contributions nor distribute non-work related materials during work hours.

In order to protect the interests of the Access Bio network and our fellow employees, Access Bio reserves the right to monitor or review all data and information contained on an employee's company-issued computer or electronic device, the use of the Internet or Access Bio's intranet. We will not tolerate the use of company resources to create, access, store, print, solicit or send any materials that are harassing, threatening, abusive, sexually explicit or otherwise offensive or inappropriate.

Questions about the proper use of company resources should be directed to your manager.

- **Media Inquiries**

All media inquiries regarding the position of Access Bio as to any issues must be referred to the Chief Executive Officer ("CEO"). Only the CEO is authorized to make or approve public statements on behalf of Access Bio. No employees, unless specifically designated by the CEO,



are authorized to make those statements on behalf of Access Bio. Any employee wishing to write and/or publish an article, paper, or other publication on behalf of Access Bio must first obtain approval from the CEO.