

## The Myriamed Code of Conduct

*Note: In keeping with the spirit of the original German text, this translation employs the terms “they” and “their” (sometimes in the singular) to avoid using gender-specific pronouns such as “he”, “she”, “his” or “her”.*

### **Our corporate motto**

We work with people to preserve human health. This means that values such as openness, transparency, and every individual’s ethical and responsible behaviour in compliance with the law will always play a significant role in achieving our goals.

Our company, the biotech enterprise Myriamed GmbH, is active in various areas of drug development and its fundamentals. Our stem-cell-based organoid and cell models provide essential insights to help develop therapies and medicinal products for various disease models. Our focus is on cardiovascular diseases. In the future, however, our procedures will help treat other diseases more successfully with new therapies.

The Myriamed Code of Conduct defines basic rules and principles, which we wish to guarantee to implement today and in the future. The Code provides an orientational framework for everyone in the company that makes it possible to adapt behaviour following our principles. In case of doubt, employees are encouraged to engage in dialogue with their immediate supervisor or management. Misconduct by individuals may cause immense damage, above all to our reputation. Consequently, we ask every colleague to carefully internalise this Code of Conduct and use it as a foundation for their daily behaviour.

Göttingen, 30 June 2022



Gunther Zimmermann  
CEO

The Code of Conduct is binding for all Myriamed GmbH employees. We do not any tolerate violations of our Code of Conduct. Furthermore, non-compliance with the Code of Conduct may have consequences for the person concerned under employment law.

The Code of Conduct is a binding guideline in our everyday working life.

The management will ensure that an annual audit is conducted that verifies compliance with the stated points of this document and the appropriate and continuous communication of these guidelines.

Every new company employee shall receive the Code of Conduct as a component of their employment contract.

In addition to acting as role models, managers with disciplinary responsibility have the task of disseminating the Code of Conduct throughout the company and ensuring that employees understand and comply with the rules set out in it.

Every employee is required to report any violations of the Code of Conduct. Myriamed undertakes not to hold any employee accountable for reporting a violation of the Code of Conduct.

### 3.1. Basic requirements

Compliance with the applicable law is a matter of course for us. Any violation of the prevailing laws may have serious consequences, such as criminal charges, financial penalties or damage to Myriamed's reputation. Therefore, every employee must be aware of the basic laws, regulations and internal company rules relevant to their sphere of responsibility and follow them accordingly. No violations of this principle will be tolerated, for whatever reason.

Openness, honesty and mutual appreciation decisively influence how we work, as they form the source of a collective team spirit. Our employees are encouraged to address ideas and concerns directly, give feedback, and engage with other opinions constructively. Every employee at Myriamed is called upon to contribute to a positive working environment through their behaviour, respecting each person's integrity, dignity and self-respect.

We consider it essential to avoid conflicts between private and business interests. Accordingly, all Myriamed employees must make their decisions solely based on objective criteria; personal interests and connections should not influence them. For example, no employee may benefit from their professional activity to obtain personal advantages. In particular, a case of inadmissible granting of an advantage exists if the nature and scope of the benefits granted are likely to influence the actions and decisions of the recipient unduly. Should the acceptance of gifts worth more than €25.00 appear unavoidable for reasons of politeness, this circumstance must be reported internally and approved by the management. Apart from this, any gifts received with a goods value of over €15.00 must be declared. These gifts will then be collected and put up for auction. The auction proceeds will then be donated to a charitable organisation. Should there be any doubt about the value of gifts provided by customers, this fact must be reported to the management. However, if a conflict of interest remains and a business-related decision can no longer be made impartially in Myriamed's interests, each employee must inform their superior or the management. The management will then clarify the incident. Our aim is not to have to face any conflicts of interest.

### 3.2 Human rights

We are committed to ethical standards derived from the United Nations Universal Declaration of Human Rights at the international and national levels. The management shall observe strict compliance with laws affecting human rights and dignity. Every employee at Myriamed must be trained in this regard and shall be liable for ensuring that human rights and basic social standards are not violated in their own area of responsibility. These ethical standards apply to cooperation within Myriamed and collaboration with and conduct towards customers, business partners and third parties. Our objective is to comply with this section in full.

#### 3.2.2 Equal opportunities and equal rights

We stand for the recognition and implementation of Germany's General Equal Treatment Law (AGG). Equal opportunities and equal rights are important to us. Our employees are always selected, recruited and promoted based on their qualifications and skills. Where performed under comparable conditions, equal work shall receive equal pay.

We shall not tolerate discrimination. Therefore, no one shall be discriminated against or receive favours based on their ethnic or national identity, sex, age, physical characteristics, physical impairments, skin colour, sexual orientation or gender identity, religion, belief, political opinion, pregnancy, marital status, social origin, trade union membership or any other characteristic protected by law.

We expect all employees to recognise the General Equal Treatment Law (AGG) and to implement it in their everyday professional lives. Our goal is to have no violations of the equal treatment principle.

However, if any violations of the principles of equal opportunities and equal rights are observed, each employee is requested to point out the wrongful conduct and contact their superior or the management.

Any misconduct shall be considered a disturbance of industrial peace and thus be punishable under labour law.

#### 3.2.2 Social responsibility

Myriamed GmbH bears social responsibility. We take this into account with our special commitment to developing new medicinal products. Our work can help improve the health of specific groups of people and protect lives. In addition, we support charitable projects and are involved in social issues. Our employees are required to nominate institutions that are worthy of support. These may be regional sports clubs or other institutions for the common good. In general, we aim to make such a donation or provide such support at least once a year.

#### 3.2.3 The environment and sustainability

We are committed to a socially and ecologically sustainable form of economic activity.

Within the scope of their work, every Myriamed GmbH employee must consider the interests of environmental protection and use our valuable resources (such as water, energy and materials) sparingly. We pursue all feasible measures to achieve the smallest possible negative impact on the environment. We observe and respect environmental protection laws and regulations. Specifically, we strive to keep handling hazardous substances to a minimum. Replacements shall be made for hazardous substances in the production of our products as far as the quality requirements of our company permit. Hazardous waste shall be disposed of following the applicable environmental guidelines.

In this context, our commitment to improving drug development processes may also reduce the need for animal testing. Again, this is a declared Myriamed goal; we are trying to find ways to reduce the number of animal experiments in future drug development.

#### 4 Responsibility as a business partner

##### 4.1. Information on our services (products)

Myriamed GmbH is active in the drug development field based on its own screening methods and cell models. Our customers are mainly from the pharmaceutical industry. Consequently, we are often subject to GMP requirements in the context of our customer projects and are guided by the quality standards customary in this area. For our customers, we validate the usability of active substances in the context of drug development in various application scenarios. Data can also be obtained with our organoid models, for example, regarding heart muscle cells, which record contractions.

Moreover, we sell our tissue plates to cultivate tissue models and offer accompanying service and development packages. Our customers may also purchase tissues developed by Myriamed for their own in-house testing.

Our goal is always to work with our customers to find the best and fastest way to acquire the data and insights needed to develop new medicinal products.

We strive to work and research in the most resource-efficient way possible.

Myriamed GmbH and the entire team are aware of the special responsibility deriving from the work in the drug development area. We always work on the tasks assigned to us with the necessary respect for human beings and natural resources and within the legal and ethical requirements framework. Wherever possible, our procedures are aimed at trying to reduce the use of animal testing in the drug development context.

##### 4.2. Relationship with business partners

Myriamed GmbH is a leading-edge company. Wherever possible, we attach particular importance to digitising processes and procedures. We see ourselves as partners to our customers and attach great importance to sustainable business relationships that serve our

mutual and long-term business success. Our services are based on the claim of integrity and legal compliance. This principle allows us to be a reliable and results-oriented business partner.

Myriamed only maintains business relationships with reputable partners and other third parties whose business activities comply with the law.

#### 4.3. Legal compliance

Our business partners expect us to act with integrity and comply with the law.

Conversely, we also expect our business partners to comply with the law in their business practices. Therefore, we set a goal of full compliance with the law on the part of our business partners. Myriamed also values open and transparent business relationships, as these generate credibility and trust.

#### 4.4. Prohibition of corruption and the granting of undue advantages

Myriamed GmbH does not tolerate corruption and granting of any kind of advantages. In connection with business activities, no employees may obtain improper advantages for themselves, for business partners and their employees or, if applicable, by any third parties designated by them. Contributions, commissions and remuneration for business partners, dealers, intermediaries and consultants must be agreed upon with the management before they are granted, and they shall only be granted within the legally permissible framework and following the stated specifications. Our employees never bribe and do not allow themselves to be bribed, either indirectly or directly. All employees are responsible for informing themselves about internal regulations before making or accepting gifts or when issuing or accepting invitations and hospitality. Our employees must take reports of corruption seriously and immediately report them to the contact persons listed in this Code of Conduct.

All the staff we employ are informed of this in detail on being hired.

#### 4.5. Prohibition of property-damaging offences and money laundering

Money laundering is prohibited in almost every country in the world. Money laundering occurs when sums of money acquired through criminal activities are directly or indirectly brought into the legal economic cycle. All kinds of property-damaging offences are prohibited, regardless of whether the damage is to the company's assets or the assets of our business partners or third parties. These offences include fraud, breach of trust, theft, embezzlement, tax evasion or money laundering.

Our payment flows are transparent and open. Payments received by Myriamed are immediately assigned to the appropriate services and are accounted for accordingly.

Every employee is encouraged to be aware of any unusual financial transactions. Above all, cash payments may give rise to a suspicion of money laundering, and they must be investigated by the responsible finance department.

Myriamed's goal is to avoid any violations of this section.

#### 4.6. Fair competition

The applicable competition and antitrust laws protect fair and free competition.

Myriamed GmbH does not enter into any anti-competitive agreements with competitors or customers. The goal is complete compliance with competition and antitrust laws. This concerns the following agreements:

**Prices:** Any collusion on prices, price elements and general pricing conditions is prohibited. No arrangements on profit margins, discount intentions, or the like may be made.

**Conditions:** Collusion on terms of delivery and payment, guarantees, warranties or other services is also prohibited.

**Delivery areas:** A division of delivery areas or regions of activity is not permitted.

**Tenders:** Agreeing with competitors on participating in tenders is not permitted. This includes both the coordination of the participation and the scope of the tender.

**Prohibition of boycotts:** Any agreements relating to cooperation with third parties must be refrained from. Agreements about any possible boycotts are also prohibited.

#### 4.7. Accounting and financial reporting

One of the principles behind our activities is exemplary payroll accounting, guaranteeing remuneration in line with collective agreements, punctually and in the interests of employees. The complete and punctual payment of social security contributions is also a matter of course for our employees. We practice lawful, complete and truthful accounting. We comply with the conditions agreed upon in our respective contracts. Our payment practices towards creditors are excellent.

#### 4.8. Confidentiality and public relations

We are transparent to the public in our business activities. Our statements reflect our company's reality and are not presented in a misleading or distorted way. We treat any information on individuals in our company, applicants, and customers in confidence.

### 5.1. Workplace safety and health protection

As an employer, Myriamed takes responsibility for its employees' safety and health very seriously and meets its duty of care with particular demands on the quality of our processes. Specifically, laboratory work demands strict compliance with the legal requirements regarding working with laboratory equipment, machinery, substances or the handling of specific substances and any resultant hazards.

Occupational safety is of crucial importance to our company. Accident-free work is fundamental to the success of our business because only healthy employees are fully operational. That is why pay special attention to meeting the occupational health and safety requirements. In addition, regular internal discussions take place with our employees on occupational health and safety issues in the context of our laboratory work. As a result, our laboratory facilities meet the highest occupational health and safety standards.

### 5.2. Fair working conditions

True to our corporate values, we are passionate about the interests of our employees in our dealings with our customers.

We work to ensure that our employees are treated with respect. We support qualification-appropriate, safe and accident-free activities, as well as fair working hours coupled with the appropriate remuneration.

We are convinced that regular feedback helps our employees and organisation improve and adapt continuously to changing requirements.

To this end, we hold regular internal discussions in which all employees can participate, contribute their concerns, and make suggestions for improvement in an atmosphere of trust.

### 5.3. Forced labour and child labour

Myriamed GmbH rejects any form of forced or child labour as unethical and unlawful. As a nationally active company, we comply with the relevant national laws. We expect our business partners, particularly internationally active customers and suppliers, to uphold international ethical standards and implement their business activities responsibly in relation to human rights and human dignity. Our goal is full compliance with this clause.

### 5.4. Undeclared work and illegal employment

Myriamed adheres to the legal regulations on combatting illegal employment. We do not tolerate undeclared work or illegal employment at suppliers, subcontractors or subcontractors. Here, too, our goal is full compliance with this section.

## 5.5. Collective bargaining policy and freedom of association

Myriamed is committed to the freedom of association enshrined in Germany's *Grundgesetz* (Basic Law) and to the right to establish a works council as guaranteed by the German Works Constitution Act.

## 5.6. Data protection

The data and information we collect on our applicants, employees, former employees and business partners represents a valuable asset for us.

As a company, we view it as our responsibility to protect this data to the best of our knowledge and belief.

We collect, process and store personal data only within the framework of the applicable legal provisions.

We are thus committed to actively implementing the General Data Protection Regulation (GDPR) as the legal basis for data protection. For this reason, the position of data protection officer was assigned to an external service provider to guarantee that this position enjoys the highest possible independence. Each of our company's employees, applicants or business partners can obtain information or advice from the data protection officer at any time. Every manager and employee entrusted with data collection during their work is informed and trained about the legal requirements of data protection. Every member of staff shall undertake in writing to treat the data on applicants, employees or customers carefully and to maintain confidentiality. This data may not be passed on, sold or used for non-business purposes. Personal data (for example, on applicants) is regularly deleted.

Our goal is to comply with our data protection policy in full.

## 5.7. Use and security of IT systems

Our IT systems are innovative, as are the protective technical devices provided for this purpose, which are regularly optimised and adapted to the state of the art.

We use passwords, approved technologies and licenced software. Our IT system is used solely for business purposes, not for any illegal or unethical activities. All company staff must handle our IT systems carefully and protect them from external attacks. Disclosing passwords is prohibited, as is downloading inappropriate material or software. In case of doubt, all employees are called upon to get in touch with the contact persons in our IT department (and, if necessary, an external IT service provider) or the external data protection officer.

## 5.8. Protection and security of information and knowledge

Trade secrets include, for example, the content of contracts, sales, account books, customer lists, creditworthiness documents, and any documentation that decisively affects the company's economic situation.



All trade secrets must be kept secret and not disclosed to the public or to competitors. This is why every company employee is obliged in writing to maintain secrecy about details of the clients. Similarly, they are also obliged to maintain confidentiality about the details (scope and extent, as well as content) of customer orders.

#### 5.9. Protection of company assets

Myriamed's tangible and intangible assets help our employees achieve the company's business goals.

All employees at Myriamed are required to protect and handle the company's assets carefully. The use of company property for private or criminal purposes (such as fraud, embezzlement, speculation) is prohibited; it is to be used exclusively in the company's interest. The employer tolerates negligible private use based on trust. Cases of theft, embezzlement or damage to property must be immediately reported to the responsible superiors and the management. Protecting property also includes refraining from any conduct that may damage Myriamed's reputation.

## 6. Contact person/contact

Should they have any questions or knowledge of any suspected violations of the Code of Conduct, employees can contact

- their manager or
- the management of the company.

If employees do not wish to express their concerns openly, they may get in touch - by telephone and anonymously - with the contact point set up for these issues (the “whistle-blower system”).

Any violations reported are then forwarded from there to the Myriamed management.

Our whistle-blower system is committed to protecting whistle-blowers and those affected. We do not tolerate pressure being placed on whistle-blowers or discrimination against them. On the other hand, the presumption of innocence shall apply to those affected, provided they have not been convicted of any violation.

Reported violations are extensively investigated, taking confidentiality and data protection regulations into account, and finally, an appropriate solution shall be found.

The contact person for anonymous information is:

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