



Code of Conduct



Letter from our CEO



05/15/2023

I am pleased to have the opportunity to present Natera's Code of Conduct, which outlines the high ethical standards we set for ourselves and the policies we follow in accordance with our strong commitment to compliance.

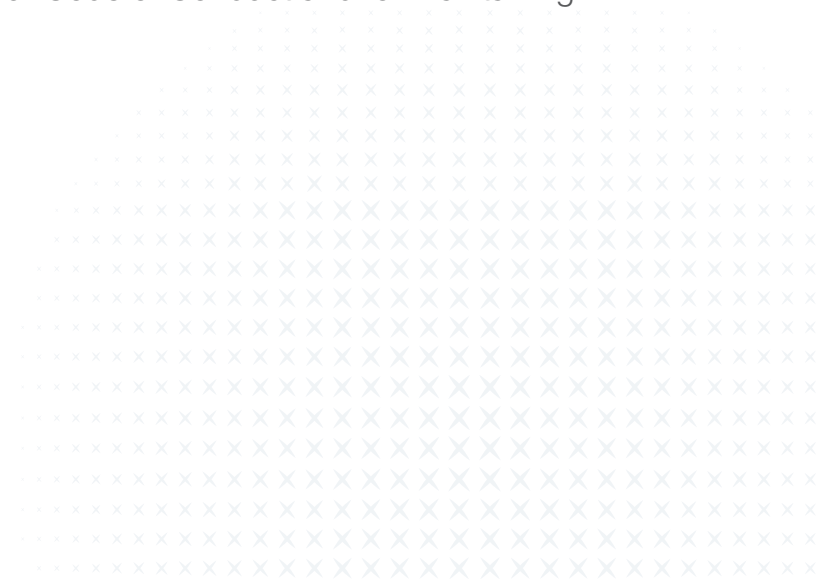
Our tests have touched the lives of millions of people. We recognize the privilege we have in providing critical information to individuals and their families at some of life's most important moments. We also understand that there is 'a person behind every sample'—a mother, a father, a teacher, a friend. They all rely on us to operate from a strong ethical foundation and ensure that integrity is the cornerstone of each interaction.

Following the Code of Conduct is a daily commitment we make to our patients, healthcare partners, colleagues and shareholders. Doing so is paramount to earn and maintain their trust. It is our responsibility to live by these policies, and it's also the right thing to do.

Thank you for your commitment to our Code of Conduct and for maintaining a strong culture of compliance.

Sincerely,

Steve Chapman



Core values

1. A person behind every sample

We treat every sample that comes to our labs as a real person, knowing that the work we do with these samples will have an impact on the lives and families behind them.



2. Embrace diversity

Our operations are built around a mosaic of people, ideas, and experiences.



3. Be accountable, take ownership

Responsibility is at the core of our organization. Patients rely on us to deliver accurate genetic information and support throughout their journey.



4. Think team

We work together, sharing a common purpose—our mission.



5. Lean and nimble

Our proprietary technology platform enables us to quickly innovate new solutions in cell-free genetic testing.



6. Show me the data

Data drives our decision-making processes. Our innovation within the genetic testing space is backed by a deep scientific foundation.



7. Be ready to change the world

Our focus is improving the health of patients while creating a positive impact for our people, communities, and planet.



8. Integrity is in our DNA

We infuse every interaction with honesty, respect, and the utmost care.



Code of Conduct

Expectations

Natera's Code of Conduct (the "Code") sets forth the standards and expectations of ethical behavior and conduct of each individual in accordance with company policies, procedures and all applicable laws and regulations. This Code applies to all Natera employees, officers and Board members, directors, interns, students and trainees, (collectively, "Employees"), as well as contractors, consultants and agents, (together with Employees, "Personnel"), working for Natera on a permanent, temporary, casual or consultancy basis who conduct business on Natera's behalf. It is the responsibility of each individual to adhere stringently to the Code. Violation of the Code is subject to discipline up to and including termination of employment or relationship with Natera.

Reporting

Natera expects you to speak up; compliance is everyone's responsibility. Each of us who works at Natera or has a relationship with Natera has a responsibility to report, in good faith, any known or suspected violation of Natera policy, law or regulation. Natera relies on its workforce to understand and uphold Natera's Code of Conduct. It's important to feel safe and empowered to bring concerns to supervisors and others. Your leadership has a responsibility to ensure that your concerns are thoroughly investigated and they may contact the Compliance Department to help find answers and resolve issues. Natera has established a compliance hotline that may be used to make a good-faith anonymous report. To make an anonymous report, you may:

- Send an email or letter to our Chief Compliance Officer at compliance@natera.com or 201 Industrial Road, Suite 410, San Carlos, CA 94070, Attention: Chief Compliance Officer; or

- Call on our ethics or compliance hotline (anonymously or not) by phone at (855) 228-2685 or online at www.natera.ethicspoint.com.

Every report submitted to the Hotline is reviewed by Natera's Chief Compliance Officer and/or their designee without exception.

Reporting

How do I raise compliance concerns?

- Reach out to your manager, HR, or the Compliance Department directly;
- Send an email to: compliance@natera.com;
- Mail to: Chief Compliance Officer, 201 Industrial Road, Ste. 410, San Carlos, CA 94070; or
- Use the Hotline: (855) 228-2685 or <http://www.natera.ethicspoint.com/>

What happens when I report?

Reports made to Compliance directly or via the anonymous hotline are reviewed and promptly investigated. Reports may be redirected to another department, like Human Resources, to address as appropriate.

You may be contacted so that more information can be gathered. A full investigation may take from as little as one week up to several months.

You may receive an update that the report has been investigated and action taken. Due to privacy concerns, you may not receive additional information about the outcome.

For More Information:

[Duty to Report Policy](#) | [HR Employee Handbook](#)

[Compliance Reporting Policy](#) | [Corporate Compliance Plan](#)

In some locations outside of the United States, anonymous reporting of certain types of issues may not be allowed by local law. If local law prohibits or restricts anonymous reporting, you should reveal your identity when making a report. In those situations, your identity will be kept confidential (unless prohibited by local law), and you will have a right to access and modify your report. If you are in doubt about the requirements of your local law, please contact our Legal Department. For more information on reporting, please consult Natera's [Duty to Report Policy](#).

Non-Retaliation

Natera has a strict non-retaliation policy and will not allow anyone to retaliate if someone reports a violation or suspected violation in good faith or cooperates in an investigation. Natera considers retaliation itself a violation of this Code of Conduct and will respond accordingly.

Did you know retaliation is prohibited?

Natera takes its non-retaliatory culture very seriously and has zero tolerance for retaliation. Never engage in retaliation and prohibit retaliation against others for reporting any good faith concern. Know the actions that are considered retaliation and avoid them.

Examples of retaliation include but are not limited to:

- Demotion;
- Suspension;
- Termination;
- Failing to hire or consider for hire or promotion; and/or
- Creating a hostile or intimidating work environment.

For More Information:

HR Employee Handbook | [Duty to Report Policy](#)
Corporate Compliance Plan

Business Ethics: Natera's Commitment to Transparency and Ethical Business Practices

Our Priorities

Scientific Rigor. We invest significantly in scientific studies as part of our commitment to offer precise and highly accurate testing solutions with real-world value. Natera's tests are validated by numerous peer-reviewed publications that demonstrate high accuracy. Natera is a leader in peer-reviewed, published data across cfDNA applications. Our list of peer-reviewed publications can be found on our website.

Transparency. We are transparent about how our products can and should be used by both health care providers and patients. Natera provides each patient with a personalized, clinically validated test report to know their unique molecular biology and enable more informed health care decisions in critical health moments. We do not provide medical advice.

Accessibility. Natera collaborates with health care providers, payers, and advocacy groups to increase access to clinical genetic testing, educational information, and personalized health care.

Credibility. We promote and market our products after rigorous, clinical validation, and only for clinically validated uses. Our materials are reviewed by internal stakeholders, including our Legal and Compliance Departments, for conformity with health care, legal, and regulatory requirements.

Protection of Personal Information. At Natera, we are committed to protecting the privacy of an individual's personal information (including protected health information) entrusted to us by our patients, research subjects, employees (current and former), customers, partners, and others with whom we engage or do business. Natera processes such personal information for legitimate business purposes in accordance with applicable federal, state, and international privacy and data protection laws and regulations. These laws and regulations include,

Non-Retaliation

without limitation, the Health Insurance Portability and Accountability Act (HIPAA), the Clinical Laboratory Improvement Amendments of 1988 (CLIA), guidelines to protect personal health information, and the EU General Data Protection Regulation (GDPR). Natera implements, maintains, and enforces appropriate safeguards to protect against unlawful or unauthorized access, use or disclosure of personal information. Failure to adhere to these safeguards may adversely affect the individuals whose personal information is entrusted to us, as well as potentially subject Natera to unwanted regulatory scrutiny, financial liability, and reputational harm. As such, it is incumbent upon all to ensure that their processing of personal information for or on behalf of Natera is carried out in accordance with applicable privacy and data protection laws and regulations, Natera policies and procedures, as well as our contractual commitments. To ensure adherence to our commitment to privacy, all Personnel are required to immediately report any actual or reasonably suspected incident involving personal information to Natera's Privacy Office for potential investigation via privacyofficer@natera.com.

Confidentiality. We safeguard confidential information of Natera and its partners as required under law. We are committed to protecting Natera's confidential and proprietary information, and others with whom we do business. We respect legitimate intellectual property rights, whether Natera's or our business partners', and observe such rights in accordance with applicable laws and governing contracts. We are all also collectively responsible for protecting Natera's confidential information and know-how. The loss or unauthorized sharing of Natera's confidential information can be extremely damaging to Natera. We do not disclose confidential or proprietary information of Natera (or our partners) without a valid business purpose and proper authorization by our Legal Department. These obligations continue even if one's employment or other relationship with Natera ends.

Respect. We approach our work and our communications with respect, honesty, and care for the communities we serve and an appreciation that our work is deeply personal for each and every life we touch.

We provide information and counsel, not medical advice. We believe patient choice is an important part of the health care process and health care should be a partnership between patient and provider. We offer materials to help inform patients when speaking with their clinicians and making health care decisions. While Natera provides services that include genetic counselor resources, anyone seeking a genetic or cfDNA test should consult their health care provider.

We educate and don't prescribe. We believe educational materials are important and helpful to those seeking information on conditions, diseases, and genetic testing. We provide these materials as an adjunct for patients seeking medical care and guidance from health care providers. Natera does not prescribe tests for patients. All testing options, even when initiated by patients, must be ordered by a licensed physician or other authorized health care professional.

Honesty and Integrity

We are committed to providing outstanding service and conducting our business honestly and with integrity. We keep our commitments to each other, to our customers, and to our partners. We endeavor to communicate in an honest and unambiguous way, and to avoid making any misstatements of fact, making misleading or exaggerated communications, or creating false impressions. We are open and transparent, committed to complying with governing laws, rules and regulations. Natera will not misinform, misrepresent, or otherwise make unsubstantiated claims about the products or services provided. We are committed to preventing unethical or unlawful behavior, to halt any such behavior as soon as it is identified and to implement corrective action.

Natera employees are expected to behave honestly and with integrity. An employee should never use Natera assets for any unlawful or unethical purposes, nor make any payments to third parties for any purpose other than that shown in Natera's records. Offering something of value to a government employee to influence a government decision, obtain business or keep business is illegal and against Natera policy. This could include offers of cash, gifts, complementary health services or even job opportunities. Any requests from third parties for gifts, payments or other inappropriate remuneration should be reported to the Compliance Department.

Business and Financial Records

We maintain accurate and complete business and financial records. We create and maintain financial records in accordance with applicable legal requirements and generally accepted accounting practices. Our SEC reports, disclosures, and other public communications must be full, fair, accurate, timely, and understandable. Although financial reporting and controls are especially applicable to members of Natera's Finance Department, we are each responsible for complying with all financial controls and policies. We each acknowledge our responsibility to make sure that appropriate Finance Department personnel are made aware in a timely manner of any fact or issue that might have a material impact on our financial statements or disclosures.

Business and Financial Records

Relevant Definitions

Fraud: Intentionally submitting incorrect or false information to receive a benefit.

Waste: The misuse of resources that results in unnecessary costs to a government program or an overuse of services.

Abuse: Receiving payment to which we are not entitled to for things like services or supplies.

Anti Kickback Statute: Law that prohibits the knowing and willful payment of "remuneration" to induce or reward patient referrals or the generation of business involving any item or service payable by the Federal health care programs. Remuneration includes anything of value and can take many forms such as excessive compensation for medical directorships or consultancies, expensive meals, or gift cards.

STARK: Prohibits physicians from referring patients to receive "designated health services" payable by Medicare or Medicaid from entities with which the physician or an immediate family member has a financial relationship, unless an exception applies.

False Claims: Makes it illegal to submit claims for payment to Medicare or Medicaid that you know or should know are false or fraudulent.

Payer: Private or government insurers or in some cases an individual who self-pays.

Bribery and Corruption

We do not make or accept bribes to advance our business. A bribe is something of value that is offered or given to improperly influence a decision.

Natera personnel who conduct business on Natera’s behalf are prohibited from offering, providing, requesting, or receiving anything of value (directly or indirectly) with the intent to improperly influence a decision.

Bribery and Corruption

Things to Know

A bribe can be cash, gifts, or favors.

- Never give, offer, accept, or promise a bribe.
- Ensure all payments or gifts are properly recorded.
- Report all incidents involving actual or suspected bribery to our Compliance Department immediately.

For More information:

Anti-Bribery Policy | Duty to Report Policy
Corporate Compliance Plan

Insider Trading

We conduct our business in a truthful, open manner. Federal law and Natera’s Insider Trading Policy prohibit both trading on the basis of material nonpublic information and “tipping” others by providing material nonpublic information to them and may result in criminal prosecution. Material nonpublic information is information that has not been released to the public and which a reasonable investor would find useful in determining whether to buy or sell stock, e.g., financial results, sales results, acquisitions, customer wins or losses, or changes in senior management. We do not buy or sell stock on the basis of material nonpublic information, or pass such information to any others, including friends or family.

For more information, please consult Natera’s Insider Trading Policy which we are all required to review and follow.

Insider Trading

Situations and Solutions

At a trade show, my co-worker started to disclose company information that is not yet public. When I tried to suggest that the information should not be discussed, she brushed it off and continued. What should I do now?

If you discover a situation that could result in insider trading, report, and disclose it immediately to any of the available reporting channels, such as your supervisor, another manager, a Human Resources representative, or the Compliance Department.

I had a conversation with a co-worker in R&D about a product our company is about to launch. After that, I told my sister and brother-in-law what I now realize is inside information. I know they bought some stock as a result of my comments. Even though I didn’t personally buy any stock and the two of them are certainly not big-time investors, I’m worried. I didn’t mean to do anything illegal. What should I do?

If you find yourself in a situation that potentially involves insider trading, or if you believe someone else is violating insider trading laws or company guidelines, contact your supervisor or the Compliance Department. Remember, it is far better to report a situation as soon as it is discovered than to pretend it does not exist or hope that it will go undetected.

Insider trading can cost you your job and more.

For More Information:

Insider Trading Policy

Environmental Stewardship

Natera is dedicated to responsible and sustainable business practices. Natera is committed to complying with applicable local, state, and federal environmental policies, laws and regulations, and expects our suppliers and contractors to do the same. Our aim is to surpass the parameters set forth in these policies in our ongoing operations, including by conducting sustainability and environmental audits at least annually.

As part of Natera’s sustainability and ESG program, an executive steering committee engages in sustainability projects to reduce the environmental impact of our laboratory operations, our corporate offices, and our supply chain. It is our responsibility to quantify our greenhouse gas emissions, waste, and water usage and to reduce our environmental footprint within these areas. We ask all Naterans to do their part to support Natera’s sustainability goals.

Environmental Stewardship

FAQ’s:
How can I get involved?

Visit the ESG intranet webpage where you can find numerous ways to get involved.

Questions?
Contact: socialresponsibility@natera.com

Diversity, Equity & Inclusion

Our millions of patients around the world come from many backgrounds, cultures and experiences. To drive the innovation that improves care for all, that diversity must be reflected among our employees.

We treat others fairly and respectfully. Natera values and celebrates diversity, equity and inclusion and understands that our community is strengthened when we act with compassion, integrity and consideration for those around us. Natera provides opportunities for individuals with diverse backgrounds, beliefs and expressions to bring their true, authentic selves to work. By valuing the similarities and differences of all of our employees, regardless of race, gender, sexual orientation, nationality, disability or other protected status, Natera will continue to foster an environment of inclusion. We foster a respectful work environment free from any form of discrimination, harassment, and intimidation. We provide equal opportunity in all aspects of employment and do not tolerate discrimination, harassment, violence, or threatening behavior of any kind. We treat everyone with the dignity and respect they deserve. Fostering mutual respect in our work lives and personal lives is everyone’s responsibility.

Our Approach to Human Rights

The implementation of Natera’s labor and human rights policies are overseen by Natera’s executive team, including the chief financial officer, chief operating officer, and head of human resources. This team coordinates efforts to identify, prevent, address, train on, and report all actual or potential human rights impacts.

Natera employees—and all individuals—deserve to be treated with integrity, dignity and respect. We honor our employees and their contributions to our mission. Natera provides competitive compensation and benefits to our employees and prioritizes a work environment and company culture that supports and protects human and labor rights for all who are involved in Natera’s operations.

Conflicts of Interest

Employees should devote their full energies to their work. If an employee engages in other business activities during non-working hours, they should be sure that those activities do not interfere with their work at the Company. Employees are not to engage in any outside activities or interests, economic or otherwise, that are contrary to the best interests of the Company, or that adversely affect their or another employee's job performance. This may preclude working in any capacity for another person or entity offering goods or services that are, or may be, competitive with those offered by the Company. It also precludes working with or accepting gifts from the Company's subcontractors, vendors, or customers. If there is any question as to whether an activity constitutes a conflict of interest, prior written approval to engage in that activity must be obtained from Human Resources. Similarly, Human Resources must approve any outside employment in advance, and in writing. Please contact Human Resources if you have any questions regarding this policy.

Social Media

As a Natera employee, you are expected to demonstrate best practices and appropriate etiquette on social media, including but not limited to the following:

- **Protect Information:** Take extra care to protect both yourself and Natera. Use good judgment in sharing only public information—including financial data. Never share patient information or confidential company information.
- **Be Responsible:** Follow the law, Code of Conduct, and terms of use for each social media platform. Remember that professional, straightforward, and appropriate communication is best because what you post online, even if you delete it, could subject you and the Company to legal challenges and reputational harm. You may come across negative or disparaging posts about the Company or its products, or see

Conflicts of Interest

Personal financial interests should not influence your decisions or actions as a Natera employee. Your external activities should not compete with Natera business or have a negative impact on job performance or Natera's reputation in the community. Natera resources are provided to staff to support patient and business needs and should not be used for personal gain. Conflicts of interest are not automatically illegal – but hiding them or allowing them to influence your professional actions is.

Examples of conflicts of interest:

- An employee working for a competitor, customer or supplier on weekends
 - An employee hiring a company for which his/her spouse works
 - An employee starting a side business in direct competition with his/her employer
 - A director consulting for company that is in direct competition with our organization on whose board he/she sits
 - An HR director investigating sexual harassment charges against a fellow executive with whom he/she has worked closely for years
- Report all possible conflicts to your manager or Human Resources.

For More Information:

Conflicts of Interest Policy | HR Employee Handbook

third parties trying to spark negative conversations. Unless you are an authorized online spokesperson, avoid the temptation to react yourself. Pass the post(s) along to our social media team members who are trained to address such comments by emailing socialmedia@natera.com.

- **Be Nice, Have Fun, and Connect:** All employees are encouraged to speak about the company and share news and information, but only authorized and trained spokespeople may speak on behalf of Natera and issue official company responses. Additionally, how you say something can matter as much as what you say. You should not bully, harass or threaten violence against anyone on or outside of social media. If you find yourself in a disagreement on social media, use a respectful tone or disengage.

Protect Company Assets

We protect and properly use Natera assets, which can include, but are not limited to, finances, equipment, proprietary information, data, intellectual property, patents, brands, logos, trademarks, etc. Natera's assets may only be used for legitimate business purposes and in the manner intended. In particular, Natera's information systems assets must be used in a responsible manner. We all have a responsibility to protect the Company's assets from theft, carelessness, waste and unauthorized use as all of these have a direct impact on company profitability. Suspected misuse of assets should be immediately reported for investigation.

Company Spokesperson

We make sure that information shared about our Company is consistent and accurate. We do not disclose confidential Natera information or the confidential information of our patients, customers, suppliers, business partners, or employees. Only those authorized may speak for Natera, including through social media channels. In order to ensure that accurate and consistent information is conveyed to the public, to regulatory authorities and others, we have designated individuals who serve as official Company spokespersons. Unless you are authorized to do so, do not make any public statements, including on social media, on Natera's behalf.

Do

- Repost, retweet, or promote information shared from verified Natera's social networking sites.
- Make it clear that your opinions, comments, and other posts are yours and not representative of our Company.

Do Not

- Post confidential information about our organization if not publicly available;
- Post photos or videos that contain any personally identifiable information, PHI, or confidential information or content that would violate Natera's policies.

If you are unsure about posting, ask for clarification.

For More information:

HR Employee Handbook | HIPAA Privacy Policy and Procedure Manual
General IT Policy | Insider Trading Policy | Investor Relations and Communications Policy

Waivers of The Code of Conduct

Waivers of our Code of Conduct must be approved in writing. Waivers for Board members and executive officers require Board approval and must be disclosed as required, while waivers involving any other employee, agent, or contractor require the approval of our Chief Legal Officer.

Violations

Anyone who violates the law, our Code of Conduct, or other Natera policies or procedures may be disciplined, up to and including termination of employment and/or his or her business relationship with Natera. Certain violations of this Code of Conduct may be violations of the law, which may result in civil or criminal penalties, and Natera will cooperate fully with the appropriate authorities in these situations. Natera’s workforce has a duty to report any violation or suspected violation to allow for mitigation before it becomes a violation of the law or it impacts the Company in any way.

Resources

The Compliance Department oversees the Compliance Program working with department and business unit leaders to help ensure compliance with complex regulations all while also providing education on other compliance topics. Should you have additional questions, there is a dedicated Compliance team ready to support you. The Compliance team has experts who are ready and available to partner with you to help make the right decisions.



Letter from our CCO



05/15/2023

Natera's Code of Conduct was recently updated to ensure alignment with the Company's evolution and core values. It serves as a 'how to' guide for business operations and applies to all employees, officers and board members, at all levels, in all functions, in all locations – without exception.

It is the responsibility of Natera's compliance team to facilitate a supportive, comprehensive program that adheres to the highest standards for ethics and compliance. We conduct training and communicate regularly about compliance so that all employees understand the resources available to them. This includes an ethics and compliance hotline and reporting system where employees are encouraged to speak up without fear of retaliation.

It only takes a moment to lose the trust of our patients and other stakeholders. It is incumbent upon all of us – individually and as a group – to review, understand and abide by the policies set forth in the Code of Conduct. These policies exist to protect the organization and ensure we maintain a culture of integrity.

Thank you for following the Code of Conduct and elevating the importance of integrity in everything we do.

Sincerely,

Jerry Diffley

