

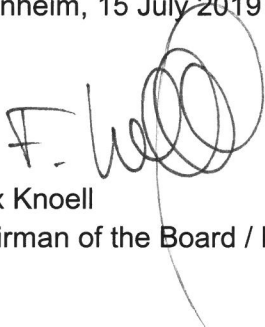
Compliance Guideline “Code of Conduct”

Message from our Chairman of the Board

As a global organization, KNOELL stands for the trustful cooperation with its customers, government agencies, contract laboratories and other business partners, for the integrity of its employees, as well as for the reliability and high quality of its services. This requires that all Knoell employees at all times and in all countries comply with the local laws of their respective country, as well as the minimum standards and rules set out in this document, and respect fundamental ethical values.

This Code of Conduct provides guidance on our common minimum standards and rules, in order to prevent violations of the law and misconduct. This is the only way to ensure that our organization will not suffer financial losses, for example due to the loss of business orders and loss of reputation.

Mannheim, 15 July 2019

A handwritten signature in black ink, appearing to read 'F. Knoell', with a large, circular flourish to the right of the name.

Felix Knoell
Chairman of the Board / Managing Director

Table of Contents

Page

1.	Principles of compliance.....	4
1.1	Compliance with laws, regulations and policies	4
1.2	Respect for human dignity and non-discrimination	4
2.	Responsibilities	4
3.	Dealings with business partners and third parties.....	5
4.	Donations and sponsorship	5
5.	Protection of company assets and fair competition	6
5.1	Protection of KNOELL's assets.....	6
5.2	Protection of our customer's assets	6
5.3	Protection of fair and free competition	6
6.	Compliance with export and customs laws, embargoes and regulations concerning payment transfers.....	6
7.	Prohibition of money laundering	7
8.	Foundation of business relations with business partners	7
9.	Avoidance of conflicts of interest	7
10.	Secondary occupations	7
11.	Principles for the proper handling of information.....	8
11.1	Ensuring data security and data protection.....	8
11.2	Compliance with confidentiality rules	8
12.	Protection of environment and workplace health and safety.....	8
13.	Monitoring of KNOELL's compliance system.....	9

1. Principles of compliance

1.1 Compliance with laws, regulations and policies

We respect and comply with international and national laws and regulations. We have a common responsibility to ensure that all employees of all companies within our organization that have accepted this Code of Conduct (individually or collectively "KNOELL") abide by the laws and regulations that apply to our business activities.

1.2 Respect for human dignity and non-discrimination

As an organization with global activities, we are aware of our global responsibilities. We are committed to respecting human rights, and protection against discrimination. No one may be discriminated against or favored because of gender, ancestry, race, language, home or nationality, religion, or political opinions. No one shall be discriminated against because of any disability.

We are committed to a fair and respectful treatment of our employees and the employees of third parties. We expect every employee to speak up, if colleagues are discriminated against or harassed, and that he or she will contact a senior manager, the human resources department or the compliance officer, in order to stop any such further discrimination or harassment.

2. Responsibilities

Every employee of KNOELL is responsible for ensuring that the reputation of the organization will not be harmed by unlawful or inappropriate behavior. We expect every employee to adhere to the minimum standards set out herein, as well as all rules and laws, guidelines and policies of the country in which the employee works (hereinafter collectively "Rules").

Employees who do not adhere to these Rules will face disciplinary and other action (for instance damage claims).

Senior managers are expected to set an example in terms of integrity and compliance with the Rules. This does not only mean that a senior manager should always comply with the Rules, but also that he or she must ensure that no violation of the Rules occurs in his or her area of responsibility that could have been avoided by adequate monitoring and control. This responsibility of a senior manager does not exempt employees from their own responsibility to comply with the Rules.

In the event that an employee believes there has been a violation of the Rules, he or she may contact a senior manager, the human resources department, a managing director, the compliance officer or the chief compliance officer.

3. Dealings with business partners and third parties

Corruption, that is the promise or the acceptance of bribes, is a criminal offense in Germany and in most other countries. This applies to both corruption towards government officials (i.e. civil servants and employees in the public sector) as well as to corruption towards our business partners. In addition, corruption can significantly damage our reputation and jeopardize our trustful relationship with government officials and employees of our business partners. We would rather forego business, than accept business that can only be obtained through corruptive practices. Each employee is required to avoid even the slightest impression of corruption. There are no exceptions.

"Bribes" are not just cash payments or gifts, but basically all benefits enjoyed by our business partners or by relatives or friends of our business partners. However, not every benefit is in fact a bribe. The key question is whether one has to assume that benefits are granted in order to influence a decision. This is usually not the case with respect to low value benefits, provided that the granting of such low value benefits is in accordance with the laws of the country concerned. This never applies to cash payments - even small amounts.

According to the above principles, invitations granted to our business partners for business lunches, which are kept within reasonable limits, or invitations to smaller events, may be acceptable. The same applies to occasional gifts (such as calendars) of low value. All employees are encouraged to critically consider whether a benefit delivered under those standards is of low value, and whether any appearance of corruption can be excluded. Each KNOELL affiliate shall determine any specific value limits and details of any approval process. In case of doubt, the respective senior manager and the compliance officer shall be involved.

In many countries, special rules apply for civil servants and other employees of government agencies and other public institutions. They are often not allowed to accept any gifts, even gifts that we would consider of low value. We respect this position and encourage all employees to consistently refrain from any gifts towards this group of persons.

Similarly, no employee of KNOELL may demand or accept benefits for themselves. The acceptance of occasional gifts of nominal value, and of invitations to appropriate business meals, are permissible. In case of doubt, this must be approved by the respective senior manager and the compliance officer.

4. Donations and sponsorship

KNOELL is aware of its responsibility towards the community. For this reason, the company supports social and humanitarian projects, the arts and culture, sports, education and science, through the granting of donations (in kind and money payments). We do not donate to political parties, organizations, or politicians.

Sponsorship means the support of third-party events in the above-mentioned areas through the provision of money, equipment and materials, services or know-how and with the opportunity to promote the organization.

Such events must serve a specific purpose and be formalized by a written contract. Further, the support given by KNOELL must be proportionate to the value that is provided by the supported event to KNOELL. In all cases, the approval of the compliance officer must be obtained.

5. Protection of company assets and fair competition

The main pillars of our economic system are the protection of our assets (including all intellectual property rights such as copyrights, patents, know-how and other operating and business secrets), as well as fair and free competition.

5.1 Protection of KNOELL's assets

We request that all employees carefully protect our operating and business secrets. This also applies to operating and business secrets that our clients entrust to us. Data shall be secured using all appropriate security measures (use of secure passwords, encryption); all business documents must be stored solely in our offices, unless the responsible senior manager approves in a particular case a storage in another location. Copies should only be made when strictly necessary in the context of a specific project. Business documents may under no circumstances be used for private purposes.

5.2 Protection of our customer's assets

We treat the know-how and intellectual property rights of third parties with the same care as we would expect a third party to treat our know-how and intellectual property rights. This especially applies to copyrights. Any employee who wishes to use, for example, publications of third parties, is responsible for ensuring their lawful use. In case of doubt, the senior manager or the compliance officer should be involved.

5.3 Protection of fair and free competition

KNOELL expressly commits itself to the adherence to the rules of fair competition, and the avoidance of anticompetitive measures among competitors. No employee will discuss with competitors any quotations or contracts, customer relationships, the allocation of customers, prices, calculations, costs or other relevant business information, even in a private environment, or coordinate any of the above with competitors. The same applies to information about the business plans of our organization, for example through the development of new capacities in certain sectors or regions.

6. Compliance with export and customs laws, embargoes and regulations concerning payment transfers

KNOELL complies with all export controls, customs laws and regulations that apply in the respective countries where it conducts business. KNOELL employees who have to deal with the import and export of technologies or services are required to comply with such applicable laws, policies and procedures. Regulations regarding the transfer of payments must also be observed.

7. Prohibition of money laundering

KNOELL rejects any form of money laundering. Payments are to be made to the business partner's bank account (no cash payments). Where a business partner designates an account denominated in a name other than the name of such business partner (including its group companies), the compliance officer shall be involved.

All employees must comply with all applicable anti-money laundering laws.

8. Foundation of business relations with business partners

The provisions of this Code of Conduct are binding standards for all employees and our business partners worldwide. KNOELL expects that its business partners - especially the contract laboratories and consultants, with whom we work - comply with all applicable rules and laws, and uphold standards similar to our own standards. This must be ensured by appropriate undertakings. The compliance officer is available to assist.

9. Avoidance of conflicts of interest

All employees of KNOELL are required to make business decisions and decisions related to personnel on the basis of objective criteria, and solely in the best interests of KNOELL and not on the basis of personal interests. Each employee is expected to separate private activities from business activities. Any private business transactions with business partners of KNOELL must be approved by the compliance officer.

The equipment and materials of KNOELL must be used exclusively for KNOELL's business purposes and may not be removed from the premises of KNOELL, unless a private use has been expressly agreed. The copying of business records and files outside the actual project work is not allowed.

This applies particularly to the use of internet and email. Private use of the email addresses of KNOELL is prohibited. The use of the internet for private purposes is not permitted. Details are set out in our IT directive.

10. Secondary occupations

If an employee intends to take up a form of secondary occupation for remuneration, for example as a freelancer, or to conduct another business activity (especially in companies that are competitors of KNOELL), he or she shall notify in advance the senior manager and the human resources department. A secondary occupation for remuneration may only be taken up, if the written consent of the employer has been obtained. The human resources department has responsibility. The consent to a secondary occupation will not be granted if this is contrary to the interests of KNOELL. This is especially the case, if the proposed secondary occupation is with a direct or indirect competitor of KNOELL. The relevant clauses in the employment contracts must be observed.

Every employee is entitled to engage in voluntary work in the community and in political activities. However, the employee must ensure that no conflict arises with his or her duties at KNOELL. In some countries, political activity itself qualifies as a public office; and some clients of KNOELL may see this as a conflict of interest. If in doubt, the responsible senior manager or the compliance officer shall be informed, so that they can take appropriate measures to prevent a conflict of interest.

11. Principles for the proper handling of information

11.1 Ensuring data security and data protection

The exchange of data and information is an important prerequisite for the efficiency and success of a company. Data must always be available when needed, may not be lost or tampered with. In addition, it must be ensured that only authorized people have access to data. For this purpose, the IT department ensures all necessary security measures.

For all IT systems and procedures that process personal data, data protection is fundamental. Personal data may therefore only be collected, processed or used, if the type and volume of the data is clearly established and if this is for lawful purposes only. The requirements of the relevant data protection laws must be strictly observed. The interested party's rights to information and, if applicable, to submitting an objection, or a request for blocking the data or their deletion, are to be respected.

11.2 Compliance with confidentiality rules

Strict confidentiality applies to all information from or concerning customers, business partners, suppliers, employees or other third parties that are not publicly available, consistent with legal and contractual requirements. This confidential information may only be used for the purpose of a specific project. This obligation continues to apply even after the employment relationship has ended. Details are set out in our data protection manual.

12. Protection of environment and workplace health and safety

KNOELL is committed to the protection of environmental resources. We want to protect the environment not only for today, but also for future generations, and to comply with all applicable laws and regulations. A reflection of our commitment in this regard is our work for the product safety of drugs and substances.

It is the objective of KNOELL to set up work processes and workplaces in such a manner so as to avoid any harm to our employees. All provisions relating to workplace health and safety must be strictly observed.

In addition, KNOELL is committed to the improvement of working conditions. This includes flexible work places, continuous professional training, availability of home offices and a family-friendly company policy.

13. Monitoring of KNOELL's compliance system

The rules laid down in this Code of Conduct must be observed by all employees at all times. All employees are encouraged to read this Code of Conduct carefully, and to contact their senior manager or the compliance officer, if uncertain about its meaning.

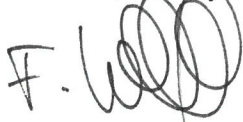
In order to ensure the successful, practical implementation of this Code of Conduct, KNOELL will offer further information and regular trainings. In addition, each senior manager will monitor and enforce compliance with this Code of Conduct.

If an employee finds that certain rules in this Code of Conduct are being or have been violated, he or she shall report this truthfully to the senior manager, the human resources department or the compliance officer. This is important so that further harm can be prevented. KNOELL will investigate all allegations, and - if necessary - take appropriate action.

No one need fear any retaliation due to the reporting of a possible violation. If the employee who has submitted such report has also violated rules under this Code of Conduct, his or her cooperation with the investigation will be favorably taken into account.

Dealing openly with each other is important to us. However, if the informant prefers, he or she can also make the report in an anonymous manner, for example, by forwarding the report from an anonymous email address. In this way, if details of the incident are unclear, it is possible for KNOELL to contact the informant at the given email address to clarify any open questions.

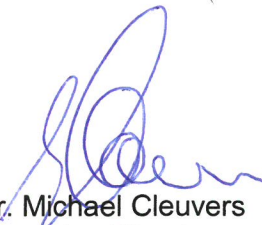
Mannheim, 15 July 2019



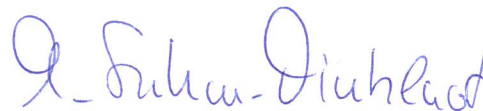
Felix Knoell
Chairman of the Board/Managing Director



Dr. Runar Eberhardt
Managing Director/Chief Compliance Officer



Dr. Michael Cleuvers
Managing Director



Dr. Marika Suhm-Tintelnot
Managing Director