



**AsedaSciences®**  
**Code of Conduct**

## **Introduction**

At AsedaSciences<sup>®</sup>, we believe that all of our stakeholders are entitled to know about our business practices.

AsedaSciences AG and its directly or indirectly controlled subsidiaries (the "Company") strives through the efforts of its employees to build a reputation of being a trusted company that conducts its business with integrity and in compliance with the laws and regulations under which we operate.

This Code of Conduct (hereafter, "the Code") provides guidance for ethical business conduct in a number of areas to which the Company expects all of its employees to comply. AsedaSciences' Board of Directors and executive management have approved the Code and both comply with and fully support the Code in the execution of their respective duties. All directors, officers and employees are expected to understand, comply with and implement the Code in their day-to-day business activities. Each AsedaSciences' local operating entity will ensure that all employees read, understand and adhere to the Code.

This Code of Conduct is dated 1 May 2014. It may be updated from time to time. The Code is available to the public and can be accessed at [www.asedasciences.com](http://www.asedasciences.com).

## **Anti-Corruption**

AsedaSciences will not provide, offer or promise any bribe, directly or indirectly, to any individuals whether (foreign) government officials or private sector employees, in order to influence them to obtain or retain a business advantage. Bribes include, but are not limited to, money or money equivalents, goods, gifts or any other items of value. Small payments to facilitate quicker administrative procedures ('facilitating payments') are also included. We will endeavour to drive compliance to the Code with those who act on our behalf.

AsedaSciences persuades through pricing, performance, quality and suitability of its products and services. No personal advantages may be requested, assumed, offered or granted in return for preferential treatment in connection with the negotiation, placement or execution of an order. As a rule, no personal advantages may be offered or granted and no gifts or hospitality shall be granted or accepted if AsedaSciences' interests are harmed or if the professional impartiality of an employee could be placed at risk, whether in actuality or appearance. Exceptions regarding gifts or hospitality apply only with generally customary occasional or advertising gifts and with gifts which correspond to custom and politeness in a country.

AsedaSciences complies with all applicable laws and regulations regarding international trade controls.

### **Discrimination**

AsedaSciences® does not tolerate discrimination based on a person's race, colour, religion, origin, disability, age, gender, sexual orientation, union membership, political affiliation or any other legally protected status. Laws and regulations governing the equality of men and women shall be observed. We will not engage in any behaviour that could create a hostile work environment. AsedaSciences also abides by laws including those prohibiting child or forced labour. In places where there is no such law, we do not condone child labour or forced labour.

### **Conflicts of Interest**

Conflicts of Interest include, but are not limited to, relationships with vendors and customers, hospitality and gifts from third parties, preferential treatment of employees through personal relationships and material conflicting interests with potential vendors or customers.

### **Proprietary Information**

All data and information, whether electronic, hardcopy or verbal, and regardless of whether it is related to internal or external issues, shall be handled confidentially and, where applicable, stored in a secure environment. Confidentiality agreements must be signed in advance with third parties if the exchange of proprietary information is unavoidable as part of any negotiation or interaction. Proprietary information includes, but is not limited to, trade secrets, business or technical information, intellectual property rights, patents, know-how, designs, copyrights and trademarks.

AsedaSciences complies with all laws and regulations regarding the privacy of individuals' personal information.

### **Fair Competition**

AsedaSciences supports fair and vigorous competition and expects all employees to comply with all applicable anti-trust and competition laws.

No confidential information, either AsedaSciences' or that of third parties, shall be exchanged or obtained in an unethical manner. This requirement includes prices/pending price changes and customer/vendor relationships in discussions with competitors. Limited exceptions apply if information is disclosed within the scope of a particular project (e.g., collaboration/acquisition/establishment of a joint venture, etc.), and only after a confidentiality agreement has been signed.

### **Service Quality**

Quality is a core consideration for AsedaSciences. Every stage of our service will be conducted in accordance with all applicable internal and external standards, laws and regulations regarding quality including relevant Good Laboratory Practices. We will also comply with all applicable laws and regulations regarding advertising and promotion and will conduct these activities in an ethical manner.

### **Safety and Environmental Protection**

AsedaSciences® follows all applicable internal and external safety and environmental laws and regulations.

### **Communications and Disclosures**

All Company communications, regardless of channel, will be fair, accurate, timely and appropriately authorized.

### **Insider Law**

AsedaSciences will comply with all laws and regulations regarding insider trading of securities. Insider information is any non-public information that could have a material influence on investor's decisions to sell or buy securities. Examples include, but are not limited to, proposed mergers or acquisitions, strategic alliances, financial results, new products, results of clinical trials or research and development and repurchases of shares.

### **Company Records**

AsedaSciences will comply with all applicable laws, regulations, internal policies and procedures, generally accepted accounting principles and disclosure requirements with regard to financial records and statements. We will maintain adequate internal controls to ensure transactions are recorded in a timely and accurate manner and are free from intentional or unintentional error.

### **Reporting Concerns**

AsedaSciences will not tolerate violations of the Code. Suspected non-compliance or imminent non-compliance with the Code should be reported as soon as possible. AsedaSciences will conduct a prompt investigation of any alleged violation. AsedaSciences prohibits any form of retaliatory action against any of its employees who report a violation of the Code in good faith and their identity will be treated anonymously. This protection also extends to anyone giving information in relation to an investigation.

If a potential violation of the Code is suspected, the person reporting should direct their concerns to one of the following through the "Contact Us" link at [www.asedasciences.com](http://www.asedasciences.com).

- President and Co-founder
- AsedaSciences' Board of Directors

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