

## **SOMALOGIC, INC.**

### **CODE OF BUSINESS CONDUCT AND ETHICS**

**Adopted August 31, 2021**

#### **I. INTRODUCTION**

The Board of Directors (the “Board”) of SomaLogic, Inc. has adopted this code of business conduct and ethics (this “Code”), as amended from time to time by the Board, which shall be applicable to all of the Company’s and its subsidiaries’ directors, officers, employees, consultants, and contractors (“Employees”) to:

- (i) promote honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- (ii) promote the full, fair, accurate, timely, and understandable disclosure in reports and documents that the Company files with, or submits to, the Securities and Exchange Commission (the “SEC”), as well as, in other public communications made by or on behalf of the Company;
- (iii) promote compliance with applicable governmental laws, rules, and regulations;
- (iv) deter wrongdoing; and
- (v) require prompt internal reporting of breaches of, and accountability for, adherence to this Code.

This Code may be amended and modified by the Board. In this Code, references to the “Company” mean SomaLogic, Inc. and, in appropriate context, the Company’s subsidiaries, if any.

#### **II. HONEST, ETHICAL AND FAIR CONDUCT**

Each person owes a duty to the Company to act with integrity. Integrity requires, among other things, being honest, fair, and candid. Deceit, dishonesty, and subordination of principle are inconsistent with integrity. Service to the Company should never be subordinate to personal gain or advantage.

Each person must:

- (i) act with integrity, including being honest and candid;
- (ii) observe all applicable governmental laws, rules, and regulations;
- (iii) comply with the requirements of applicable accounting and auditing standards, as well as Company policies, in order to maintain a high standard of accuracy and completeness in the Company’s financial records and other business-related information and data;
- (iv) adhere to a high standard of business ethics and not seek competitive advantage through unlawful or unethical business practices;

- (v) deal fairly with the Company's customers, suppliers, competitors, employees, and independent contractors;
- (vi) refrain from taking advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair-dealing practice;
- (vii) protect the assets of the Company (and ensure their proper use. Company property, such as office supplies, computer and research equipment, buildings and products, are expected to be used only for legitimate Company business purposes, although incidental personal use may be permitted. Employees may not, however, use Company corporate name, any brand name or trademark owned or associated with the Company or any letterhead stationery for any personal purpose. Employees may not, while acting on behalf of the Company or while using the Company's computing or communications equipment or facilities, either:
  - access the internal computer system (also known as "hacking") or other resource of another entity without express written authorization from the entity responsible for operating that resource; or
  - commit any unlawful or illegal act, including harassment, libel, fraud, sending of unsolicited bulk email (also known as "spam") in violation of applicable law, trafficking in contraband of any kind or espionage.
- (viii) advance the interests of the Company and refrain from taking for themselves personally (or for the benefit of friends or family members) opportunities that are discovered through the use of Company assets, property, information or position. Even opportunities that are acquired privately may be questionable if they are related to the Company's existing or proposed lines of business.
- (ix) maintain the confidentiality of information entrusted to them by the Company or by its customers, suppliers or partners, except when disclosure is expressly authorized or is required or permitted by law (confidential information includes all nonpublic information (regardless of its source) that might be of use to the Company's competitors or harmful to the Company or its customers, suppliers or partners if disclosed), including, among other things, information regarding the Company's systems, processes, operations and business plans, vendor relationships, technology, data, customer information, partner information, competitive information, contracts, personnel information, and information disclosed under a confidential disclosure agreement (CDA). All Employees have executed a Non-Disclosure Agreement, a copy of which may be obtained from Human Resources.
- (x) avoid conflicts of interest, wherever possible, except as may be allowed under guidelines or resolutions approved by the Board (or the appropriate committee of the Board). Anything that would be a conflict of interest for a person subject to this Code also will be a conflict of interest for a member of his or her immediate family or any other close relative. Examples of conflict of interest situations include, but are not limited to, the following:
  - Any significant ownership interest in any competitor, customer or supplier, or other service provider. **Significant participation in an investment or outside business opportunity that is directly related to the Company's lines of business must be pre-approved.**

- Any consulting or employment relationship with any supplier or customer. Activity that enhances or supports the position of a competitor to the detriment of the Company is prohibited, including employment by or service on the board of a competitor. Employment by or service on the board of a customer or supplier or other service provider requires pre-authorization in advance from management and the Company's General Counsel. **Employees may not accept any outside work for pay without prior permission.**
- Exercising supervisory or other authority on behalf of the Company over a co-worker who is also a family member. The Employee's manager and/or the Company's General Counsel will consult with the Human Resources department to assess the advisability of reassignment.
- The receipt of any money, non-nominal gifts or excessive entertainment from any entity with which the Company has current or prospective business dealings. In determining whether the acceptance of a gift creates an inappropriate conflict of interest, the Company will consider whether the gifts are non-customary in nature, not reasonable in value, prohibited by law, prohibited by the Company's policies, provided in inappropriate venues (such as gambling facilities or adult entertainment establishments). **Regardless of the factors, Employees should never give or accept gifts, or anything else of value, if it could appear to be improper influence on any business decision.**
- Selling anything to the Company or buying anything from the Company, except on the same terms and conditions as comparable Employees are permitted to so purchase or sell.
- Any other financial transaction, arrangement or relationship (including any indebtedness or guarantee of indebtedness) involving the Company.
- Any other circumstance, event, relationship or situation in which the personal interest of a person subject to this Code interferes - or even appears to interfere - with the interests of the Company as a whole.

### **III. POSITIVE WORK ENVIRONMENT**

All Employees share a responsibility to contribute to a positive work environment in which Employees treat each other with respect. In addition, Employees must work together to ensure that the workplace is one of inclusion and acceptance. Employees must show respect to their colleagues, celebrate diversity, and recognize that varied backgrounds, experiences and ideas are critical to the Company's success.

Employees should:

- (i) provide fair and equitable treatment for all;
- (ii) promote a positive and harassment-free work environment;
- (iii) protect the health and safety of other Employees;
- (iv) provide equal employment opportunities; and

- (v) treat all Employees fairly without regard to personal characteristics such as race, color, religious creed, age, gender, sexual orientation, marital status, national origin, ancestry, disability, pregnancy, or any other factor unrelated to a person's ability to perform their job.

If an Employee believes he/she or another Employee has been or is being subjected to sexual harassment or other harassment, or if an Employee observes any conduct which is or could be perceived as discriminatory or harassing conduct, the Employee should immediately report the situation to a manager, Human Resources, the Company's General Counsel, or the NAVEX hotline.

#### **IV. WORKPLACE SAFETY AND ENVIRONMENTAL LAWS**

Workplace safety and security are priorities for the Company. Employees must strive to maintain a healthy, safe and productive work environment while abiding by the safety policies and procedures in place in the Company's labs and office environments. In addition, Employees must know and follow any safety-related laws and regulations that apply to their work. If an Employee knows of or suspects a safety hazard, accident or injury, the Employee must report it to a manager or Human Resources immediately. To maintain a safe, secure and healthy work environment, Employees must never engage in any of the following:

- (i) threats or acts of violence;
- (ii) possession of weapons of any type on the Company's property, including Company parking areas, consistent with local law;
- (iii) violating Company policies that prohibit using, distributing, selling or possessing illegal drugs or other controlled substances, except for approved and lawful purposes.

Employees must also comply with all applicable environmental laws.

#### **V. COMMUNICATION/MEDIA/PUBLIC DISCUSSIONS**

It is the Company's policy to disclose material information concerning the Company to the public only through specific limited channels to avoid inappropriate publicity and to ensure that all those with an interest in the company will have equal access to information. Employees may not provide information to the media or to the public through social media sites whether on or off the record, for background, confidentially or secretly. Instead, Employees should refer all media calls to the General Counsel and/or Chief Financial Officer or [investors@somalogic.com](mailto:investors@somalogic.com).

#### **VI. DISCLOSURE**

The Company strives to ensure that the contents of and the disclosures in the reports and documents that it files with the SEC and other public communications shall be full, fair, accurate, timely, and understandable in accordance with applicable disclosure standards, including standards of materiality, where appropriate. Each person must:

- (i) not knowingly misrepresent, or cause others to misrepresent, facts about the Company to others, whether within or outside the Company, including to the Company's independent registered public accountants, governmental regulators, self-regulating organizations, and other governmental officials, as appropriate; and

- (ii) in relation to his or her area of responsibility, properly review and critically analyze proposed disclosure for accuracy and completeness.

In addition to the foregoing, the Chief Executive Officer (“CEO”) and the Chief Financial Officer (“CFO”) of the Company and each subsidiary of the Company (or persons performing similar functions), and each other person who is typically involved in the financial reporting of the Company must familiarize himself or herself with the disclosure requirements applicable to the Company, as well as the business and financial operations of the Company.

Each person must promptly bring to the attention of the Company’s Chief Financial Officer or General Counsel any information he or she may have concerning (a) significant deficiencies in the design or operation of internal and/or disclosure controls that could adversely affect the Company’s ability to record, process, summarize, and report financial data, or (b) any fraud that involves management or other employees who have a significant role in the Company’s financial reporting, disclosures or internal controls.

## **VII. COMPLIANCE**

It is the Company’s obligation and policy to comply with all applicable governmental laws, rules and regulations. Employees must be aware that laws and regulations vary from one country to the next. All Employees are expected to understand, respect and comply with all of the laws, regulations, policies and procedures that apply to them in their positions with the Company. Employees are responsible for talking to their supervisors or the Company’s General Counsel to determine which laws, regulations and Company policies apply to their position and what training is necessary to understand and comply with them. If an Employee has a question in any area of compliance, the Employee should seek answers from a manager, the General Counsel, or the NAVEX hotline.

Employees are directed to specific policies and procedures available to persons they supervise.

## **VIII. INSIDER INFORMATION AND SECURITIES TRADING**

No person who is aware of material, non-public information about the Company may, directly or indirectly, buy or sell the Company’s securities or engage in another action to take advantage of such information. It is also against the law to trade or to “tip” others who might make an investment decision based on material, non-public information about the Company. For example, using material, non-public information to buy or sell the Company’s securities, options in the Company’s securities or the securities of any Company supplier, customer or competitor is prohibited. The consequences of insider trading violations can be severe. These rules also apply to the use of material, nonpublic information about other companies (including, for example, our customers, competitors and potential business partners). In addition to Employees, these rules apply to such person’s spouse, children, parents and siblings, as well as any other family members living in such person’s home.

## **IX. FINANCIAL STATEMENTS AND OTHER RECORDS**

To ensure the Company’s financial statements and business records properly reflect the Company’s assets, transactions, regulatory filings and business operations. Employees must each make sure that the information submitted in all records is complete, accurate and understandable, and conforms to applicable legal requirements and to the Company’s system of internal controls. This includes all information provided in payroll documents, timecards, travel and expense reports, product test reports, sales reports, customer and supplier records and design and engineering records.

As such:

- (i) no Employee may take or authorize any action that would intentionally cause the Company's records, reports or disclosures to fail to comply with generally accepted accounting principles, the Company's policies and procedures, or other applicable laws, rules and regulations;
- (ii) all Employees must cooperate fully with the Finance and Regulatory Departments and all Company efforts at internal auditing, as well as the Company's independent public accountants and counsel, respond to their questions with candor and provide them with complete and accurate information to help ensure that the Company's books and records, are accurate and complete; and
- (iii) no Employee should knowingly make (or cause or encourage any other person to make) any false or misleading statement in any of the Company's reports or knowingly omit (or cause or encourage any other person to omit) any information necessary to make the disclosure in any of the Company's reports accurate in all material respects.

Unrecorded or "off the books" funds or assets should not be maintained unless permitted by applicable law or regulation.

Records should always be retained or destroyed according to the Company's record retention policies. In accordance with those policies, in the event of litigation or governmental investigation, please consult the Company's General Counsel.

Any Employee who becomes aware of any departure from these standards has a responsibility to report his or her knowledge promptly to a manager, the Company's General Counsel, the Audit Committee of the Board of Directors, or the NAVEX hotline.

## **X. IMPROPER INFLUENCE ON CONDUCT OF AUDITS**

No Employee, or any other person acting under the direction thereof, shall directly or indirectly take any action to coerce, manipulate, mislead or fraudulently influence any public or certified public accountant engaged in the performance of an audit or review of the financial statements of the Company or take any action that such person knows or should know that if successful could result in rendering the Company's financial statements materially misleading. Any person who believes such improper influence is being exerted should report such action to such person's supervisor, or if that is impractical under the circumstances, to the Company's Chief Financial Officer or General Counsel.

Types of conduct that could constitute improper influence include, but are not limited to, directly or indirectly:

- (i) offering or paying bribes or other financial incentives, including future employment or contracts for non-audit services;
- (ii) providing an auditor with an inaccurate or misleading legal analysis;
- (iii) threatening to cancel or canceling existing non-audit or audit engagements if the auditor objects to the Company's accounting;

- (iv) seeking to have a partner removed from the audit engagement because the partner objects to the Company's accounting;
- (v) blackmailing; and
- (vi) making physical threats.

## **XI. GOVERNMENT INTERACTIONS**

Employees are expected to maintain the highest standards in any interactions with government employees of any country, including the United States. Appropriate steps should be taken to gain knowledge and understanding of government requirements, including approval from the Company's Legal and Finance Departments, before entering into any contract with a governmental entity. It is each Employee's responsibility to ensure that there have been no improper attempts to influence the actions of any public official. During a governmental/regulatory inspection, Employees must follow the requirements outlined in any Company policy regarding inspection by a regulatory agency then in effect.

## **XII. ANTI-CORRUPTION LAWS**

Employees must comply with the applicable laws in all countries to which they travel, in which they operate and where the Company does business, including laws prohibiting bribery, corruption or the conduct of business with specified individuals, companies or countries. In addition, Employees must comply with U.S. laws, rules and regulations governing the conduct of business by its citizens and corporations outside the U.S.

These U.S. laws, rules and regulations, which extend to all Company activities outside the U.S., include:

- the Foreign Corrupt Practices Act, which prohibits directly or indirectly giving anything of value to a government official to obtain or retain business or favorable treatment and requires the maintenance of accurate books of account, with all company transactions being properly recorded;
- U.S. Embargoes, which generally prohibit U.S. companies, their subsidiaries and their employees from doing business with countries, or traveling to, subject to sanctions imposed by the U.S. government (as of August 2018, Cuba, Iran, North Korea, Sudan and Syria), as well as specific companies and individuals identified on lists published by the U.S. Treasury Department;
- U.S. Export Controls, which restrict exports from the U.S. and re-exports from other countries of goods, software and technology to many countries, and prohibits transfers of U.S.-origin items to denied persons and entities; and
- Antiboycott Regulations, which prohibit U.S. companies from taking any action that has the effect of furthering or supporting a restrictive trade practice or boycott imposed by a foreign country against a country friendly to the U.S. or against any U.S. person.

If Employees have questions as to whether an activity is restricted or prohibited, seek assistance before taking any action, including giving any verbal assurances that might be regulated by international laws.

### **XIII. POLITICAL CONTRIBUTIONS**

Consistent with all applicable laws, Employees may make personal political contributions to candidates or political action committees and may sponsor events and/or host candidates or elected officials, if there is no representation that the contribution is made on behalf of the Company.

### **XIV. VIOLATIONS**

Any person who becomes aware of any existing or potential breach of this Code is required to take action. Any Employee who ignores or violates this Code, or any manager who penalizes a subordinate for trying to follow this Code, will be subject to corrective action, up to and including termination of employment. Such action is in addition to any civil or criminal liability which might be imposed by any court or regulatory agency.

Reporting a potential violation may be made:

- (i) Directly to the Company's General Counsel by email, phone, or in person.
- (ii) Through the Company's compliance email at [complianceoffice@somalogic.com](mailto:complianceoffice@somalogic.com).
- (iii) Anonymously through the Company's Ethics and Compliance hotline supported by NAVEX, a confidential and independent reporting agency contracted by the Company to manage compliance complaints, by calling 844-836-0249.
  - When placing a call to this hotline, a Communication Specialist will explain the reporting process.
  - NAVEX will forward the complaint details to the Company's General Counsel and Senior Vice-President, Human Resources for investigation and resolution, or, if the General Counsel or Senior Vice-President, Human Resources is implicated in the report, to the Board of Director's Audit Committee.

**Prompt internal reporting to the Company's General Counsel, Human Resources, or the NAVEX hotline of any Code violations is an expected responsibility of all Employees.**

The Company will investigate all reported possible Code violations promptly and with the highest degree of confidentiality that is possible under the specific circumstances. As appropriate, the General Counsel will promptly inform the Audit Committee Chairman of any reports of Code violations made directly to the Company's General Counsel or through NAVEX including, but not limited to, matters that may involve accounting, internal accounting controls and auditing concerns, and the Audit Committee or such other persons as the Audit Committee determines to be appropriate under the circumstances shall be responsible for supervising and overseeing the inquiry and any investigation that is undertaken.

Upon determination by the Audit Committee that a violation has occurred, the Audit Committee (by majority decision) will take or authorize such disciplinary or preventive action as it deems appropriate, after consultation with the Company's General Counsel or external legal counsel, up to and including dismissal or, in the event of criminal or other serious violations of law, notification to the SEC or other appropriate law enforcement authorities.

Notwithstanding the foregoing, nothing herein shall prohibit an Employee from reporting a possible violation of federal law or regulation to any governmental agency or entity, or making other disclosures



that are protected pursuant to federal law or regulation. Prior authorization from the Company is not required in order to make any such reports or disclosures, and the reporting individual is not required to notify the Company that such reports or disclosures have been made.

#### **XV. NON-RETALIATION**

The Company encourages all Employees to raise questions or concerns regarding this Code. The Company will not tolerate retaliation against anyone for raising in good faith such questions or concerns about this Code, any Company policy or the law.

If any Employee believes he or she has been subjected to any harassment, threat, demotion, discharge, discrimination or retaliation by the Company or its Employees for reporting concerns or complaints under this Code, he or she may file a complaint with the Company's General Counsel, Human Resources, or via the NAVEX hotline.

#### **XVI. WAIVERS AND AMENDMENTS**

Any waiver (defined below) or an implicit waiver (defined below) from a provision of this Code for the principal executive officer, principal financial officer, principal accounting officer or controller, and persons performing similar functions or any amendment (as defined below) to this Code is required to be disclosed in a current report on Form 8-K filed with the SEC. In lieu of filing a current report on Form 8-K to report any such waivers or amendments, the Company may instead provide such information on its website. If the Company elects to provide such information on its website in lieu of filing a current report on Form 8-K, the information must remain on the Company's website for at least 12 months and the Company will disclose the website address as well as its intention to provide such disclosures in this manner in its most recently filed Annual Report on Form 10-K.

A "waiver" means the approval by the Board of a material departure from a provision of this Code. An "implicit waiver" means the Company's failure to take action within a reasonable period of time regarding a material departure from a provision of this Code that has been made known to an executive officer of the Company. An "amendment" means any amendment to this Code other than minor technical, administrative or other non-substantive amendments hereto.

All persons should note that it is not the Company's intention to grant or to permit waivers from the requirements of this Code. The Company expects full compliance with this Code.

#### **XVII. OTHER POLICIES AND PROCEDURES**

Any other policy or procedure set out by the Company in writing or made generally known to Employees prior to the date hereof or hereafter are separate requirements and remain in full force and effect.

#### **XVIII. INQUIRIES**

Complying with this Code is the responsibility of all Employees. All inquiries and questions in relation to this Code or its applicability to particular people or situations should be addressed to the General Counsel, or such other compliance officer as shall be designated from time to time by the Company.

**XIX. ADMINISTRATION**

All Employees will review this Code and complete the Code of Conduct electronic employee acknowledgement.